



**FOURTH SUPPLEMENT DATED 8 November 2024
PURSUANT TO THE BASE PROSPECTUS DATED 20 March 2024**

SOCIÉTÉ GÉNÉRALE
as Issuer
(incorporated in France)

Debt Instruments Issuance Programme

This supplement dated 8 November 2024 (the **Supplement**) constitutes a supplement for the purposes of Article 23(1) of the Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**) to the Debt Instruments Issuance Programme prospectus dated 20 March 2024 (the **Base Prospectus**). The purpose of this Supplement is to

- incorporate by reference the English version of the Third Amendment to the Registration Document of Societe Generale, the French version of which was filed with the AMF on 31 October 2024 and amend the sections “Documents Incorporated by Reference”, “Description of Societe Generale” and “General Information” of the Base Prospectus accordingly;
- modify the section “Terms and Conditions of the German Law Notes” to correct a provision.

Any websites included in the Base Prospectus are for information purposes only and do not form part of the Base Prospectus.

The amendments included in this Supplement shall only apply to final terms, the date of which falls on or after the approval of this Supplement.

This Supplement completes, modifies and must be read in conjunction with the Base Prospectus, the first Supplement to the Base Prospectus dated 28 March 2024, the second Supplement to the Base Prospectus dated 8 May 2024, the third Supplement to the Base Prospectus dated 8 August 2024 and the first Supplement to specific Final Terms dated 28 March 2024 (the “**Previous Supplements**”).

Full information on the Issuer and the offer of any Notes is only available on the basis of the combination of the Base Prospectus, the Previous Supplements and this Supplement.

Unless otherwise defined in this Supplement, terms used herein shall be deemed to be defined as such for the purposes of the relevant Terms and Conditions of the Notes set forth in the Base Prospectus. To the extent that there is any inconsistency between (i) any statement in this Supplement and (ii) any other statement in the Base Prospectus, the statements in (i) above will prevail.

In accordance with Article 23(2) of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for the securities before this Supplement is published have the right, exercisable within a time-limit of two¹ respectively three² working days after the publication of this Supplement (no later than 12 November 2024³ respectively 13 November 2024⁴) to withdraw their acceptances. The recipient of the withdrawal is the relevant seller of the security. If Societe Generale was the counterparty of the purchase transaction, the withdrawal shall be addressed to Societe Generale, Frankfurt branch, Neue Mainzer Strasse 46-50, 60311 Frankfurt am Main, Federal Republic of Germany. The withdrawal does not have to contain any justification and shall be declared to the recipient in text form.

¹ In case of English Law Notes and French Law Notes

² In case of German Law Notes: the Issuer has extended the withdrawal period for German Law Notes from two (pursuant to Article 23(2) sentence 1 of the Prospectus Regulation) to three working days (pursuant to Article 23(2) sentence 2 of the Prospectus Regulation)

³ In case of English Law Notes and French Law Notes

⁴ In case of German Law Notes.

I. SECTION “DOCUMENTS INCORPORATED BY REFERENCE”

- (i) In section “DOCUMENTS INCORPORATED BY REFERENCE”, on pages 41 to 46 of the Base Prospectus, subsection “1. LIST OF THE DOCUMENTS INCORPORATED BY REFERENCE” on page 41 of the Base Prospectus, shall be modified as follows, with the provision added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

“1. LIST OF DOCUMENTS INCORPORATED BY REFERENCE

The following documents, which have previously been published or are published simultaneously with this Base Prospectus and have been filed with the CSSF, shall be incorporated by reference into, and form part of, this Base Prospectus:

(a) (i.e. its Terms and Conditions and Form of Final Terms) which means the 8 April 2022 Base Prospectus, the 9 November 2022 Base Prospectus and the 25 October 2023 Base Prospectus as supplemented (the **Previous Base Prospectuses**). The supplements to the Previous Base Prospectuses which are incorporate by reference are listed in section 2.3 below, and

(b) documents mentioned in section 1.1.1 to 1.1.4 5 below.

Where the Form of Final Terms that appears in a Previous Base Prospectus is incorporated by reference in this Base Prospectus, the introduction paragraph of such previous Form of Final Terms is no longer valid and the introduction paragraph of the Form of Final Terms as set out in this Base Prospectus must be used.

