

**SECOND SUPPLEMENT DATED 7 August 2025  
PURSUANT TO THE BASE PROSPECTUS DATED 20 March 2025**

**SOCIÉTÉ GÉNÉRALE**

as Issuer  
(incorporated in France)

**Debt Instruments Issuance Programme**

This supplement dated 7 August 2025 (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 2025 (the **Base Prospectus**).

The purpose of this Supplement is to

- incorporate by reference the English version of the Second Amendment to the Registration Document of Societe Generale, the French version of which was filed with the AMF on 1 August 2025 and amend the sections “Risk Factors”, “Documents Incorporated by Reference”, “Description of Societe Generale” and “General Information” of the Base Prospectus accordingly;

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 and the first Supplement to the Base Prospectus dated 8 May 2025 (the “**Previous Supplement**”).

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 Supplement 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 three working days after the publication of this Supplement (no later than 12 August 2025) 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.

## I. SECTION “RISK FACTORS”

- (i) In the section “RISK FACTORS”, on pages 10 to 25 of the Base Prospectus, subsection 1. “RISKS RELATING TO THE GROUP” on page 10, shall be modified as follows, with the provision added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

### “1. RISKS RELATING TO THE GROUP”

---

#### 1.1 Risks related to the macroeconomic, geopolitical, market and regulatory environments

These risks are detailed on pages 166 to 170 of the 2025 Universal Registration Document, ~~and~~ on pages 29 to 30 of the First Amendment to the 2025 Universal Registration Document and on pages 41 to 45 of the Second Amendment to the 2025 Universal Registration Document incorporated by reference (see Section “Documents Incorporated by Reference”).

#### 1.2 Credit and counterparty credit risks

These risks are detailed on pages 171 to 172 of the 2025 Universal Registration Document and on pages 46 to 47 of the Second Amendment to the 2025 Universal Registration Document incorporated by reference (see Section “Documents Incorporated by Reference”).

#### 1.3 Market and structural risks

These risks are detailed pages 172 to 173 of the 2025 Universal Registration Document and on page 48 of the Second Amendment to the 2025 Universal Registration Document incorporated by reference (see Section “Documents Incorporated by Reference”).

#### 1.4 Liquidity and funding risks

These risks are detailed on pages 173 to 174 of the 2025 Universal Registration Document incorporated by reference (see Section “Documents Incorporated by Reference”).

#### 1.5 ~~Extra-financial~~ Non-financial risks (including operational ~~risks~~) risks and model risks

These risks are detailed on pages 174 to 177 of the 2025 Universal Registration Document and on pages 48 to 49 of the Second Amendment to the 2025 Universal Registration Document incorporated by reference (see Section “Documents Incorporated by Reference”).

#### 1.6 Other Risks

- **Risks on long-term leasing activities.**

These risks are detailed on page 177 of the 2025 Universal Registration Document and on page 50 of the Second Amendment to the 2025 Universal Registration Document incorporated by reference (see Section “Documents Incorporated by Reference”).

- **Risks related to insurance activities**

These risks are detailed on page 177 of the 2025 Universal Registration Document and on pages 50 to 51 of the Second Amendment to the 2025 Universal Registration Document incorporated by reference (see Section “Documents Incorporated by Reference”).”

## II. SECTION “DOCUMENTS INCORPORATED BY REFERENCE”

- (i) In section “DOCUMENTS INCORPORATED BY REFERENCE”, on pages 46 to 52 of the Base Prospectus, subsection “1. LIST OF THE DOCUMENTS INCORPORATED BY REFERENCE” on page 46 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) the Terms and Conditions and Form of Final Terms contained in the previous Base Prospectuses (which means collectively the 8 April 2022 Base Prospectus, the 9 November 2022 Base Prospectus, the 25 October 2023 Base Prospectus and the 20 March 2024 Base Prospectus as supplemented (the Previous Base Prospectuses). The supplements to the

Previous Base Prospectuses which are incorporate by reference are listed in section 1.2 below, and

(b) documents mentioned in section 1.1.1 to 1.1.3 4 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.

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 46 to 52 of the Base Prospectus, sub-section "1.1 Documents incorporated by reference relating to Societe Generale" on pages 46 to 47 of the Base Prospectus, Paragraph "1.1.4 Second Amendment to the 2025 Universal Registration Document" is added as follows:

**"1.1.4 Second Amendment to the 2025 Universal Registration Document"**

The expression "**Second Amendment to the 2025 Universal Registration Document**" means the English version of the *Deuxième amendement du Document d'enregistrement universel 2025 of Societe Generale*, the French version of which was submitted to the AMF on 1 August 2025 under no. D.25-0088-A02 except for (i) the cover page containing the AMF textbox, (ii) the statement of the person responsible for the universal registration document and the annual financial report made by Mr. Slawomir Krupa, Chief Executive Officer of Societe Generale, on page 161 and (iii) the cross reference tables, on pages 163 to 165.

