

MiFID II product governance – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Certificates, taking into account the five categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018 as well as the determination of the appropriate distribution channel, has been made and is available on the following website: <https://regulatory.smarkets.com/#/mifid2/emt> (the "Target Market"). Any person subsequently offering, selling or recommending the Certificates (a distributor) should take into consideration the Target Market assessment and the suggested distribution strategy for the product; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Certificates (by either adopting or refining the Target Market assessment) and determining appropriate distribution channels.

Dated 25/01/2019

SG Issuer

Legal entity identifier (LEI): 549300QNMBVTHX8H127

Issue of up to 10 000 Certificates in an aggregate principal amount of EUR 10 000 000 due 07/02/2023  
Unconditionally and irrevocably guaranteed by Société Générale  
under the  
Debt Instruments Issuance Programme

#### PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth under the heading "*Terms and Conditions of the English Law Certificates*" in the Base Prospectus dated 20 June 2018, which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) as amended (the **Prospectus Directive**). This document constitutes the Final Terms of the Certificates described herein for the purposes of Article 5.4 of the Prospectus Directive and Article 8.4 of the Luxembourg act dated 10 July 2005 on prospectuses for securities, as amended, and must be read in conjunction with the Base Prospectus and the supplements to such Base Prospectus dated 24 August 2018 and 10 September 2018 and 3 December 2018 and 3 January 2019 and any other supplement published prior to the Issue Date (as defined below) (the **Supplement(s)**); provided, however, that to the extent such Supplement (i) is published after these Final Terms have been signed or issued and (ii) provides for any change to the Conditions as set out under the heading "*Terms and Conditions of the English Law Certificates*", such change shall have no effect with respect to the Conditions of the Certificates to which these Final Terms relate. Full information on the Issuer, the Guarantor and the offer of the Certificates is only available on the basis of the combination of these Final Terms, the Base Prospectus and any Supplement(s). Prior to acquiring an interest in the Certificates described herein, prospective investors should read and understand the information provided in these Final Terms, the Base Prospectus and any Supplement(s) and be aware of the restrictions applicable to the offer and sale of such Certificates in the United States or to, or for the account or benefit of, persons that are not Permitted Transferees. A summary of the issue of the Certificates (which comprises the summary in the Base Prospectus as amended to reflect the provisions of these Final Terms) is annexed to these Final Terms. Copies of the Base Prospectus, any Supplement(s) and these Final Terms are available for inspection from the head office of the Issuer, the Guarantor, the specified offices of the Paying Agents and, in the case of Certificates admitted to trading on the Regulated Market of the Luxembourg Stock Exchange, on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and, in the case of Certificates offered to the public or admitted to trading on a Regulated Market in the European Economic Area; on the website of the Issuer (<http://prospectus.socgen.com>).

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|----|---|----------------|
| 1. | (i) Series Number:                                    | 154320EN/19.2  |
|    | (ii) Tranche Number:                                  | 1              |
|    | (iii) Date on which the Certificates become fungible: | Not Applicable |
| 2. | Specified Currency:                                   | EUR            |

3. **Aggregate Nominal Amount:**
- (i) **- Tranche:** up to 10 000 Certificates in an aggregate principal amount of EUR 10 000 000
- (ii) **- Series:** up to 10 000 Certificates in an aggregate principal amount of EUR 10 000 000
4. **Issue Price:** EUR 1 000 per Certificate of EUR 1 000 Specified Denomination
5. **Specified Denomination(s):** EUR 1 000
6. (i) **Issue Date: (DD/MM/YYYY)** 08/02/2019
- (ii) **Interest Commencement Date:** Issue Date
7. **Final Exercise Date: (DD/MM/YYYY)** 07/02/2023
8. **Governing law:** English law
9. (i) **Status of the Certificates:** Unsecured
- (ii) **Date of corporate authorisation obtained for the issuance of Certificates:** Not Applicable
- (iii) **Type of Structured Certificates:** Index Linked Certificates
- The provisions of the following Additional Terms and Conditions apply:  
Additional Terms and Conditions for Index Linked Certificates
- (iv) **Reference of the Product** 3.3.3 with Option 1 applicable as described in the Additional Terms and Conditions relating to Formulae
10. **Interest Basis:** See section "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE" below.
11. **Redemption/Payment Basis:** See section "PROVISIONS RELATING TO REDEMPTION" below.
12. **Issuer's/Certificateholders' redemption option:** See section "PROVISIONS RELATING TO REDEMPTION" below.

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

13. **Fixed Rate Certificate Provisions:** Not Applicable
14. **Floating Rate Certificate Provisions:** Not Applicable
15. **Structured Interest Certificate Provisions:** Applicable as per Condition 3.3 of the General Terms and Conditions
- (i) **Structured Interest Amount(s)** Unless previously redeemed, on each Interest Payment Date(i) (i from 1 to 16), the Issuer shall pay to the Certificateholders, for each Certificate, an amount determined by the Calculation Agent as follows:
- Scenario 1:**
- If on Valuation Date(i), WorstPerformance(i) is higher than or equal to -20.0%, then:

Structured Interest Amount(i) = Max(0; Specified Denomination x (i x 2.35%) - SumCouponsPaid(i-1))

**Scenario 2:**

If on Valuation Date(i), WorstPerformance(i) is lower than -20.0%, then:

Structured Interest Amount(i) = 0 (zero)

Definitions relating to the Structured Interest Amount are set out in paragraph 27(ii) "Definitions relating to the Product"

<b>(ii) Specified Period(s)/Interest Payment Date(s):</b>	Interest Payment Date(i) (i from 1 to 15): 5 Business Days after Valuation Date(i); Interest Payment Date(16): the Final Exercise Date
<b>(iii) Business Day Convention:</b>	Following Business Day Convention (unadjusted)
<b>(iv) Day Count Fraction:</b>	Not Applicable
<b>(v) Business Centre(s):</b>	Not Applicable
<b>16. Zero Coupon Certificate Provisions:</b>	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

<b>17. Redemption at the option of the Issuer:</b>	Not Applicable
<b>18. Redemption at the option of the Certificateholders:</b>	Not Applicable
<b>19. Automatic Early Redemption:</b>	Applicable as per Condition 5.10 of the General Terms and Conditions
<b>(i) Automatic Early Redemption Amount(s):</b>	Unless previously redeemed, if an Automatic Early Redemption Event has occurred, then the Issuer shall redeem early the Certificates on Automatic Early Redemption Date(i) (i from 1 to 15) in accordance with the following provisions in respect of each Certificate:  Automatic Early Redemption Amount(i) = Specified Denomination x (100%)  Definitions relating to the Automatic Early Redemption Amount are set out in paragraph 27(ii) "Definitions relating to the Product".
<b>(ii) Automatic Early Redemption Date(s):</b>	Automatic Early Redemption Date(i) (i from 1 to 15): 5 Business Days after the Valuation Date(i) on which an Automatic Early Redemption Event is deemed to have occurred.
<b>(iii) Automatic Early Redemption Event:</b>	is deemed to have occurred, as determined by the Calculation Agent, if on a Valuation Date(i) (i from 1 to 15), WorstPerformance(i) is higher than or equal to 0%
<b>20. Final Exercise Amount:</b>	Unless previously redeemed, the Issuer shall redeem the Certificates on the Final Exercise Date, in accordance with the following provisions in respect of each Certificate:

**Scenario 1:**

If on Valuation Date(16), WorstPerformance(16) is higher than or equal to -30.0%, then:

Final Exercise Amount = Specified Denomination x [100% ]

**Scenario 2:**

If on Valuation Date(16), WorstPerformance(16) is lower than -30.0%, then:

Final Exercise Amount = Specified Denomination x (100% + WorstPerformance(16))

Definitions relating to the Final Exercise Amount are set out in paragraph 27(ii) "Definitions relating to the Product".

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| 21. | <b>Physical Delivery Certificates Provisions:</b>   | Not Applicable                        |
| 22. | <b>Credit Linked Certificates Provisions:</b>   | Not Applicable                        |
| 23. | <b>Bond Linked Certificates Provisions:</b>   | Not Applicable                        |
| 24. | <b>Trigger redemption at the option of the Issuer:</b>  | Not Applicable                        |
| 25. | <b>Early Redemption for tax reasons, special tax reasons, regulatory reasons, Force Majeure Event, Event of Default, or at the option of the Calculation Agent pursuant to the Additional Terms and Conditions:</b> | Early Redemption Amount: Market Value |

**PROVISIONS APPLICABLE TO THE UNDERLYING(S) IF ANY**

26. (i) **Underlying(s):** The following Indices (each an "Underlying(k)" and together the "Basket") as defined below:

k	Index Name	Bloomberg Ticker	Index Sponsor	Exchange	Website
1	FTSE/MIB INDEX	FTSEMIB	Financial Times and London Stock Exchange	BORSA ITALIANA S.P.A.	www.ft.com
2	NIKKEI 225 STOCK AVERAGE INDEX	NKY	Nikkei Digital Media, Inc. and Nikkei, Inc	Tokyo Stock Exchange	http://indexes.nikkei.co.jp/en/nkave
3	S&P 500 INDEX	SPX	S&P DJI Netherlands B.V.	NEW YORK STOCK EXCHANGE, INC.	www.spdji.com

- (ii) **Information relating to the past and future performances of the Underlying(s) and volatility:** The information relating to the past and future performances of the Underlying(s) and volatility are available on the source specified in the table above.
- (iii) **Provisions relating, amongst others, to the Market Disruption Event(s) and/or Extraordinary Event(s) and/or any additional disruption event(s) as described in the relevant Additional Terms and Conditions:** The provisions of the following Additional Terms and Conditions apply:  
Additional Terms and Conditions for Index Linked Certificates

- (iv) **Other information relating to the Underlying(s):** Information or summaries of information included herein with respect to the Underlying(s), has been extracted from general databases released publicly or by any other available information.
- Each of the Issuer and the Guarantor confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published, no facts have been omitted which would render the reproduced information inaccurate or misleading.

**DEFINITIONS APPLICABLE TO INTEREST (IF ANY), REDEMPTION AND THE UNDERLYING(S) IF ANY**

27. (i) **Definitions relating to date(s):** Applicable
- Valuation Date(0): (DD/MM/YYYY)** 31/01/2019
- Valuation Date(i); (i from 1 to 16) (DD/MM/YYYY)** 30/04/2019; 31/07/2019; 31/10/2019; 31/01/2020; 30/04/2020; 31/07/2020; 02/11/2020; 01/02/2021; 30/04/2021; 02/08/2021; 01/11/2021; 31/01/2022; 02/05/2022; 01/08/2022; 31/10/2022; 31/01/2023
- (ii) **Definitions relating to the Product:** Applicable, subject to the provisions of Condition 4 of the Additional Terms and Conditions relating to Formulae
- SumCouponsPaid(i-1) (i from 2 to 16)** means SumCouponsPaid(i-2) + Structured Interest Amount(i-1)
- With:
- SumCouponsPaid(0) = 0 (zero)
- WorstPerformance(i) (i from 1 to 16)** means the Minimum, for k from 1 to 3, of Performance(i,k)
- Performance(i,k) (i from 1 to 16) (k from 1 to 3)** means  $(S(i,k) / S(0,k)) - 100\%$
- S(i,k) (i from 0 to 16) (k from 1 to 3)** means in respect of any Valuation Date(i) the Closing Price of the Underlying(k)

**PROVISIONS RELATING TO SECURED CERTIFICATES**

28. **Secured Certificates Provisions:** Not Applicable

**GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES**

29. **Provisions applicable to payment date(s):**
- **Payment Business Day:** Following Payment Business Day
- **Financial Centre(s):** Not Applicable

30. **Form of the Certificates:**
- (i) **Form:** Non-US Registered Global Note registered in the name of a nominee for a common depository for Euroclear and Clearstream
- (ii) **New Global Note (NGN – bearer notes) / New Safekeeping Structure (NSS – registered notes):** No
31. **Redenomination:** Not Applicable
32. **Consolidation:** Applicable as per Condition 14.2 of the General Terms and Conditions
33. **Partly Paid Certificates Provisions:** Not Applicable
34. **Instalment Certificates Provisions:** Not Applicable
35. **Masse:** Not Applicable
36. **Dual Currency Certificate Provisions:** Not Applicable
37. **Additional Amount Provisions for Italian Certificates:** Not Applicable
38. **Interest Amount and/or the Redemption Amount switch at the option of the Issuer:** Not Applicable
39. **Portfolio Linked Certificates Provisions:** Not Applicable

## PART B – OTHER INFORMATION

## 1. LISTING AND ADMISSION TO TRADING

- (i) **Listing:** None
- (ii) **Admission to trading:** Application shall be made for the Certificates to be admitted to trading on the Multilateral Trading Facility (“MTF”) named EuroTLX organized and managed by EuroTLX Sim S.p.A. with effect from or as soon as practicable after the Issue Date. Société Générale, directly or through a third party appointed by it, will act as specialist for the Certificates, in accordance with the rules and regulations of EuroTLX.
- There can be no assurance that the listing and trading of the Certificates will be approved with effect on the Issue Date or at all, provided that if EuroTLX Sim S.p.A. does not release its decision of admission to trading within the day immediately preceding the Issue Date, Section 10 – paragraph “Conditions to which the offer is subject” of these Final Terms shall apply.**
- (iii) **Estimate of total expenses related to admission to trading:** Not Applicable
- (iv) **Information required for Certificates to be listed on SIX Swiss Exchange:** Not Applicable

## 2. RATINGS

The Certificates to be issued have not been rated.