The documents incorporated by reference in paragraph 1.1 below are direct and accurate translations into English of the original version of such documents issued in French. Societe Generale as Issuer accepts responsibility for such translations.

Copies of the documents incorporated by reference into this Base Prospectus can be obtained from the office of Societe Generale and the specified office of the Principal Paying Agent and the specified office of each of the Paying Agents, in each case at the address given at the end of this Base Prospectus.

The documents incorporated by reference hereinto are available on the Luxembourg Stock Exchange website (<http://www.luxse.com>).

- (ii) In the section “DOCUMENTS INCORPORATED BY REFERENCE”, on pages 41 to 46 of the Base Prospectus, sub-section “1.1 Documents incorporated by reference relating to Societe Generale” on page 41 of the Base Prospectus, Paragraph “1.1.5 Third Amendment to the 2024 Universal Registration Document” is added as follows:

“1.1.5 Third Amendment to the 2024 Universal Registration Document

The expression “**Third Amendment to the 2024 Universal Registration Document**” means the English version of the *Troisième amendement au Document d’enregistrement universel 2024 de Societe Generale*, the French version of which was submitted to the AMF on 31 October 2024 under no. D.24-0094-A03 except for (i) the cover page containing the AMF textbox, (ii) the statement of the person responsible for the Third Amendment to the 2024 Universal Registration Document made by Mr. Slawomir Krupa, Chief Executive Officer of Societe Generale, on page 36 and (iii) the cross reference tables, on pages 38 to 40.

The cross reference table in relation to the Third Amendment to the 2024 Universal Registration Document appears in the paragraph 2.6 below.

The Third Amendment to the 2024 Universal Registration Document is available on the Societe Generale website <https://www.societegenerale.com/sites/default/files/documents/2024-10/societe-generale-2024-urd-3rd-amendment-31-10-2024.pdf>.

- (iii) In the section “DOCUMENTS INCORPORATED BY REFERENCE”, on pages 41 to 46 of the Base Prospectus, sub-section “CROSS REFERENCE TABLES OF THE DOCUMENTS INCORPORATED BY REFERENCE”, paragraph 2.6 “Third Amendment to the 2024 Universal Registration Document” is added as follows:

“2.6 Third Amendment to the 2024 Universal Registration Document

Commission Delegated Regulation (EU) No 2019/980	Third Amendment to the 2024 Universal Registration Document
BUSINESS OVERVIEW	
Principal activities	8-19
Principal markets	8-19
TREND INFORMATION	
Trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on the issuer’s prospects for at least the current financial year	27
ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND SENIOR MANAGEMENT	
Board of Directors and general management	28
FINANCIAL INFORMATION CONCERNING THE ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES OF THE ISSUER	
Historical financial information	8-27
Consolidated Balance Sheet	22
Legal and arbitration proceedings	34-35”

II. SECTION “DESCRIPTION OF SOCIETE GENERALE”

- (ii) In section “DESCRIPTION OF SOCIETE GENERALE”, on pages 342 to 345 of the Base Prospectus, Paragraph 5 “TREND INFORMATION” on page 342 of the Base Prospectus shall be modified as follows, with the provision added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

“5. TREND INFORMATION

Save as disclosed on pages 18 to 19 and 71 to 72 of the 2024 Universal Registration Document, on pages 3 to 6 of the First Amendment to the 2024 Universal Registration Document, ~~and~~ on pages 40 and 3 to 5 of the Second Amendment to the 2024 Universal Registration Document and on page 27 of the Third Amendment to the 2024 Universal Registration Document there has been no material adverse change in the prospects of Societe Generale and its consolidated subsidiaries (taken as a whole) since 31 December 2023.

For information on any known trends regarding Societe Generale, please refer to pages 18 to 19 and 71 to 72 of the 2024 Universal Registration Document, to pages 3 to 6 of the First Amendment to the 2024 Universal Registration Document, ~~and~~ to pages 40 and 3 to 5 of the Second Amendment to the 2024 Universal Registration Document and to page 27 of the Third Amendment to the 2024 Universal Registration Document incorporated by reference herein.”