The cross reference table in relation to the Second Amendment to the 2025 Universal Registration Document appears in the paragraph 2.5 below.

The Second Amendment to the 2025 Universal Registration Document is available on the Societe Generale website <https://www.societegenerale.com/sites/default/files/documents/2025-08/urd-2nd-amendment-01-08-2025.pdf>."

- (iii) In the section "DOCUMENTS INCORPORATED BY REFERENCE", on pages 46 to 52 of the Base Prospectus, sub-section "CROSS REFERENCE TABLES OF THE DOCUMENTS INCORPORATED BY REFERENCE", paragraph 2.5 "Second Amendment to the 2025 Universal Registration Document" is added as follows:

**"2.5 Second Amendment to the 2025 Universal Registration Document"**

Commission Delegated Regulation (EU) No 2019/980	Second Amendment to the 2025 Universal Registration Document
<b>RISK FACTORS</b>	
Risks related to the macroeconomic, geopolitical, market and regulatory environments	41-45
Credit and counterparty risks	46-47
Market and structural risks	48
Non-financial (including operational) risks and model risks	48-49
Other Risks <ul style="list-style-type: none"> <li>Risks on long-term leasing activities</li> </ul>	50-51

<b>Commission Delegated Regulation (EU) No 2019/980</b>	<b>Second Amendment to the 2025 Universal Registration Document</b>
<ul style="list-style-type: none"> <li>Risks related to insurance activities</li> </ul>	
<b>BUSINESS OVERVIEW</b>	
Principal activities	7-27
Principal markets	8-27
<b>TREND INFORMATION</b>	
Most significant recent trends in production, sales and inventory, and costs and selling prices since the end of the last financial year.	37
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	3-5
<b>ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND SENIOR MANAGEMENT</b>	
Board of Directors and general management	38-40
Administrative, management and supervisory bodies and General Management conflicts of interests	40
<b>MAJOR SHAREHOLDERS</b>	
Control of the Issuer	159
<b>FINANCIAL INFORMATION CONCERNING THE ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES OF THE ISSUER</b>	
Historical financial information	8-35
Legal and arbitration proceedings	154-157
<b>ADDITIONAL INFORMATION</b>	
Share capital	159-160
<b>MATERIAL CONTRACTS</b>	37

“

### III. SECTION “DESCRIPTION OF SOCIETE GENERALE”

- (i) In the section “DESCRIPTION OF SOCIETE GENERALE”, on pages 354 to 355 of the Base Prospectus, Paragraph 5 “TREND INFORMATION” on page 354 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 12 to 14 and 56 to 57 of the 2025 Universal Registration Document, ~~and~~ on pages 3 to 6 of the First Amendment to the 2025 Universal Registration Document and on pages 3 to 5 and 37 of the Second Amendment to the 2025 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 2024.

For information on any known trends regarding Societe Generale, please refer to pages 12 to 14 and 56 to 57 of the 2025 Universal Registration Document, ~~and~~ to pages 3 to 6 of the First Amendment to the 2025 Universal Registration Document and to pages 3 to 5 and 37 of the Second Amendment to the 2025 Universal Registration Document incorporated by reference herein.”

- (iii) In the section “DESCRIPTION OF SOCIETE GENERALE”, on pages 354 to 355 of the Base Prospectus, in Paragraph 9 “FINANCIAL INFORMATION CONCERNING SOCIETE GENERALE’S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES”, the item 9.1 “Legal and arbitration proceedings” on page 354 to 355 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 262 and 576 to 578 of the 2025 Universal Registration Document, ~~and on page 36 of the First Amendment to the 2025 Universal Registration Document and on pages 154 to 157 of the Second Amendment to the 2025 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 354 - 355 of the Base Prospectus, paragraph 9.2 “Significant change in the financial position” on page 355 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 ~~31 March 2025~~ 30 June 2025.”

- (iv) In section “DESCRIPTION OF SOCIETE GENERALE”, on page 354 - 355 of the Base Prospectus, paragraph 9.3 “Recent Events” on page 355 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:

#### **“9.3 Recent Events**

Save as disclosed in this Base Prospectus (as supplemented), there have been no recent events which the Issuer considers material to the investors since the publication of the 2025 Universal Registration Document on 12 March 2025, ~~and~~ of the First Amendment to the 2025 Universal

Registration Document on 30 April 2025 and of the Second Amendment to the 2025 Universal Registration Document on 1 August 2025.”

#### **IV. SECTION “GENERAL INFORMATION”**

In the section “GENERAL INFORMATION”, on pages 370 to 372 of the Base Prospectus, the Paragraph 5 (b) in sub-section “5. AVAILABILITY OF DOCUMENTS” on page 371 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 2025 Universal Registration Document, ~~and~~ the First Amendment to the 2025 Universal Registration Document and the Second Amendment to the 2025 Universal Registration Document.”

## **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.