## 3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for fees, if any, payable to the Dealer, and so far as the Issuer is aware, no person involved in the issue of the Certificates has an interest material to the offer.

The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

Société Générale will ensure the roles of provider of hedging instruments to the Issuer of the Certificates and Calculation Agent of the Certificates.

The possibility of conflicts of interest between the different roles of Société Générale on one hand, and between those of Société Générale in these roles and those of the Certificateholders on the other hand cannot be excluded.

Furthermore, given the banking activities of Société Générale, conflicts may arise between the interests of Société Générale acting in these capacities (including business relationship with the issuers of the financial instruments being underlyings of the Certificates or possession of non public information in relation with them) and those of the Certificateholders. Finally, the activities of Société Générale on the underlying financial instrument(s), on its proprietary account or on behalf of its customers, or the establishment of hedging transactions, may also have an impact on the price of these instruments and their liquidity, and thus may be in conflict with the interests of the Certificateholders.

## 4. REASONS FOR THE OFFER AND USE OF PROCEEDS

- (i) **Reasons for the offer and use of proceeds:** The net proceeds from each issue of Certificates will be applied for the general financing purposes of the Société Générale Group, which include making a profit.

- (ii) **Estimated net proceeds:** Not Applicable
- (iii) **Estimated total expenses:** Not Applicable

5. **INDICATION OF YIELD** (*Fixed Rate Certificates only*)  
Not Applicable

6. **HISTORIC INTEREST RATES** (*Floating Rate Certificates only*)  
Not Applicable

7. **PERFORMANCE AND EFFECT ON VALUE OF INVESTMENT**

(i) **PERFORMANCE OF FORMULA, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT**  
(*Structured Certificates only*)

The value of the Certificates, the payment of a coupon amount on a relevant interest payment date to a Certificateholder, the payment of an automatic early redemption amount on a relevant automatic early redemption date, and the payment of a redemption amount to a Certificateholder on the final exercise date will depend on the performance of the underlying asset(s), on the relevant valuation date(s).

The value of the Certificates is linked to the positive or negative performance of one or several underlying instrument(s) within the basket. The amount(s) to be paid is/are determined on the basis of the condition which is satisfied (or not) if the performance of one or several underlying instrument(s) within the basket is higher than or equal to a predefined barrier performance.

The Certificates may provide for an automatic early redemption linked to a specific event. Therefore, this may prevent the Certificateholders from benefitting from the performance of the underlying instrument(s) over the whole period initially envisaged.

The terms and conditions of the Certificates may include provisions under which upon the occurrence of certain market disruptions delays in the settlement of the Certificates may be incurred or certain modifications be made. Moreover, in case of occurrence of events affecting the underlying instrument(s), the terms and conditions of the Certificates allow the Issuer to substitute the underlying instrument(s) by new underlying instrument(s), cease the exposure to the underlying asset(s) and apply a reference rate to the proceeds so obtained until the final exercise date of the Certificates, postpone the final exercise date of the Certificates, early redeem the Certificates on the basis of the market value of these Certificates, or deduct from any due amount the increased cost of hedging, and in each case without the consent of the Certificateholders.

Payments (whether in respect of principal and/or interest and whether at final exercise or otherwise) on the Certificates are calculated by reference to certain underlying(s), the return of the Certificates is based on changes in the value of the underlying(s), which may fluctuate. Prospective investors should be aware that these Certificates may be volatile and that they may receive no interest and may lose all or a substantial portion of their principal.

During the lifetime of the Certificates, the market value of these Certificates may be lower than the invested capital.

Furthermore, an insolvency of the Issuer and/or the Guarantor may cause a total loss of the invested capital.

**The attention of the investors is drawn to the fact that they could sustain an entire or a partial loss of their investment.**

(ii) **PERFORMANCE OF RATE(S) OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT** (*Dual Currency Certificates only*)

Not Applicable



- 8. OPERATIONAL INFORMATION**
- (i) **Security identification code(s):**
- **ISIN code:** XS1893757358
  - **Common code:** 189375735
- (ii) **Clearing System(s):** Euroclear Bank S.A/N.V. (**Euroclear**) / Clearstream Banking *société anonyme* (**Clearstream, Luxembourg**)
- (iii) **Delivery of the Certificates:** Delivery against payment
- (iv) **Calculation Agent:** Société Générale  
Tour Société Générale  
17 Cours Valmy  
92987 Paris La Défense Cedex  
France
- (v) **Paying Agent(s):** Société Générale Bank&Trust  
11, avenue Emile Reuter  
2420 Luxembourg  
Luxembourg
- (vi) **Eurosystem eligibility of the Certificates:** No
- (vii) **Address and contact details of Société Générale for all administrative communications relating to the Certificates:** Société Générale  
Tour Société Générale  
17 Cours Valmy  
92987 Paris La Défense Cedex  
France  
Name: Sales Support Services - Derivatives  
Tel: +33 1 57 29 12 12 (Hotline)  
Email: [clientsupport-deai@sgcib.com](mailto:clientsupport-deai@sgcib.com)
- 9. DISTRIBUTION**
- (i) **Method of distribution:** Non-syndicated
- **Dealer(s):** Société Générale  
Tour Société Générale  
17 Cours Valmy  
92987 Paris La Défense Cedex  
France
- (ii) **Total commission and concession:** There is no commission and/or concession paid by the Issuer to the Dealer or the Managers.  
  
Société Générale shall pay to its relevant distributor(s), a remuneration of up to 1.00% of the nominal amount of Certificates effectively placed by such distributor(s).
- (iii) **TEFRA rules:** Not Applicable
- (iv) **Non-exempt Offer:** A Non-exempt offer of the Certificates may be made by the Dealer and any **Initial Authorised Offeror** below mentioned, any **Additional Authorised Offeror**, the name and address of whom will be published on the website of the Issuer (<http://prospectus.socgen.com>) in the public offer jurisdiction(s) (**Public Offer Jurisdiction(s)**) during the offer period (**Offer Period**) as specified in the paragraph "Public Offers in European Economic Area" below.
- **Individual Consent / Name(s) and address(es) of any Initial Authorised Offeror:** Applicable / Deutsche Bank SpA, Piazza del Calendario, 3, 20126 Milano (the **Distributor**)
  - **General Consent/ Other conditions to consent:** Not Applicable

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|--|---|
| (v) U.S. federal income tax considerations:        | The Certificates are not Specified Certificates for purposes of the Section 871(m) Regulations. |
| (vi) Prohibition of Sales to EEA Retail Investors: | Not Applicable  |

## 10. PUBLIC OFFERS IN EUROPEAN ECONOMIC AREA

- Public Offer Jurisdiction(s): Italy

- Offer Period: From 29/01/2019 to 31/01/2019, save in case of early termination.

The Offer Period for the Certificates placed in Italy through “door-to-door selling” (pursuant to Article 30 of the Legislative Decree n. 58 dated 24.02.1998, as amended, the “Italian Financial Service Act”) shall be from and including 29/01/2019 to and including 31/01/2019, save in case of early termination.

Pursuant to Article 30, paragraph 6, of the Italian Financial Act, the validity and enforceability of the subscriptions through “door-to-door selling” are suspended for a period of seven days from the date of the subscription. During such period, investors have the right to withdraw from the subscription without any charge or commissions, by means of communication to the distributor.

- Offer Price: The Certificates will be offered at the Issue Price of which up to a maximum of 1.00% is represented by distribution fee payable upfront by the Issuer to the Distributor.

- Conditions to which the offer is subject: Offers of the Certificates are conditional on their issue and, on any additional conditions set out in the standard terms of business of the financial intermediaries, notified to investors by such relevant financial intermediaries.

The Issuer reserves the right to close the Offer Period prior to its stated expiry for any reason. The Issuer reserves the right to withdraw the offer and cancel the issuance of the Certificates for any reason at any time on or prior to the Issue Date. For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such right, no potential investor shall be entitled to subscribe or otherwise acquire the Certificates.

The validity of the offer is subject to the condition that the decision of admission to trading on EuroTLX is released by EuroTLX Sim S.p.A. by not later than on the day immediately preceding the Issue Date; otherwise, the offer will be deemed withdrawn and the issuance cancelled. The Issuer undertakes to file the relevant application with EuroTLX Sim S.p.A. in due time to allow EuroTLX Sim S.p.A. to release a decision, according to its rules, within the day immediately preceding the Issue Date.

In each case, a notice to the investors on the early termination or the withdrawal, as applicable, will be published on the website of the Issuer (<http://prospectus.socgen.com>).

- Description of the application process: The distribution activity will be carried out in accordance with the financial intermediary's usual procedures. Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer in relation to the subscription of the Certificates.

- **Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:** Not Applicable
- **Details of the minimum and/or maximum amount of application:** Minimum amount of application : EUR 1 000 (i.e. 1 Certificate)
- **Details of the method and time limits for paying up and delivering the Certificates:** The Certificates will be issued on the Issue Date against payment to the Issuer of the net subscription moneys. However, the settlement and delivery of the Certificates will be executed through the Dealer mentioned above. Investors will be notified by the relevant financial intermediary of their allocations of Certificates and the settlement arrangements in respect thereof.
- The settlement and the delivery of the securities will be executed through the Dealer mentioned above only for technical reasons. However, the Issuer will be the only offeror and as such will assume all the responsibilities in connection with the information contained in the Final Terms together with the Base Prospectus.
- **Manner and date in which results of the offer are to be made public:** Publication on the website of the Issuer (<http://prospectus.socgen.com>) and in a daily newspaper of general circulation in the relevant place(s) of listing and/or public offer at the end of the subscription period if required by local regulation.
- **Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:** Not Applicable
- **Whether tranche(s) has/have been reserved for certain countries:** Not Applicable
- **Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:** Not Applicable
- **Amount of any expenses and taxes specifically charged to the subscriber or purchaser:** Taxes charged in connection with the subscription, transfer, purchase or holding of the Certificates must be paid by the Certificateholders and neither the Issuer nor the Guarantor shall have any obligation in relation thereto; in that respect, Certificateholders shall consult professional tax advisers to determine the tax regime applicable to their own situation. The Certificateholders shall also consult the Taxation section in the Base Prospectus.
- Subscription fees or purchases fees: None

**11. ADDITIONAL INFORMATION**

- **Minimum investment in the Certificates:** EUR 1 000 (i.e. 1 Certificate)
- **Minimum Trading Lot:** EUR 1 000 (i.e. 1 Certificate)

**- Underlying Disclaimer:**

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\* Formerly known as Nihon Keizai Shimbun, Inc. Name changed on January 1, 2007.  
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- Location where the Prospectus, any Supplements thereto and the Final Terms can be collected or inspected free of charge in Italy: Société Générale,  
Via Olona n.2, 20123 Milano  
Italy

**12. PUBLIC OFFERS IN OR FROM SWITZERLAND**

Not Applicable

**13. BENCHMARK REGULATION**

Applicable.

Amounts payable under the Certificates will be calculated by reference to the FTSE/MIB INDEX and S&P 500 INDEX which are provided by FTSE International Limited and S&P DJI Netherlands B.V. respectively. As at the date of the Final Terms, each of FTSE International Limited and S&P DJI Netherlands B.V. appears on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to Article 36 of the Benchmark Regulation (Regulation (EU) 2016/1011) (the "**Benchmark Regulation**").

Amounts payable under the Certificates will be calculated by reference to the NIKKEI 225 STOCK AVERAGE INDEX which is provided by Nikkei, Inc. As at the date of the Final Terms, Nikkei, Inc does not appear on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to Article 36 of the Benchmark Regulation (Regulation (EU) 2016/1011) (the "**Benchmark Regulation**"). As far as the Issuer is aware, the transitional provisions in Article 51 of the Benchmark Regulation apply, such that Nikkei, Inc is not currently required to obtain authorisation or registration.

**ISSUE SPECIFIC SUMMARY**

Summaries are made up of disclosure requirements known as **Elements** the communication of which is required by Annex XXII of the Commission Regulation (EC) No 809/2004 as amended. These elements are numbered in Sections – A – E (A.1 – E.7).

This summary contains all the Elements required to be included in a summary for this type of securities and Issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements.

Even though an Element may be required to be inserted in the summary because of the type of securities and Issuer, it is possible that no relevant information can be given regarding the Element. In this case, a short description of the Element is included in the summary with the mention of "Not Applicable".