- (iii) In section “DESCRIPTION OF SOCIETE GENERALE”, on pages 342 to 345 of the Base Prospectus, in Paragraph 9 “FINANCIAL INFORMATION CONCERNING SOCIETE GENERALE’S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES”, item 9.1 “Legal and arbitration proceedings” on page 343 of the Base Prospectus shall be modified as follows, with the provision added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

“9.1 Legal and arbitration proceedings

Save as disclosed on pages 300 and 616 to 619 of the 2024 Universal Registration Document, ~~and~~ on pages 37 to 38 of the First Amendment to the 2024 Universal Registration Document, ~~and~~ on pages 165 to 169 of the Second Amendment to the 2024 Universal Registration Document and on pages 34 to 35 of the Third Amendment to the 2024 Universal Registration Document for a period covering the last twelve months, there has been no governmental, legal or arbitration proceedings relating to claims or amounts which are material in the context of the issue of Notes thereunder to which Societe Generale is a party nor, to the best of the knowledge and belief of Societe Generale, are there any pending or threatened governmental, legal or arbitration proceedings relating to such claims or amounts which are material in the context of the issue of Notes thereunder which would in either case jeopardise the Issuer’s ability to discharge its obligations in respect of the Notes.”

- (iii) In section “DESCRIPTION OF SOCIETE GENERALE”, on pages 342 - 345 of the Base Prospectus, paragraph 9.2 “Significant change in the financial position” on page 343 of the Base Prospectus, shall be modified as follows, with the provision added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

“9.2 Significant change in the financial position

There has been no significant change in the financial position or performance of Societe Generale and its consolidated subsidiaries (taken as a whole) since ~~30 June 2024~~ 30 September 2024.”

III. SECTION “GENERAL INFORMATION”

In section “GENERAL INFORMATION”, on pages 360 to 362 of the Base Prospectus, Paragraph 5 (b) in sub-section “5. AVAILABILITY OF DOCUMENTS” on page 361 of the Base Prospectus shall be modified as follows, with the provision added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

“(b) the 2023 Universal Registration Document, the 2024 Universal Registration Document, the First Amendment to the 2024 Universal Registration Document, ~~and~~ the Second Amendment to the 2024 Universal Registration Document and the Third Amendment to the 2024 Universal Registration Document.”

IV. SECTION “TERMS AND CONDITIONS OF THE GERMAN LAW NOTES / EMISSIONSBEDINGUNGEN DER DEUTSCHRECHTLICHEN SCHULDVERSCHREIBUNGEN”

In section “TERMS AND CONDITIONS OF THE GERMAN LAW NOTES / EMISSIONSBEDINGUNGEN DER DEUTSCHRECHTLICHEN SCHULDVERSCHREIBUNGEN”, on pages 92 to 218 of the Base Prospectus, the definition of “*Amounts Due / Fällige Beträge*” in Paragraph 20.2 “*Consequences of the Statutory Bail-in / Folgen des Gesetzlichen Bail-in*” on page 215 of the Base Prospectus shall be modified as follows, with the provision added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

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Amounts Due means the Market Value of the Notes as defined in Condition 6.3 above. <u>means the prevailing outstanding amounts of the Notes issued by the Issuer, and any accrued and unpaid interest on such Notes, that have not been previously cancelled or otherwise are no longer due.</u>	Fällige Beträge bezeichnet den Marktwert der — Schuldverschreibungen, — wie — in Bedingung 6.3 oben definiert. <u>die aktuellen ausstehenden Beträge der von der Emittentin begebenen Schuldverschreibungen sowie alle aufgelaufenen und nicht gezahlten Zinsen auf die Schuldverschreibungen, die nicht zuvor annulliert wurden oder in anderer Weise nicht länger fällig sind.</u>
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DOCUMENTS AVAILABLE

Copies of this Supplement can be obtained, without charge, from the head office of the Issuer and the specified office of the Paying Agents, in each case, at the address given at the end of the Base Prospectus.

This Supplement will be published on the website of the Issuer (<http://prospectus.socgen.com>) and on the website of the Luxembourg Stock Exchange (<http://www.luxse.com>).

RESPONSIBILITY

To the best of the knowledge and belief of the Issuer, the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information and, save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the Base Prospectus.

Accordingly, the Issuer accepts responsibility for the information contained in this Supplement.