Section A – Introduction and warnings		
<b>A.1</b>	<b>Warning</b>	<p>This summary must be read as an introduction to the Base Prospectus.</p> <p>Any decision to invest in the Certificates should be based on a consideration of the Base Prospectus as a whole by the investor.</p> <p>Where a claim relating to the information contained in the Base Prospectus and the applicable Final Terms is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>Civil liability attaches only to those persons who have tabled this summary, including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of this Base Prospectus, key information in order to aid investors when considering whether to invest in the Certificates.</p>
<b>A.2</b>	<b>Consent to the use of the Base Prospectus</b>	<p>The Issuer consents to the use of this Base Prospectus in connection with a resale or placement of Certificates in circumstances where a prospectus is required to be published under the Prospectus Directive (a <b>Non-exempt Offer</b>) subject to the following conditions:</p> <ul style="list-style-type: none"> <li>- the consent is only valid during the offer period from 29/01/2019 to 31/01/2019 and, in respect of Certificates placed in Italy through "door-to-door selling", from 29/01/2019 to 31/01/2019 (the <b>Offer Period</b>);</li> <li>- the consent given by the Issuer for the use of the Base Prospectus to make the Non-exempt Offer is an individual consent (an <b>Individual Consent</b>) in respect of Deutsche Bank SpA, Piazza del Calendario, 3, 20126 Milano (the <b>Initial Authorised Offeror</b> and the <b>Distributor</b>) and if the Issuer appoints any additional financial intermediaries after 25/01/2019 and publishes details of them on its website <a href="http://prospectus.socgen.com">http://prospectus.socgen.com</a>, each financial intermediary whose details are so published (each an <b>Additional Authorised Offeror</b>);</li> <li>- the consent only extends to the use of this Base Prospectus to make Non-exempt Offers of the Certificates in Italy.</li> </ul> <p><b>The information relating to the conditions of the Non-exempt Offer shall be provided to the investors by any Initial Authorised Offeror and any Additional Authorised Offeror at the time the offer is made.</b></p>
Section B – Issuer and Guarantor		
<b>B.1</b>	<b>Legal and commercial name of the issuer</b>	SG Issuer (or the <b>Issuer</b> )
<b>B.2</b>	<b>Domicile, legal form, legislation and country of incorporation</b>	<p>Domicile: 16 Boulevard Royal, L–2449 Luxembourg.</p> <p>Legal form: Public limited liability company (<i>société anonyme</i>).</p> <p>Legislation under which the Issuer operates: Luxembourg law.</p>

		Country of incorporation: Luxembourg.																									
<b>B.4b</b>	<b>Known trends affecting the issuer and the industries in which it operates</b>	The Issuer expects to continue its activity in accordance with its corporate objects over the course of 2019.																									
<b>B.5</b>	<b>Description of the issuer's group and the issuer's position within the group</b>	The Société Générale group (the <b>Group</b> ) offers a wide range of advisory services and tailored financial solutions to individual customers, large corporate and institutional investors. The Group relies on three complementary core businesses: • French Retail Banking; • International Retail Banking, Financial Services and Insurance and • Corporate and Investment Banking, Private Banking, Asset and Wealth Management and Securities Services. The Issuer is a subsidiary of the Group and has no subsidiaries.																									
<b>B.9</b>	<b>Figure of profit forecast or estimate of the issuer</b>	Not applicable. The Issuer does not provide any figure of profit forecast or estimate.																									
<b>B.10</b>	<b>Nature of any qualifications in the audit report on the historical financial information</b>	Not Applicable. The audit report does not include any qualification.																									
<b>B.12</b>	<b>Selected historical key financial information regarding the issuer</b>	<table border="1"> <thead> <tr> <th>(in K€)</th> <th>Half year 30.06.2018 (non audited)</th> <th>Year ended 31.12.2017 (audited)</th> <th>Half year 30.06.2017 (non audited)</th> <th>Year ended 31.12.2016 (audited)</th> </tr> </thead> <tbody> <tr> <td><b>Total Revenue</b></td> <td>29,760</td> <td>92,353</td> <td>54,641</td> <td>90,991</td> </tr> <tr> <td><b>Profit before tax</b></td> <td>148</td> <td>105</td> <td>21</td> <td>525</td> </tr> <tr> <td><b>Profit for the financial period/year</b></td> <td>126</td> <td>78</td> <td>17</td> <td>373</td> </tr> <tr> <td><b>Total Assets</b></td> <td>49,149,860</td> <td>48,026,909</td> <td>52,864,508</td> <td>53,309,975</td> </tr> </tbody> </table>	(in K€)	Half year 30.06.2018 (non audited)	Year ended 31.12.2017 (audited)	Half year 30.06.2017 (non audited)	Year ended 31.12.2016 (audited)	<b>Total Revenue</b>	29,760	92,353	54,641	90,991	<b>Profit before tax</b>	148	105	21	525	<b>Profit for the financial period/year</b>	126	78	17	373	<b>Total Assets</b>	49,149,860	48,026,909	52,864,508	53,309,975
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	<b>Statement as no material adverse change in the prospects of the issuer since the date of its last published audited financial statements</b>	There has been no material adverse change in the prospects of the Issuer since 31 December 2017.																									
	<b>Significant changes in the issuer's financial or trading position subsequent to the period covered by the historical financial information</b>	Not Applicable. There has been no significant change in the financial or trading position of the Issuer since 30 June 2018.																									
<b>B.13</b>	<b>Recent events particular to the issuer which are to a material extent relevant to the evaluation of the Issuer's solvency</b>	Not Applicable. There have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.																									
<b>B.14</b>	<b>Statement as to whether the issuer is dependent upon other entities within the group</b>	See Element B.5 above for the Issuers' position within the Group. SG Issuer is dependent upon Société Générale Bank & Trust within the Group.																									
<b>B.15</b>	<b>Description of the</b>	The principal activity of SG Issuer is raising finance by the issuance of																									

	<b>issuer's principal activities</b>	warrants as well as debt securities designed to be placed to institutional customers or retail customers through the distributors associated with Société Générale. The financing obtained through the issuance of such debt securities is then lent to Société Générale and to other members of the Group.
<b>B.16</b>	<b>To the extent known to the issuer, whether the issuer is directly or indirectly owned or controlled and by whom, and description of the nature of such control</b>	SG Issuer is a 100 per cent. owned subsidiary of Société Générale Bank & Trust S.A. which is itself a 100 per cent. owned subsidiary of Société Générale and is a fully consolidated company.
<b>B.18</b>	<b>Nature and scope of the guarantee</b>	<p>The Certificates are unconditionally and irrevocably guaranteed by Société Générale (the <b>Guarantor</b>) pursuant to the guarantee made as of 20 June 2018 (the <b>Guarantee</b>).</p> <p>The Guarantee obligations constitutes a direct, unconditional, unsecured and unsubordinated obligations of the Guarantor ranking as senior preferred obligations, as provided for in Article L. 613-30-3-I-3° of the Code and will rank at least pari passu with all other existing and future direct, unconditional, unsecured senior preferred obligations of the Guarantor, including those in respect of deposits.</p> <p>Any references to sums or amounts payable by the Issuer which are guaranteed by the Guarantor under the Guarantee shall be to such sums and/or amounts as directly reduced, and/or in the case of conversion into equity, as reduced by the amount of such conversion, and/or otherwise modified from time to time resulting from the application of a bail-in power by any relevant authority pursuant to directive 2014/59/EU of the European Parliament and of the Council of the European Union.</p>
<b>B.19</b>	<b>Information about the guarantor as if it were the issuer of the same type of security that is subject of the guarantee</b>	<p>The information about Société Générale as if it were the Issuer of the same type of Certificates that is subject of the Guarantee is set out in accordance with Elements B.19 / B.1, B.19 / B.2, B.19 / B.4b, B.19 / B.5, B.19 / B.9, B.19 / B.10, B.19 / B.12, B.19 / B.13, B.19 / B.14, B.19 / B.15, B.19 / B.16 below, respectively:</p> <p><b>B.19/B.1: Legal and commercial name of the guarantor</b></p> <p>Société Générale</p> <p><b>B.19/B.2: Domicile, legal form, legislation and country of incorporation</b></p> <p>Domicile: 29, boulevard Haussmann, 75009 Paris, France. Legal form: Public limited liability company (société anonyme).</p> <p>Legislation under which the Issuer operates: French law. Country of incorporation: France.</p> <p><b>B.19/B.4b: Known trends affecting the guarantor and the industries in which it operates</b></p> <p>Société Générale continues to be subject to the usual risks and the risks inherent in its business mentioned in Chapter 4 of the Registration Document filed on 8 March 2018, and in its updated version filed on 7 May 2018.</p> <p>In a context of firming world growth, several risks continue to weigh on global economic prospects: risks of renewed financial tensions in Europe, risks of renewed turbulences (financial, social and political) in emerging economies, uncertainties related to unconventional monetary policy measures implemented in the main developed economies, the rise in terrorist risks as well as of geopolitical and protectionist tensions. More specifically, the Group could be affected by: -</p> <p>renewed financial tensions in the Eurozone resulting from a return of doubts about the integrity of the monetary union, for example in the run-up to</p>



	<p>elections in a context of rising eurosceptic political forces;</p> <ul style="list-style-type: none"> <li>- fears regarding a possible tightening of international trade barriers, in particular in large developed economies (United States or, in the context of Brexit, United Kingdom for example);</li> <li>- a sudden rise in interest rates and markets volatility (bonds, equities and commodities), which could be triggered by inflationary fears, trade tensions or poor communication from main central banks when changing their monetary policy stance;</li> <li>- a sharp slowdown in economic activity in China, triggering capital flight from the country, depreciation pressures on the Chinese currency and, by contagion, on other emerging market currencies, as well as a fall in commodity prices;</li> <li>- worsening geopolitical tensions in the Middle East, South China Sea, North Korea or Ukraine. Further tensions between western countries and Russia could lead to stepping up of sanctions on the latter.</li> <li>- socio-political tensions in some countries dependent on oil and gas revenues and needing to adapt to reversal in commodities prices.</li> </ul> <p>From a regulatory perspective, H1 2018 was marked in particular by the European legislative process around CRR2/CRD5, therefore the review of the capital adequacy directive and the CRR regulation. This is expected to continue in H2 and include the subjects MREL (Minimum Required Eligible Liabilities) and TLAC (Total Loss Absorbing Capacity). However, the transposition into European law of the agreement finalising the Basel III reforms is not yet on the agenda as regards European legislative institutions: an impact study is to be launched by the EBA and will serve to draft the future CRR3 regulation. Other current subjects concern notably the review of the systemic capital buffer for systemically important banks, the ECB's expectations in terms of provisioning the stock of non-performing loans and the review of the regime for investment firms in Europe.</p>
	<p><b>B.19/B.5: Description of the guarantor's group and the guarantor's position within the group</b></p> <p>The Group offers a wide range of advisory services and tailored financial solutions to individual customers, large corporate and institutional investors. The Group relies on three complementary core businesses:</p> <ul style="list-style-type: none"> <li>• French Retail Banking;</li> <li>• International Retail Banking, Financial Services and Insurance and</li> <li>• Corporate and Investment Banking, Private Banking, Asset and Wealth Management and Securities Services.</li> </ul> <p>Société Générale is the parent company of the Société Générale Group.</p> <p><b>B.19/B.9: Figure of profit forecast or estimate of the guarantor</b></p> <p>Not applicable. The Guarantor does not provide any figure of profit forecast or estimate.</p> <p><b>B.19/B.10: Nature of any qualifications in the audit report on the historical financial information</b></p> <p>Not Applicable. The audit report does not include any qualification.</p> <p><b>B.19/B.12: Selected historical key financial information regarding the guarantor</b></p>

	<b>Nine Months 30.09.2018 (unaudited)</b>	<b>Year 31.12.2017 (audited)</b>	<b>Nine Months 30.09.2017 (unaudited)</b>	<b>Year 31.12.2016 (audited)</b>
<b>Results (in millions of euros)</b>				
Net Banking Income	19,278	23,954	17,631	25,298
Operating income	5,163	4,767	3,937	6,390
Underlying Group Net income (1)	3,721	4,491	3,616	4,145
Reported Group Net income	3,240	2,806	2,737	3,874
<i>French retail Banking</i>	955	1,010	1,021	1,486
<i>International Retail Banking &amp; Financial Services</i>	1,502	1,975	1,489	1,631
<i>Global Banking and Investor Solutions</i>	1,018	1,566	1,219	1,803
<i>Corporate Centre</i>	(235)	(1,745)	(992)	(1,046)
<i>Core Businesses</i>	3,475	4,551	3,729	4,920
Net cost of risk	(642)	(1,349)	(880)	(2,091)
Underlying ROTE ** (1)	11.0%	9.6%	10.4%	9.3%
Tier 1 Ratio **	13.7%	13.8%	14.3%	14.5%
<b>Activity (in billions of euros)</b>				
Total assets and liabilities	1,303.9	1,275.1	1,338.7	1,354.4
Customer loans at amortised costs	433.9*	425.2	412.2	426.5
Customer deposits	411.4*	410.6	396.7	421.0
<b>Equity (in billions of euros)</b>				
Shareholders' equity, Group Share	60.6	59.4	60.3	62.0
Non-controlling interests	4.6	4.7	4.5	3.7
<b>Cash flow statements (in millions of euros)</b>				
Net inflow (outflow) in cash and cash equivalent	N/A	18,023	N/A	18,442
<p>* The Group signed an agreement for the disposal of Euro Bank on November 5th, 2018. This entity's contributions to the Group's balance sheet include primarily EUR 2,797 million of customer loans, EUR 938 million of amounts due to banks and EUR 1,675 million of customer deposits. No unrealised loss is to be provisioned in the income statement as at September 30th, 2018.</p> <p>** These financial ratios are neither audited nor subjected to a limited review.</p> <p>(1) Adjusted for non-economic items (in Q3 17 and 9M 17), exceptional items and linearisation of IFRIC 21.</p>				

		<p>As of 1/1/2018, the impact of the implementation of IFRS 9 amounts to -14 basis points on the fully-loaded Common Equity Tier 1 and to - 945 M EUR on Shareholders' equity, Group share.</p> <p><b>Statement as no material adverse change in the prospects of the guarantor since the date of its last published audited financial statements:</b></p> <p>There has been no material adverse change in the prospects of Société Générale since 31 December 2017.</p> <p><b>Significant changes in the guarantor's financial or trading position subsequent to the period covered by the historical financial information:</b></p> <p>Not Applicable. There has been no significant change in the financial or trading position of Société Générale since 30 September 2018.</p> <p><b>B.19/B.13: Recent events particular to the guarantor which are to a material extent relevant to the evaluation of the guarantor's solvency</b></p> <p>Not Applicable. There have been no recent events particular to Société Générale which are to a material extent relevant to the evaluation of its solvency.</p> <p><b>B.19/B.14: Statement as to whether the guarantor is dependent upon other entities within the group</b></p> <p>See Element B.5 above for the Société Générale's position within the Group.</p> <p>Société Générale is the ultimate holding company of the Group. However, Société Générale operates its own business; it does not act as a simple holding company vis-à-vis its subsidiaries.</p> <p><b>B.19/B.15: Description of the guarantor's principal activities</b></p> <p>See Element B.19/B.5 above</p> <p><b>B.19/B.16: To the extent known to the guarantor, whether the guarantor is directly or indirectly owned or controlled and by whom, and description of the nature of such control</b></p> <p>Not Applicable. To its knowledge, Société Générale is not owned or controlled, directly or indirectly (under French law) by another entity.</p>
<b>Section C – Securities</b>		
<b>C.1</b>	<b>Type and class of the securities being offered and/or admitted to trading, including any security identification number</b>	<p>The certificates are derivative instruments (the <b>Certificates</b>).</p> <p>The ISIN Code is: XS1893757358</p> <p>The Common Code is: 189375735</p>
<b>C.2</b>	<b>Currency of the securities issue</b>	EUR
<b>C.5</b>	<b>Description of any restrictions on the free transferability of the securities</b>	<p>Not Applicable. There is no restriction on the free transferability of the Certificates, subject to selling and transfer restrictions which may apply in certain jurisdictions including restrictions applicable to the offer and sale to, or for the account or benefit of, Permitted Transferees.</p> <p>A Permitted Transferee means any person who (i) is not a U.S. person as defined pursuant to Regulation S; and (ii) is not a person who comes within any definition of U.S. person for the purposes of the CEA or any CFTC Rule, guidance or order</p>

		proposed or issued under the CEA.
C.8	<b>Rights attached to the securities, including ranking and limitations to those rights</b>	<p><b>Rights attached to the securities:</b></p> <p>Unless the Certificates are previously redeemed, the Certificates will entitle each holder of the Certificates (a <b>Certificateholder</b>) to receive a redemption amount which may be lower than, equal to or higher than the amount initially invested (see Element C.18).</p> <p>A Certificateholder will be entitled to claim the immediate and due payment of any sum in case:</p> <ul style="list-style-type: none"> <li>- the Issuer fails to pay or to perform its other obligations under the Certificates</li> <li>- the Guarantor fails to perform its obligations under the Guarantee or in the event that the guarantee of the Guarantor stops being valid; or</li> <li>- of insolvency or bankruptcy proceeding(s) affecting the Issuer.</li> </ul> <p>The Certificateholders' consent shall have to be obtained to amend the contractual terms of the Certificates pursuant to the provisions of an agency agreement, made available to a Certificateholder upon request to the Issuer.</p> <p><b>Waiver of Set-off rights</b></p> <p>The Certificateholders waive any right of set-off, compensation and retention in relation to the Certificates, to the extent permitted by law.</p> <p><b>Governing law</b></p> <p>The Certificates and any non-contractual obligations arising out of or in connection with the Certificates will be governed by, and shall be construed in accordance with English law.</p> <p>The Issuer accepts the competence of the courts of England in relation to any dispute against the Issuer but accepts that such Certificateholders may bring their action before any other competent court.</p> <p><b>Ranking:</b></p> <p>The Certificates will be direct, unconditional, unsecured and unsubordinated obligations of the Issuer and will rank at least pari passu with all other outstanding direct, unconditional, unsecured and unsubordinated obligations of the Issuer, present and future.</p> <p><b>Limitations to rights attached to the securities:</b></p> <ul style="list-style-type: none"> <li>- The Issuer may redeem the Certificates early on the basis of the market value of these Certificates for tax or regulatory reasons, force majeure event or in the case of occurrence of extraordinary events affecting the underlying instrument(s) or in the case of occurrence of additional disruption event(s).</li> <li>- The Issuer may adjust the financial terms in case of adjustment events affecting the underlying instrument(s), and, in the case of occurrence of extraordinary events affecting the underlying instrument(s) or in the case of occurrence of additional disruption event(s), the Issuer may substitute the underlying instrument(s) by new underlying instrument(s) or deduct from any due amount the increased cost of hedging, and in each case without the consent of the Certificateholders.</li> <li>- The Issuer may monetise all or part of the due amounts until the final exercise date of the Certificates in the case of occurrence of extraordinary events affecting the underlying or in the case of occurrence of additional disruption event(s).</li> <li>- the rights to payment of principal and interest will be prescribed within a period of ten years (in the case of principal) and five years (in the case of interest) from the date on which the payment of these amounts has become due for the first time and has remained unpaid.</li> <li>- In the case of a payment default by the Issuer, Certificateholders shall not institute any proceedings, judicial or otherwise, or otherwise assert a claim against the Issuer. Nevertheless, Certificateholders will continue to be able to claim against the</li> </ul>

		<p>Guarantor in respect of any unpaid amount.</p> <p><b>Taxation</b></p> <p>All payments in respect of Certificates, Receipts and Coupons or under the Guarantee shall be made free and clear of, and without withholding or deduction for or on account of, any present or future taxes, duties, assessments or governmental charges of whatever nature imposed, levied, collected, withheld or assessed by or on behalf of any Tax Jurisdiction unless such withholding or deduction is required by law.</p> <p>In the event that any amounts are required to be deducted or withheld for, or on behalf of, any Tax Jurisdiction, the relevant Issuer or, as the case may be, the Guarantor shall (except in certain circumstances), to the fullest extent permitted by law, pay such additional amount as may be necessary, in order that each Certificateholder, Receiptholder or Couponholder, after deduction or such withholding of such taxes, duties, assessments or governmental charges or deduction, will receive the full amount then due and payable.</p> <p>Notwithstanding the provisions above, in no event will the Issuer or, as the case may be, the Guarantor, be required to pay any additional amounts in respect of the Certificates, Receipts or Coupons for, or on account of, any withholding or deduction (i) required pursuant to an agreement described in Section 1471(b) of the U.S. Internal Revenue Code of 1986 (the "Code") or otherwise imposed pursuant to Sections 1471 through 1474 of the Code, any regulations or agreements thereunder, or any official interpretations thereof, or any law implementing an intergovernmental approach thereto or (ii) imposed pursuant to Section 871(m) of the Code.</p> <p>Where</p> <p>Tax Jurisdiction means Luxembourg or any political subdivision or any authority thereof or therein having power to tax.</p>
<b>C.11</b>	<b>Whether the securities offered are or will be the object of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with indication of the markets in question</b>	<p>Application will be made for the Certificates to be admitted to trading on EuroTLX, a Multilateral Trading Facility organized and managed by EuroTLX Sim S.p.A.</p>
<b>C.15</b>	<b>How the value of the investment is affected by the value of the underlying instrument(s)</b>	<p>The value of the Certificates, the payment of a coupon amount on a relevant interest payment date to a Certificateholder, the payment of an automatic early redemption amount on a relevant automatic early redemption date, and the payment of a redemption amount to a Certificateholder on the final exercise date will depend on the performance of the underlying asset(s), on the relevant valuation date(s).</p> <p>The value of the Certificates is linked to the positive or negative performance of one or several underlying instrument(s) within the basket. The amount(s) to be paid is/are determined on the basis of the condition which is satisfied (or not) if the performance of one or several underlying instrument(s) within the basket is higher than or equal to a predefined barrier performance.</p>
<b>C.16</b>	<b>The final exercise date and the final reference date</b>	<p>The final exercise date of the Certificates will be 07/02/2023 (the <b>Final Exercise Date</b>), and the final reference date will be the last valuation date.</p> <p>The Final Exercise Date may be modified pursuant to the provisions of Element C.8 above and Element C.18 below.</p>
<b>C.17</b>	<b>Settlement procedure of the</b>	Cash delivery

	<b>derivative securities</b>	
<b>C.18</b>	<b>How the return on derivative securities takes place</b>	<p>The issue date of the Certificates is 08/02/2019 (the <b>Issue Date</b>) and each Certificate will have a specified denomination of EUR 1 000 (the <b>Specified Denomination</b>).</p> <p><b>Structured Interest Amount(s):</b> Unless previously redeemed, on each Interest Payment Date(i) (i from 1 to 16), the Issuer shall pay to the Certificateholders, for each Certificate, an amount determined by the Calculation Agent as follows:</p> <p><b>Scenario 1:</b></p> <p>If on Valuation Date(i), WorstPerformance(i) is higher than or equal to -20.0%, then:</p> <p>Structured Interest Amount(i) = Max(0; Specified Denomination x (i x 2.35%) - SumCouponsPaid(i-1))</p> <p><b>Scenario 2:</b></p> <p>If on Valuation Date(i), WorstPerformance(i) is lower than -20.0%, then:</p> <p>Structured Interest Amount(i) = 0 (zero)</p> <p><b>Specified Period(s)/Interest Payment Date(s):</b> Interest Payment Date(i) (i from 1 to 15): 5 Business Days after Valuation Date(i); Interest Payment Date(16): the Final Exercise Date</p> <p><b>Automatic Early Redemption Amount(s):</b> Unless previously redeemed, if an Automatic Early Redemption Event has occurred, then the Issuer shall redeem early the Certificates on Automatic Early Redemption Date(i) (i from 1 to 15) in accordance with the following provisions in respect of each Certificate:</p> <p>Automatic Early Redemption Amount(i) = Specified Denomination x (100%)</p> <p><b>Automatic Early Redemption Date(s):</b> Automatic Early Redemption Date(i) (i from 1 to 15): 5 Business Days after the Valuation Date(i) on which an Automatic Early Redemption Event is deemed to have occurred.</p> <p><b>Automatic Early Redemption Event:</b> is deemed to have occurred, as determined by the Calculation Agent, if on a Valuation Date(i) (i from 1 to 15), WorstPerformance(i) is higher than or equal to 0%</p> <p><b>Final Exercise Amount:</b> Unless previously redeemed, the Issuer shall redeem the Certificates on the Final Exercise Date, in accordance with the following provisions in respect of each Certificate:</p> <p><b>Scenario 1:</b></p> <p>If on Valuation Date(16), WorstPerformance(16) is</p>

		<p>higher than or equal to -30.0%, then:</p> <p>Final Exercise Amount = Specified Denomination x [100% ]</p> <p><b>Scenario 2:</b></p> <p>If on Valuation Date(16), WorstPerformance(16) is lower than -30.0%, then:</p> <p>Final Exercise Amount = Specified Denomination x (100% + WorstPerformance(16))</p> <p><b>Definitions relating to date(s):</b> Applicable</p> <p><b>Valuation Date(0):</b> 31/01/2019 (DD/MM/YYYY)</p> <p><b>Valuation Date(i); (i from 1 to 16)</b> 30/04/2019; 31/07/2019; 31/10/2019; 31/01/2020; 30/04/2020; 31/07/2020; 02/11/2020; 01/02/2021; 30/04/2021; 02/08/2021; 01/11/2021; 31/01/2022; 02/05/2022; 01/08/2022; 31/10/2022; 31/01/2023 (DD/MM/YYYY)</p> <p><b>Definitions relating to the Product:</b> Applicable, subject to the provisions of Condition 4 of the Additional Terms and Conditions relating to Formulae</p> <p><b>SumCouponsPaid(i-1)</b> means SumCouponsPaid(i-2) + Structured Interest Amount(i-1) (i from 2 to 16)</p> <p>With: SumCouponsPaid(0) = 0 (zero)</p> <p><b>WorstPerformance(i)</b> means the Minimum, for k from 1 to 3, of Performance(i,k) (i from 1 to 16)</p> <p><b>Performance(i,k)</b> means (S(i,k) / S(0,k)) - 100% (i from 1 to 16) (k from 1 to 3)</p> <p><b>S(i,k)</b> means in respect of any Valuation Date(i) the Closing Price of the Underlying(k) (i from 0 to 16) (k from 1 to 3)</p>												
<b>C.19</b>	<b>The final reference price of the underlying</b>	<p>See Element C.18 above.</p> <p>Final reference price: the value of the underlying instrument(s) on the relevant valuation date(s) for the redemption, subject to the occurrence of certain extraordinary events and adjustments affecting such underlying instrument(s).</p>												
<b>C.20</b>	<b>Type of the underlying and where the information on the underlying can be found</b>	<p>The type of underlying is: index.</p> <p>Information about the underlying is available on the following website(s) or screen page(s).</p> <table border="1" data-bbox="475 2011 1394 2042"> <thead> <tr> <th>k</th> <th>Index</th> <th>Bloomberg</th> <th>Index</th> <th>Exchange</th> <th>Website</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>	k	Index	Bloomberg	Index	Exchange	Website						
k	Index	Bloomberg	Index	Exchange	Website									

	Name	Ticker	Sponsor	
1	FTSE/MIB INDEX	FTSEMIB	Financial Times and London Stock Exchange	BORSA ITALIANA S.P.A.  www.ft.com
2	NIKKEI 225 STOCK AVERAGE INDEX	NKY	Nikkei Digital Media, Inc. and Nikkei, Inc	Tokyo Stock Exchange  <a href="http://indexes.nikkei.co.jp/en/nkave">http://indexes.nikkei.co.jp/en/nkave</a>
3	S&P 500 INDEX	SPX	S&P DJI Netherlands B.V.	NEW YORK STOCK EXCHANGE, INC.  www.spdji.com

**Section D – Risks**

<b>D.2</b>	<b>Key information on the key risks that are specific to the issuer and the guarantor</b>	<p>An investment in the Certificates involves certain risks which should be assessed prior to any investment decision.</p> <p>In particular, the Group is exposed to the risks inherent in its core businesses, including:</p> <ul style="list-style-type: none"> <li>• <u>global economical risks:</u></li> </ul> <p>The global economy and financial markets continue to display high levels of uncertainty, which may materially and adversely affect the Group's business, financial situation and results of operations.</p> <p>The Group's results may be affected by regional market exposures.</p> <p>The Group operates in highly competitive industries, including in its home market.</p> <ul style="list-style-type: none"> <li>• <u>credit risks:</u></li> </ul> <p>The Group is exposed to counterparty risk and concentration risk.</p> <p>The Group's hedging strategies may not prevent all risk of losses.</p> <p>The Group's results of operations and financial situation could be adversely affected by a significant increase in new provisions or by inadequate provisioning for loan losses.</p> <ul style="list-style-type: none"> <li>• <u>market risks:</u></li> </ul> <p>The protracted decline of financial markets or reduced liquidity in such markets may make it harder to sell assets or manoeuvre trade positions and could lead to material losses.</p> <p>The volatility of the financial markets may cause the Group to suffer significant losses on its trading and investment activities.</p> <p>The financial soundness and conduct of other financial institutions and market participants could adversely affect the Group.</p> <p>The Group may generate lower revenues from brokerage and other commission and fee-based businesses during market downturns.</p> <ul style="list-style-type: none"> <li>• <u>operational risks:</u></li> </ul> <p>The Group's risk management system may not be effective and may expose the Group to unidentified or unanticipated risks, which could lead to significant losses.</p> <p>Operational failure, termination or capacity constraints affecting institutions the Group does business with, or failure or breach of the Group's</p>
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		<p>information technology systems, could result in losses.</p> <p>To prepare its consolidated financial statements in accordance with IFRS as adopted by the European Union, the Group relies on assumptions and estimates which, if incorrect, could have a significant impact on its financial statements.</p> <p>The Group's ability to attract and retain qualified employees, as well as significant changes in the regulatory framework related to employees and compensation, may materially adversely affect its performance.</p> <p>If the Group makes an acquisition, it may be unable to manage the integration process in a cost-effective manner or achieve the expected benefits.</p> <p>The Group may incur losses as a result of unforeseen or catastrophic events, including terrorist attacks or natural disasters.</p> <ul style="list-style-type: none"> <li>• <u>structural interest rate and exchange rate risks:</u></li> </ul> <p>Changes in interest rates may adversely affect the Group's banking and asset management businesses.</p> <p>Fluctuations in exchange rates could adversely affect the Group's results of operations.</p> <ul style="list-style-type: none"> <li>• <u>liquidity risk:</u></li> </ul> <p>The Group depends on access to financing and other sources of liquidity, which may be restricted for reasons beyond its control.</p> <ul style="list-style-type: none"> <li>• <u>non-compliance and reputational risks, litigation:</u></li> </ul> <p>Reputational damage could harm the Group's competitive position.</p> <p>The Group is exposed to legal risks that could negatively affect its financial situation or results of operations.</p> <p>The Group is subject to an extensive supervisory and regulatory framework in each of the countries in which it operates and changes in this regulatory framework could have a significant effect on the Group's businesses and costs, as well as on the financial and economic environment in which it operates.</p> <p>A number of exceptional measures taken by governments, central banks and regulators could be amended or terminated</p> <ul style="list-style-type: none"> <li>• <u>other risks:</u></li> </ul> <p>Risks related to the implementation of the Group's strategic plan.</p> <p>The creditworthiness and credit ratings of the Issuer may affect the market value of the Certificates.</p> <p>The United Kingdom's impending departure from the European Union could adversely affect the Group.</p> <p>Since the Issuer is part of the Group, these risk factors are applicable to the Issuer.</p>
D.6	<b>Key information on the key risks that are specific to the securities and risk warning to the effect that investors may lose the value of their entire investment or part of it</b>	<p>The Certificates may provide for an automatic early redemption linked to a specific event. Therefore, this may prevent the Certificateholders from</p>

benefitting from the performance of the underlying instrument(s) over the whole period initially envisaged.

The terms and conditions of the Certificates may include provisions under which upon the occurrence of certain market disruptions delays in the settlement of the Certificates may be incurred or certain modifications be made. Moreover, in case of occurrence of events affecting the underlying instrument(s), the terms and conditions of the Certificates allow the Issuer to substitute the underlying instrument(s) by new underlying instrument(s), cease the exposure to the underlying asset(s) and apply a reference rate to the proceeds so obtained until the final exercise date of the Certificates, postpone the final exercise date of the Certificates, early redeem the Certificates on the basis of the market value of these Certificates or deduct from any due amount the increased cost of hedging, and in each case without the prior consent of the Certificateholders.

Payments (whether in respect of principal and/or interest and whether at final exercise or otherwise) on the Certificates are calculated by reference to certain underlying(s), the return of the Certificates is based on changes in the value of the underlying(s), which may fluctuate. Prospective investors should be aware that these Certificates may be volatile and that they may receive no interest and may lose all or a substantial portion of their principal.

The Guarantee constitutes a general and unsecured contractual obligation of the Guarantor and no other person. Any payments on the Certificates are also dependent on the creditworthiness of the Guarantor.

Prospective investors in Certificates benefiting from the Guarantee should note that in case of payment default of an Issuer the entitlement of the Certificateholder will be limited to the sums obtained by making a claim under the Guarantee, and the relevant provisions of the Guarantee and they shall have no right to institute any proceeding, judicial or otherwise, or otherwise assert a claim against the Issuer.

The Guarantee is a payment guarantee only and not a guarantee of the performance by the relevant Issuer or any of its other obligations under the Certificates benefiting from the Guarantee.

Société Générale will act as issuer under the Programme, as the Guarantor of the Certificates issued by the Issuer and also as provider of hedging instruments to the Issuer. As a result, investors will be exposed not only to the credit risk of the Guarantor but also operational risks arising from the lack of independence of the Guarantor, in assuming its duties and obligations as the Guarantor and provider of the hedging instruments.

The potential conflicts of interests and operational risks arising from such lack of independence are in part intended to be mitigated by the fact that different divisions within the Guarantor will be responsible for implementing the Guarantee and providing the hedging instruments and that each division is run as a separate operational unit, segregated by Chinese walls (information barriers) and run by different management teams.

The Issuer and the Guarantor and any of their subsidiaries and/or their affiliates, in connection with their other business activities, may possess or acquire material information about the underlying assets. Such activities and information may cause consequences adverse to Certificateholders.

The Issuer and the Guarantor and any of their subsidiaries and/or their affiliates may act in other capacities with regard to the Certificates, such as market maker, calculation agent or agent. Therefore, a potential conflict of interests may arise. In connection with the offering of the Certificates, the Issuer and the Guarantor and/or their affiliates may enter into one or more hedging transaction(s) with respect to a reference asset(s) or related derivatives, which may affect the market price, liquidity or value of the Certificates.

The regulation and reform of "benchmarks" may adversely affect the value of Certificates linked to or referencing such "benchmarks".

		<p>During the lifetime of the Certificates, the market value of these Certificates may be lower than the invested capital. Furthermore, an insolvency of the Issuer and/or the Guarantor may cause a total loss of the invested capital.</p> <p><b>The attention of the investors is drawn to the fact that they could sustain an entire or a partial loss of their investment.</b></p>
<b>Section E – Offer</b>		
<b>E.2.b</b>	<b>Reasons for the offer and use of proceeds</b>	The net proceeds from each issue of Certificates will be applied for the general financing purposes of the Société Générale Group, which include making a profit.
<b>E.3</b>	<b>Description of the terms and conditions of the offer</b>	<p>Public Offer Jurisdiction(s): Italy</p> <p>Offer Period: from 29/01/2019 to 31/01/2019, save in case of early termination.</p> <p>The Offer Period for the Certificates placed in Italy through “door-to-door selling” (pursuant to Article 30 of the Legislative Decree n. 58 dated 24.02.1998, as amended, the “Italian Financial Service Act”) shall be from and including 29/01/2019 to and including 31/01/2019, save in case of early termination.</p> <p>Pursuant to Article 30, paragraph 6, of the Italian Financial Act, the validity and enforceability of the subscriptions through “door-to-door selling” are suspended for a period of seven days from the date of the subscription. During such period, investors have the right to withdraw from the subscription without any charge or commissions, by means of communication to the distributor.</p> <p>Offer Price: The Certificates will be offered at the Issue Price of which up to a maximum of 1.00% is represented by distribution fee payable upfront by the Issuer to the Distributor.</p> <p>Conditions to which the offer is subject: Offers of the Certificates are conditional on their issue and, on any additional conditions set out in the standard terms of business of the financial intermediaries, notified to investors by such relevant financial intermediaries.</p> <p>The Issuer reserves the right to close the Offer Period prior to its stated expiry for any reason. The Issuer reserves the right to withdraw the offer and cancel the issuance of the Certificates for any reason at any time on or prior to the Issue Date. For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such right, no potential investor shall be entitled to subscribe or otherwise acquire the Certificates.</p> <p>The validity of the offer is subject to the condition that the decision of admission to trading on EuroTLX is released by EuroTLX Sim S.p.A. by not later than on the day immediately preceding the Issue Date; otherwise, the offer will be deemed withdrawn and the issuance cancelled. The Issuer undertakes to file the relevant application with EuroTLX Sim S.p.A. in due time to allow EuroTLX Sim S.p.A. to release a decision, according to its rules, within the day immediately preceding the Issue Date.</p> <p>In each case, a notice to the investors on the early termination or the withdrawal, as applicable, will be published on the website of the Issuer (<a href="http://prospectus.socgen.com">http://prospectus.socgen.com</a>).</p> <p><b>Issue Price:</b> EUR 1 000 per Certificate of EUR 1 000 Specified Denomination</p>
<b>E.4</b>	<b>Description of any interest that is material to the issue/offer including conflicting interests</b>	Save for any fees payable to the dealer, so far as the Issuer is aware, no person involved in the issue of the Certificates has an interest material to the offer.

		<p>The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.</p> <p>Société Générale will ensure the roles of provider of hedging instruments to the Issuer of the Certificates and Calculation Agent of the Certificates.</p> <p>The possibility of conflicts of interest between the different roles of Société Générale on one hand, and between those of Société Générale in these roles and those of the Certificateholders on the other hand cannot be excluded.</p> <p>Furthermore, given the banking activities of Société Générale, conflicts may arise between the interests of Société Générale acting in these capacities (including business relationship with the issuers of the financial instruments being underlyings of the Certificates or possession of non public information in relation with them) and those of the Certificateholders. Finally, the activities of Société Générale on the underlying financial instrument(s), on its proprietary account or on behalf of its customers, or the establishment of hedging transactions, may also have an impact on the price of these instruments and their liquidity, and thus may be in conflict with the interests of the Certificateholders.</p>
<b>E.7</b>	<b>Estimated expenses charged to the investor by the Issuer or the offeror</b>	Not Applicable. No expenses are charged to the investor by the Issuer or the offeror.

**NOTA DI SINTESI SPECIFICA PER L'EMISSIONE**

Le Note di Sintesi sono composte da requisiti informativi noti come **Elementi**, la cui comunicazione è prevista dall'Allegato XXII del Regolamento (CE) della Commissione n. 809/2004, come successivamente modificato. Tali elementi sono riportati in successione numerata nelle Sezioni A – E (A.1 – E.7).

La presente nota di sintesi contiene tutti gli Elementi che devono essere riportati in una nota di sintesi relativa a questa tipologia di valori mobiliari e di Emittente. Dato che l'inserimento di alcuni Elementi non è obbligatorio, potrebbero verificarsi dei salti nella sequenza numerica degli Elementi.

Anche nel caso in cui un Elemento debba essere inserito nella nota di sintesi in virtù della tipologia di valore mobiliare e di Emittente, è possibile che nessuna informazione rilevante possa essere fornita in relazione a tale Elemento. In tal caso, la nota di sintesi conterrà una breve descrizione dell'Elemento assieme alla dicitura "Non Applicabile".

<b>Sezione A - Introduzione e avvertenze</b>		
<b>A.1</b>	<b>Avvertenza</b>	<p>La presente nota di sintesi deve essere letta come introduzione al Prospetto di Base.</p> <p>Qualsivoglia decisione da parte dell'investitore in merito all'investimento nei Certificati deve basarsi su una valutazione del Prospetto di Base nel suo complesso.</p> <p>Qualora sia proposto un ricorso dinanzi all'autorità giudiziaria in merito alle informazioni contenute nel Prospetto di Base e nelle Condizioni Definitive applicabili, il ricorrente potrebbe essere tenuto a sostenere i costi della traduzione del Prospetto di Base prima dell'avvio del procedimento, ai sensi della legislazione nazionale degli Stati Membri.</p> <p>Nessun soggetto che ha provveduto alla predisposizione della presente nota di sintesi, compresa l'eventuale traduzione, potrà essere ritenuto responsabile civilmente, salvo che questa risulti fuorviante, imprecisa o incoerente se letta congiuntamente alle altre parti del Prospetto di Base, o non offra, se letta congiuntamente alle altre parti del presente Prospetto di Base, informazioni essenziali volte ad agevolare la decisione dell'investitore di investire nei Certificati.</p>
<b>A.2</b>	<b>Consenso all'utilizzo del Prospetto di Base</b>	<p>L'Emittente acconsente all'utilizzo del presente Prospetto di Base in relazione alla rivendita o al collocamento dei Certificati nel caso in cui sia richiesta la pubblicazione di un prospetto ai sensi delle Direttiva Prospetti (una <b>Offerta Non Esente</b>) subordinatamente alle seguenti condizioni:</p> <ul style="list-style-type: none"> <li>- il consenso è valido solamente durante il periodo di offerta dal 29/01/2019 al 31/01/2019 e, in relazione ai Certificati collocati in Italia attraverso "offerta fuori sede", dal 29/01/2019 al 31/01/2019 (il <b>Periodo d'Offerta</b>);</li> <li>- il consenso fornito dall'Emittente all'utilizzo del Prospetto di Base ai fini dell'effettuazione dell'Offerta Non Esente è un consenso individuale (un <b>Consenso Individuale</b>) relativo a Deutsche Bank SpA, Piazza del Calendario, 3, 20126 Milano (l'<b>Offerente Autorizzato Iniziale</b> e il <b>Collocatore</b>) e, qualora l'Emittente nomini uno o più intermediari finanziari aggiuntivi successivamente al 25/01/2019 pubblicando i loro dati sul suo sito web all'indirizzo <a href="http://prospectus.socgen.com">http://prospectus.socgen.com</a>, a ciascun intermediario finanziario i cui dati siano stati pubblicati (ciascuno un <b>Offerente Autorizzato Aggiuntivo</b>);</li> <li>- il consenso si applica esclusivamente all'utilizzo del presente Prospetto di Base ai fini delle Offerte Non Esenti di Certificati in Italia.</li> </ul> <p><b>Le informazioni relative alle condizioni dell'Offerta Non Esente</b></p>

		saranno fornite agli investitori da qualunque Offerente Autorizzato Iniziale nella giurisdizione in cui sarà effettuata l'offerta.				
<b>Sezione B – Emittente e Garante</b>						
<b>B. 1</b>	<b>Ragione sociale e denominazione commerciale e dell'emittente</b>	SG Issuer (o l' <b>Emittente</b> )				
<b>B.2</b>	<b>Sede legale, forma giuridica, legislazione e paese di costituzione</b>	Sede legale: 16, Boulevard Royal, L-2449, Lussemburgo. Forma giuridica: Società a responsabilità limitata pubblica ( <i>société anonyme</i> ). Legislazione di riferimento dell'Emittente: diritto lussemburghese. Paese di costituzione: Lussemburgo.				
<b>B.4b</b>	<b>Tendenze note suscettibili di influire sull'emittente e sui settori in cui opera</b>	Nel corso del 2019, l'Emittente prevede di proseguire la propria attività in conformità al proprio oggetto sociale.				
<b>B.5</b>	<b>Descrizione del gruppo e della posizione dell'emittente all'interno del gruppo</b>	Il Gruppo Société Générale (il <b>Gruppo</b> ) offre una vasta gamma di servizi di consulenza e soluzioni finanziarie su misura destinate a clienti privati, grandi aziende e investitori istituzionali. Il Gruppo si basa su tre attività core complementari: <ul style="list-style-type: none"> <li>• Retail Banking in Francia;</li> <li>• International Retail Banking, Financial Services and Insurance; e</li> <li>• Corporate and Investment Banking, Private Banking, Asset and Wealth Management e Securities Services.</li> </ul> L'Emittente è una controllata del Gruppo e non ha alcuna società controllata.				
<b>B.9</b>	<b>Previsioni o stime relative agli utili dell'emittente</b>	Non Applicabile. L'Emittente non fornisce alcuna previsione o stima in relazione agli utili.				
<b>B.10</b>	<b>Natura di eventuali riserve espresse nella relazione della società di revisione in merito ai dati storico-finanziari</b>	Non Applicabile. Le relazioni della società di revisione non contengono alcuna riserva.				
<b>B.12</b>	<b>Principali dati storico-finanziari selezionati relativi all'emittente</b>	(in migliaia di EUR)	Metà anno 30.06.2018 (non sottoposto a revisione)	Anno terminato o 31.12.2017 (sottoposto a revisione)	Metà anno 30.06.2017 (non sottoposto a revisione)	Anno terminato 31.12.2016 (sottoposto a revisione)

			sto a revisione)		
	<b>Reddito Complesivo</b>	29.760	92.353	54.641	90.991
	<b>Utile ante imposte</b>	148	105	21	525
	<b>Reddito di esercizio</b>	126	78	17	373
	<b>Totale attivo</b>	49.149.860	48.026.909	52.864.508	53.309.975
	<b>Dichiarazione relativa all'assenza di cambiamenti sostanzialmente pregiudizievoli delle prospettive dell'emittente dalla data di pubblicazione dell'ultimo bilancio certificato</b>	Non si sono verificati cambiamenti sostanzialmente pregiudizievoli delle prospettive dell'Emittente dalla data del 31 dicembre 2017.			
	<b>Cambiamenti significativi relativi alla situazione finanziaria o commerciale dell'Emittente successivi al periodo cui si riferiscono i dati storico-finanziari</b>	Non applicabile. Non si è verificato alcun cambiamento rilevante nella posizione finanziaria o di negoziazione dell'Emittente successivamente al 30 giugno 2018.			
<b>B.13</b>	<b>Eventi recenti relativi all'emittente che rilevano, in misura sostanziale, ai fini della valutazione della solvibilità dell'Emittente</b>	Non Applicabile. Non si sono verificati eventi recenti relativi all'Emittente che rilevano, in misura sostanziale, ai fini della valutazione della solvibilità dell'Emittente.			

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<b>B.14</b>	<b>Dichiarazione in ordine alla dipendenza dell'emittente da altre entità del gruppo</b>	<p>Per le informazioni sulla posizione dell'Emittente all'interno del Gruppo si rimanda all'Elemento B.5 che precede.</p> <p>All'interno del Gruppo, SG Issuer fa capo a Société Générale Bank &amp; Trust.</p>
<b>B.15</b>	<b>Descrizioni delle attività principali dell'emittente</b>	<p>Le attività principali di SG Issuer sono rappresentate dalla raccolta di fondi tramite l'emissione di warrant e titoli di debito destinati al collocamento presso clienti istituzionali o retail tramite collocatori associati a Société Générale. I fondi derivanti all'emissione di tali titoli di debito vengono quindi concessi in prestito a Société Générale ed altri membri del Gruppo.</p>
<b>B.16</b>	<b>Per quanto a conoscenza dell'emittente, soggetto da cui l'emittente è controllato o partecipato, direttamente e o indirettamente, e descrizione della natura di tale controllo</b>	<p>SG Issuer è una società controllata al 100 % da Société Générale Bank &amp; Trust S.A., che è a sua volta un'entità interamente controllata da Société Générale e interamente consolidata.</p>
<b>B.18</b>	<b>Natura e ambito della garanzia</b>	<p>I Certificati sono garantiti incondizionatamente e irrevocabilmente da Société Générale (il <b>Garante</b>) ai sensi della garanzia rilasciata in data 20 giugno 2018 (la <b>Garanzia</b>).</p> <p>La Garanzia costituisce un'obbligazione diretta, incondizionata, non garantita e non subordinata del Garante, con il rango di obbligazione <i>senior preferred</i> di cui all'articolo L. 613-30-3-I-3° del Codice e sarà almeno <i>pari passu</i> rispetto a tutte le altre obbligazioni, esistenti e future, dirette, incondizionate, non garantite e <i>senior preferred</i> del Garante, ivi comprese quelle relative ai depositi.</p> <p>Qualsiasi riferimento a somme o importi pagabili dall'Emittente, garantiti dal Garante ai sensi della Garanzia, dovrà essere rivolto a somme e/o importi direttamente ridotti, e/o in caso di conversione in equity, ridotte dell'importo di tale conversione, e/o altrimenti modificati di volta in volta in seguito all'applicazione del potere di bail-in di qualsivoglia autorità pertinente ai sensi della direttiva 2014/59/UE del Parlamento Europeo e del Consiglio dell'Unione Europea.</p>
<b>B.19</b>	<b>Informazioni relative al garante come se questi fosse l'emittente del medesimo tipo di titoli oggetto della garanzia</b>	<p>Le informazioni in merito a Société Générale come se questa fosse l'Emittente del medesimo tipo di Certificati oggetto della Garanzia sono di seguito riportate in conformità a quanto previsto rispettivamente agli Elementi B.19 / B.1, B.19 / B.2, B.19 / B.4b, B.19 / B.5, B.19 / B.9, B.19 / B.10, B.19 / B.12, B.19 / B.13, B.19 / B.14, B.19 / B.15, B.19 / B.16:</p> <p><b>B.19/B.1: Ragione sociale e denominazione commerciale del garante</b></p>



Société Générale

**B.19/B.2: Sede legale, forma giuridica, legislazione e paese di costituzione**

Sede legale: 29, boulevard Haussmann, 75009 Parigi, Francia.

Forma giuridica: Società per azioni a responsabilità limitata pubblica (société anonyme).

Legislazione di riferimento dell'Emittente: diritto francese.

Paese di costituzione: Francia.

**B.19/B.4b: Tendenze note suscettibili di influire sul garante e sui settori in cui opera**

Société Générale continua ad essere soggetta ai consueti rischi ed ai rischi inerenti alla propria attività illustrati al Capitolo 4 del Documento di Registrazione depositato l'8 marzo 2018 e, nella sua versione aggiornata, depositato il 7 maggio 2018.

In un contesto di stabile crescita mondiale, diversi rischi continuano a pesare sulle prospettive dell'economia globale: rischi di nuove tensioni finanziarie in Europa, rischi di nuove turbolenze (finanziarie, sociali e politiche) nelle economie emergenti, incertezze afferenti a misure di politica monetaria non convenzionali attuate nelle principali economie sviluppate, l'incremento dei rischi legati al terrorismo nonché alle tensioni geopolitiche o protezionistiche.

In particolare, il Gruppo potrebbe essere interessato da:

- rinnovate tensioni finanziarie nell'Eurozona risultanti da un ritorno dei dubbi sull'integrità dell'unione monetaria, ad esempio nel periodo che precede le elezioni in un contesto di ascesa delle forze politiche euroscettiche;

- paure riguardanti il possibile irrigidimento delle barriere commerciali internazionali, in particolare nelle economie maggiormente sviluppate (Stati Uniti d'America o, nel contesto della Brexit, il Regno Unito ad esempio);

- un'improvvisa crescita dei tassi di interesse e della volatilità dei mercati (obbligazioni, azioni e materie prime), che potrebbero essere innescate da paure inflazionistiche, tensioni commerciali o scarsa comunicazione tra le principali banche centrali in caso di modifiche delle proprie politiche monetarie;

- un drastico rallentamento dell'attività economica in Cina, innescato dalla fuoriuscita di capitali dal paese, da pressioni al deprezzamento sulla valuta Cinese e, per contagio, sulle valute degli altri mercati emergenti, nonché da un calo del prezzo delle materie prime;

- un peggioramento delle tensioni geopolitiche nel Medio Oriente, nel Mar Cinese Meridionale, nella Corea del Nord o in Ucraina. Ulteriori tensioni tra i paesi dell'occidente e la Russia potrebbero portare ad un incremento delle sanzioni nei confronti di quest'ultima;

- tensioni socio-politiche in alcuni paesi che dipendono dai proventi del petrolio e del gas e che hanno la necessità di adeguarsi all'inversione dei prezzi delle materie prime.

Da un punto di vista normativo, la prima metà del 2018 è stato segnato, in particolare, dal processo legislativo europeo avente ad oggetto i testi CRR2/CRD5, e pertanto dalla revisione della direttiva sull'adeguatezza patrimoniale e della normativa CRR. Si prevede che ciò continuerà durante la seconda metà includendo le tematiche MREL (Minimum Required Eligible Liabilities) e TLAC (Total Loss Absorbing Capacity). Tuttavia, non è stata ancora inserita nell'agenda politica delle istituzioni legislative europee la trasposizione nella normativa europea dell'accordo finalizzante le riforme di Basilea III: uno studio di impatto sarà avviato dall'EBA e servirà a disegnare la futura normativa CRR3. Altri temi attuali riguardano in particolare la revisione della riserva di capitale sistemica per le banche di rilevanza sistemica, le previsioni della BCE in termini di accantonamento delle riserve di crediti in sofferenza e la revisione del regime per le imprese di investimento in Europa.

**B.19/B.5: Descrizione del gruppo e della posizione del garante all'interno del gruppo**

Il Gruppo offre una vasta gamma di servizi di consulenza e soluzioni finanziarie su misura

destinate a clienti privati, grandi aziende e investitori istituzionali. Il Gruppo si basa su tre attività core complementari:

- attività di *Retail Banking* in Francia;
- International Retail Banking, Financial Services and Insurance; e
- Corporate and Investment Banking, Private Banking, Asset and Wealth Management e Securities Services.

Société Générale è la capogruppo del Gruppo Société Générale.

**B.19/B.9: Previsioni o stime relative agli utili del garante**

Non Applicabile. Il Garante non fornisce alcuna previsione o stima in relazione agli utili.

**B.19/B.10: Natura di eventuali riserve espresse nella relazione della società di revisione in merito ai dati storico-finanziari**

Non Applicabile. La relazione della società di revisione non contiene alcuna riserva.

**B.19/B.12: Principali dati storico-finanziari selezionati relativi al garante**

	<b>Nove mesi 30.09.2018 (non sottoposto a revisione)</b>	<b>Anno 31.12.2017 (sottoposto a revisione)</b>	<b>Nove mesi 30.09.2017 (non sottoposto a revisione)</b>	<b>Anno 31.12.2016 (sottopost o a revisione)</b>
<b>Risultati</b> ( <i>in milioni di EUR</i> )				
Risultato netto delle attività bancarie	19.278	23.954	17.631	25.298
Reddito Operativo	5.163	4.767	3.937	6.390
Risultato netto del gruppo sottostante (1)	3.721	4.491	3.616	4.145
Risultato netto gruppo riportato	3.240	2.806	2.737	3.874
<i>Retail Banking in Francia</i>	955	1.010	1.021	1.486
<i>International Retail Banking &amp; Financial Services</i>	1.502	1.975	1.489	1.631

<i>Global Banking and Investor Solutions</i>	1.018	1.566	1.219	1.803
<i>Corporate Centre</i>	(235)	(1.745)	(992)	(1.046)
<i>Attività principali</i>	3.475	4.551	3.729	4.920
Costo netto del rischio	(642)	(1.349)	(880)	(2.091)
ROTE sottostante ** (1)	11,0%	9,6%	10,4%	9,3%
Tier 1 Ratio **	13,7%	13,8%	14,3%	14,5%
<b>Attivo</b> (in miliardi di EUR)				
Totale attivo e passivo	1.303,9	1.275,1	1.338,7	1.354,4
Finanziamenti a costi ammortizzati per i clienti	433,9	425,2	412,2	426,5
Depositi clienti	411,4*	410,6	396,7	421,0
<b>Patrimonio Netto</b> (in miliardi di EUR)				
Patrimonio netto, Quota di gruppo	60,6	59,4	60,3	62,0
Partecipazioni di minoranza	4,6	4,7	4,5	3,7
<b>Rendiconto finanziario</b> (in miliardi di EUR)				
Flussi netti in entrata	N/A	18.023	N/A	18.442

(uscita) delle disponibilità liquide e mezzi equivalenti				
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\* Il 5 novembre 2018, il Gruppo ha firmato un accordo per la cessione di Euro Bank. I contributi di questa entità al bilancio del Gruppo includono principalmente 2.797 milioni di finanziamenti, 938 milioni di euro dovuti alle banche e 1.675 milioni di depositi dei clienti. Nessuna perdita non realizzata deve essere accantonata nel conto economico al 30 settembre 2018.

\*\* Tali rapporti finanziari non sono sottoposti né a revisione né a revisione limitata.

(1) Rettificato per elementi non economici (in Q3 17 e 9M 17) e per elementi eccezionali, e linearizzazione di IFRIC 21.

A partire dal 1/1/2018, l'impatto dell'attuazione dell'IFRS 9 ammonta a -14 punti base sul Common Equity Tier 1 a pieno carico e a -945 M EUR sul Patrimonio netto, Quota di gruppo.

**Dichiarazione relativa all'assenza di cambiamenti sostanzialmente pregiudizievoli delle prospettive del garante dalla data di pubblicazione dell'ultimo bilancio certificato**

Non si sono verificati cambiamenti sostanzialmente pregiudizievoli nelle prospettive di Société Générale successivamente alla data del 31 dicembre 2017.

**Cambiamenti significativi relativi alla situazione finanziaria o commerciale del garante successivi al periodo cui si riferiscono i dati storico-finanziari**

Non Applicabile. Non si è verificato alcun cambiamento rilevante nella posizione finanziaria o commerciale di Société Générale successivamente alla data del 30 settembre 2018.

**B.19/B.13: Eventi recenti relativi al garante che rilevano, in misura sostanziale, ai fini della valutazione della solvibilità del garante**

Non Applicabile. Non si sono verificati eventi recenti relativi a Société Générale che rilevano, in misura sostanziale, ai fini della valutazione della sua solvibilità.

**B.19/B.14: Dichiarazione in ordine alla eventuale dipendenza del garante da altre entità del gruppo**

Per le informazioni sulla posizione di Société Générale all'interno del Gruppo si rimanda all'Elemento B.5 che precede.

Société Générale è la holding finale del Gruppo. Tuttavia, Société Générale gestisce anche una propria attività e non opera semplicemente in qualità di holding rispetto alle proprie controllate.

**B.19/B.15: Descrizioni delle attività principali del garante**

Si rimanda all'Elemento B.19/ B.5 che precede.

**B.19/B.16: Per quanto a conoscenza del garante, soggetto da cui il garante è controllato o partecipato, direttamente o indirettamente, e descrizione della natura di tale controllo**

Non Applicabile. Per quanto a sua conoscenza, Société Générale non è controllata, né partecipata, direttamente o indirettamente (ai sensi delle leggi francesi), da alcun'altra entità.

**Sezione C – Titoli**

<b>C.1</b>	<b>Tipologia e classe dei titoli oggetto dell'offerta e/o ammessi alla</b>	I Certificati sono strumenti derivati (i <b>Certificati</b> ). Il Codice ISIN è: XS1893757358
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	negoiazione, ivi compresi i rispettivi codici identificativi	Il Codice Common è: 189375735
C.2	Valuta dei titoli oggetto di emissione	EUR
C.5	Descrizione di eventuali limitazioni alla libera trasferibilità dei titoli	<p>Non Applicabile. Non sussiste alcuna limitazione alla libera trasferibilità dei Certificati, ferme restando le restrizioni di vendita e trasferimento eventualmente in vigore in talune giurisdizioni, incluse le restrizioni applicabili all'offerta e alla vendita a, o per conto o a beneficio di, Cessionari Autorizzati.</p> <p>Un Cessionario Autorizzato indica un soggetto che (i) non è soggetto U.S. ai sensi della definizione indicata da Regulation S; e (ii) non è un soggetto che rientra in una qualsiasi definizione di soggetto U.S. ai fini di qualsivoglia regola CEA o CFTC, o linee guida o ordinanze proposte o emesse da CEA.</p>
C.8	Diritti connessi ai titoli, tra cui i relativi limiti e priorità	<p><b>Diritti connessi ai titoli:</b></p> <p>I Certificati, salvo ove rimborsati in anticipo, daranno diritto a ciascun portatore dei Certificati (il <b>Portatore dei Certificati</b>) a ricevere un ammontare di rimborso che potrebbe risultare inferiore, uguale o maggiore rispetto all'importo inizialmente investito (si rimanda all'Elemento C.18).</p> <p>Il Portatore dei Certificati avrà diritto a pretendere l'immediato pagamento di qualunque importo nel caso in cui:</p> <ul style="list-style-type: none"> <li>- l'Emittente non paghi o non rispetti gli altri obblighi ai sensi dei Certificati</li> <li>- il Garante non adempia ai propri obblighi ai sensi della Garanzia o la garanzia del Garante non sia più valida; o</li> <li>- risultino pendenti procedimenti di insolvenza o fallimento nei confronti dell'Emittente.</li> </ul> <p>La modifica dei termini contrattuali dei Certificati richiede necessariamente il consenso dei Portatori dei Certificati ai sensi delle disposizioni di un accordo di agenzia, reso disponibile ai Portatori dei Certificati su richiesta dell'Emittente.</p> <p><b>Rinuncia ai diritti di compensazione</b></p> <p>I Portatori dei Certificati rinunciano a qualsiasi diritto di compensazione e ritenzione con riferimento ai Certificati, nella misura consentita dalla legge.</p> <p><b>Legge applicabile</b></p> <p>I Certificati e qualsiasi obbligazione extra-contrattuale derivante dai o relativa ai Certificati saranno disciplinati e interpretati ai sensi della legge inglese.</p> <p>L'Emittente accetta la competenza dei tribunali inglesi in relazione a qualunque controversia nei confronti dell'Emittente, e che i Portatori dei Certificati possano promuovere un'azione legale innanzi a qualunque altro tribunale competente.</p> <p><b>Priorità:</b></p> <p>I Certificati sono obbligazioni dirette, incondizionate, non garantite e non subordinate dell'Emittente e saranno <i>pari passu</i> rispetto a tutte le altre obbligazioni dirette, incondizionate, non garantite e non subordinate dell'Emittente, presenti e future, in circolazione.</p> <p><b>Limiti ai diritti connessi ai titoli:</b></p> <ul style="list-style-type: none"> <li>- L'Emittente potrà rimborsare anticipatamente i Certificati sulla base del loro valore di mercato per motivi di natura fiscale o nel caso in cui si verificano eventi straordinari che incidano sugli strumenti sottostanti o nel caso in cui si verifichi un ulteriore(i) evento(i) di turbativa.</li> <li>- L'Emittente potrà apportare modifiche alle condizioni in caso di correzioni</li> </ul>

		<p>che incidano sullo strumento sottostante, e, al verificarsi di eventi straordinari che incidano sullo(gli) strumento(i) sottostante(i) o al verificarsi di ulteriori eventi di turbativa, l'Emittente potrà procedere alla sostituzione dello(gli) strumento(i) sottostante(i) con un(dei) nuovo(i) strumento(i) sottostante(i), o alla deduzione da qualunque somma dovuta dell'aumento del costo di copertura, ed in ogni caso senza il consenso dei Portatori dei Certificati;</p> <ul style="list-style-type: none"> <li>- L'Emittente potrà procedere alla monetizzazione di tutto o parte degli importi dovuti fino alla data di esercizio finale dei Certificati nel caso in cui si verificano eventi straordinari che incidano sugli strumenti sottostanti o nel caso in cui si verifichi un ulteriore(i) evento(i) di turbativa.</li> <li>- i diritti al pagamento di capitale e interessi si prescriveranno entro un periodo di dieci anni (per quanto riguarda il capitale) e cinque anni (per quanto riguarda gli interessi) a decorrere dalla data in cui il pagamento di detti importi è divenuto per la prima volta esigibile e non sia stato onorato.</li> <li>- In caso di mancato pagamento da parte dell'Emittente, i Portatori dei Certificati non intraprenderanno alcun procedimento, legale o di altro tipo, né avanzeranno pretese nei confronti dell'Emittente. Ciononostante, i Portatori dei Certificati continueranno ad avere il diritto di pretendere dal Garante il pagamento di qualunque importo non ancora pagato.</li> </ul> <p><b>Tassazione</b></p> <p>Tutti i pagamenti relativi ai Certificati, alle Ricevute e alle Cedole o previsti ai sensi della Garanzia saranno effettuati senza ritenute o detrazioni in relazione a o in acconto a fronte di alcuna tassa, imposta, accertamento od onere governativo di qualunque natura imposti, esatti, riscossi, trattenuti o accertati, al presente o in futuro, da o per conto di qualunque Autorità Fiscale, salvo ove tale ritenuta o detrazione sia richiesta a norma di legge.</p> <p>Nel caso in cui sia necessario detrarre o trattenere qualunque importo in relazione a o per conto di qualunque Autorità Fiscale, il relativo Emittente o, a seconda dei casi, il Garante provvederà (salvo che in determinate circostanze), nella misura massima consentita dalla legge, a versare tale importo aggiuntivo ove necessario, in modo che ciascun Portatore dei Certificati, Portatore delle Ricevute o Portatore delle Cedole percepisca, dopo la detrazione o ritenuta a fronte di tali tasse, imposte, accertamenti od oneri governativi, l'intero importo in quel momento dovuto ed esigibile.</p> <p>Nonostante le disposizioni precedenti, in nessun caso l'Emittente o, a seconda dei casi, il Garante, sarà tenuto al pagamento di qualsivoglia importo addizionale in relazione ai Certificati, alle Ricevute e alle Cedole, a fronte di eventuali ritenute o detrazioni (i) che siano richieste ai sensi di un accordo descritto nella Sezione 1471(b) dell'Internal Revenue Code del 1986 (il "Codice") o altrimenti imposte in base alle Sezioni dalla 1471 alla 1474 del Codice, ogni regolamento o accordo a norma dello stesso, o qualsiasi interpretazione ufficiale di ciò, ovvero qualsivoglia legge che dia attuazione ad un approccio intergovernativo ad esso relativo o (ii) che siano imposte ai sensi della Sezione 871(m) del Codice.</p> <p>Dove:</p> <p>Per Giurisdizione Fiscale si intende il Lussemburgo ovvero qualsivoglia struttura politica o relativa autorità di riferimento che abbia potere in materia fiscale.</p>
<b>C.11</b>	<b>Se i titoli offerti sono o saranno oggetto di una domanda di ammissione alla negoziazione ai fini di ottenerne la distribuzione su un mercato regolamentato o in altri mercati equivalenti, con indicazione dei mercati</b>	<p>Sarà presentata domanda di ammissione alla negoziazione dei Certificati sull'EuroTLX, un Sistema Multilaterale di Negoziazione organizzato e gestito da EuroTLX Sim S.p.A.</p>

	in questione	
C.15	<b>Modo in cui il valore dello strumento(i) sottostante(i) incide sul valore dell'investimento</b>	<p>Il valore dei Certificati, il pagamento di un importo cedolare alla relativa data di pagamento interessi a un Titolare dei Certificati, il pagamento di un importo a titolo di rimborso anticipato automatico alla relativa data di rimborso anticipato automatico e il pagamento di un importo di rimborso ad un Titolare dei Certificati alla data di esercizio finale, dipenderanno dalla performance del sottostante o dei sottostanti alla relativa data di valutazione (o alle relative date di valutazione).</p> <p>Il valore dei Certificati è correlato alla performance positiva o negativa di uno o più strumenti sottostanti all'interno del paniere. Gli importi da pagare sono determinati in base alla condizione che risulta soddisfatta (o non soddisfatta) nel caso in cui la performance di uno o più strumenti sottostanti all'interno del paniere sia superiore o uguale rispetto alla performance di una barriera predefinita.</p>
C.16	<b>Data di esercizio finale e data di riferimento finale</b>	<p>La data di esercizio finale dei Certificati sarà il 07/02/2023 (la <b>Data di Esercizio Finale</b>), e la data di riferimento finale sarà l'ultima data di valutazione.</p> <p>La Data di Esercizio Finale può essere modificata ai sensi di quanto disposto nel precedente Elemento C.8 e del successivo Elemento C.18.</p>
C.17	<b>Procedure di regolamento degli strumenti derivati</b>	Regolamento per contanti
C.18	<b>Come si ottiene il rendimento sui valori mobiliari derivati</b>	La data di emissione dei Certificati è 08/02/2019 (la <b>Data di Emissione</b> ) e ciascun Certificato avrà una denominazione specificata di EUR 1 000 (la <b>Denominazione Specificata</b> )
		<p><b>Importo Interessi Strutturati</b></p> <p>Salvo ove rimborsati in anticipo, in ciascuna Data Pagamento Interessi(i) (i da 1 a 16), l'Emittente pagherà ai Portatori dei Certificati, per ciascun Certificato, un importo determinato dall'Agente di Calcolo come segue:</p> <p><b>Scenario 1:</b></p> <p>Se alla Data Valutazione(i), PeggiorPerformance(i) è superiore o pari a -20,0%, allora:</p> $\text{Importo Interessi Strutturati}(i) = \text{Max}(0; \text{Denominazione Specificata} \times (i \times 2,35\%) - \text{SommaCedolePagate}(i-1))$ <p><b>Scenario 2:</b></p> <p>Se alla Data Valutazione(i), PeggiorPerformance(i) è inferiore a -20,0%, allora:</p> <p>Importo Interessi Strutturati(i) = 0 (zero)</p>

		<p><b>Periodi Interessi Specificati/Date Pagamento Interessi:</b></p> <p><b>Importo del Rimborso Anticipato Automatico:</b></p> <p><b>Date del Rimborso Anticipato Automatico:</b></p> <p><b>Evento di Rimborso Anticipato Automatico:</b></p>	<p>Date Pagamento Interessi(i) (i da 1 a 15): 5 Giorni Lavorativi dopo la Data Valutazione(i) Data Pagamento Interessi (16): la Data di Esercizio Finale</p> <p>Salvo ove rimborsati in anticipo, nel caso in cui si sia verificato un Evento di Rimborso Anticipato Automatico, allora l'Emittente rimborserà in anticipo i Certificati alla Data di Rimborso Anticipato Automatico(i) (i da 1 a 15) ai sensi delle seguenti previsioni in relazione a ciascun Certificato:</p> <p>Importo del Rimborso Anticipato Automatico(i) = Denominazione Specificata x (100%)</p> <p>Date del Rimborso Anticipato Automatico(i) (i da 1 a 15): 5 Giorni Lavorativi dopo la Data Valutazione(i) nella quale un Evento di Rimborso Anticipato Automatico si intende essersi verificato.</p> <p>Si intende essersi verificato, come stabilito dall'Agente di Calcolo, se in una Data di Valutazione(i) (i da 1 a 15), PeggiorPerformance(i) è superiore o pari a 0%.</p>
		<p><b>Importo di Esercizio Finale:</b></p>	<p>Salvo ove rimborsati in anticipo, l'Emittente rimborserà i Certificati alla Data di Esercizio Finale, ai sensi delle seguenti previsioni in relazione a ciascun Certificato:</p> <p><b>Scenario 1:</b></p> <p>Se alla Data Valutazione(16), PeggiorPerformance(16) è superiore o pari a -30,0%, allora:</p> <p>Importo di Esercizio Finale = Denominazione Specificata x [100%]</p>



			<b>Scenario 2:</b>  Se alla Data Valutazione(16), PeggiorPerformance(16) è inferiore a -30,0%, allora:  $\text{Importo di Esercizio Finale} = \text{Denominazione Specificata} \times (100\% + \text{PeggiorPerformance}(16))$
		<b>Definizioni relative alla(e) data(e):</b>  <b>Data di Valutazione(0):</b> <b>(GG/MM/AAAA)</b>  <b>Data di Valutazione(i):</b> <b>(i da 1 a 16)</b> <b>(GG/MM/AAAA)</b>	Applicabile  31/01/2019  30/04/2019; 31/07/2019; 31/10/2019; 31/01/2020; 30/04/2020; 31/07/2020; 02/11/2020; 01/02/2021; 30/04/2021; 02/08/2021; 01/11/2021; 31/01/2022; 02/05/2022; 01/08/2022; 31/10/2022; 31/01/2023
		<b>Definizioni relative al Prodotto:</b>  <b>SommaCedolePagate(i-1)</b> <b>(i da 2 a 16)</b>  <b>PeggiorPerformance(i)</b> <b>(i da 1 a 16)</b>  <b>Performance(i,k)</b> <b>(i da 1 a 16)</b> <b>(k da 1 a 3)</b>  <b>S(i,k)</b>	Applicabile, nel rispetto delle previsioni della Condizione 4 dei Termini e Condizioni Aggiuntivi relativi alle Formule  Indica la SommaCedolePagate(i-2) + Importo Interessi Strutturati(i-1)  Con:  $\text{SommaCedolePagate}(0) = 0 \text{ (zero)}$  Indica il Minimo, per k da 1 a 3, della Performance(i,k)  Indica $(S(i,k) / S(0,k)) - 100\%$  Indica rispetto ad ogni Data Valutazione(i) il Prezzo di Chiusura

		(i da 0 a 16) (k da 1 a 3)	del Sottostante(k)																								
C.19	<b>Prezzo di riferimento finale del sottostante</b>	Si rimanda all'Elemento C.18 che precede.  Prezzo finale di riferimento: il valore dello(gli) strumento(i) sottostante(i) alla(e) relativa(e) data(e) di rilevamento per il rimborso, subordinatamente al verificarsi di determinati eventi straordinari e rettifiche che interessino tale(i) strumento(i) sottostante(i).																									
C.20	<b>Tipo di sottostante e informazioni su dove reperire le informazioni sul sottostante</b>	Il tipo di sottostante è: indice.  Informazioni relative al sottostante sono disponibili sui seguenti siti web o pagine elettroniche.																									
<table border="1"> <thead> <tr> <th>k</th> <th>Nome dell'Indice</th> <th>Ticker Bloomberg</th> <th>Sponsor dell'Indice</th> <th>Mercato Regolamentato</th> <th>Sito Internet</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>FTSE/MIB INDEX</td> <td>FTSEMIB</td> <td>Financial Times and London Stock Exchange</td> <td>BORSA ITALIANA S.P.A.</td> <td>www.ft.com</td> </tr> <tr> <td>2</td> <td>NIKKEI 225 STOCK AVERAGE INDEX</td> <td>NKY</td> <td>Nikkei Digital Media, Inc. and Nikkei, Inc</td> <td>Tokyo Stock Exchange</td> <td>http://indexes.nikkei.co.jp/en/nkave</td> </tr> <tr> <td>3</td> <td>S&amp;P 500 INDEX</td> <td>SPX</td> <td>S&amp;P DJI Netherlands B.V.</td> <td>NEW YORK STOCK EXCHANGE, INC.</td> <td>www.spdji.com</td> </tr> </tbody> </table>				k	Nome dell'Indice	Ticker Bloomberg	Sponsor dell'Indice	Mercato Regolamentato	Sito Internet	1	FTSE/MIB INDEX	FTSEMIB	Financial Times and London Stock Exchange	BORSA ITALIANA S.P.A.	www.ft.com	2	NIKKEI 225 STOCK AVERAGE INDEX	NKY	Nikkei Digital Media, Inc. and Nikkei, Inc	Tokyo Stock Exchange	http://indexes.nikkei.co.jp/en/nkave	3	S&P 500 INDEX	SPX	S&P DJI Netherlands B.V.	NEW YORK STOCK EXCHANGE, INC.	www.spdji.com
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<b>Sezione D -Rischi</b>																											
D.2	<b>Principali informazioni relative ai principali rischi specifici dell'emittente e del garante</b>	<p>Un investimento nei Certificati comporta dei rischi che devono essere valutati prima di qualsiasi decisione di investimento.</p> <p>In particolare, il Gruppo è esposto ai rischi intrinseci della propria attività principale, inclusi:</p> <ul style="list-style-type: none"> <li>- <u>Rischi economici globali:</u></li> </ul> <p>L'economia globale e i mercati finanziari continuano a presentare alti livelli di incertezza, che potrebbero incidere significativamente e negativamente sulle attività, la situazione finanziaria e i risultati economici del Gruppo.</p> <p>I risultati del Gruppo potrebbero essere influenzati dall'esposizione ai mercati regionali.</p> <p>Il gruppo opera in settori molto competitivi, anche nel proprio mercato nazionale.</p> <ul style="list-style-type: none"> <li>- <u>Rischi di credito:</u></li> </ul> <p>Il Gruppo è esposto al rischio di controparte ed al rischio di concentrazione.</p> <p>Le strategie di copertura del Gruppo non possono impedire tutti i rischi di perdite.</p> <p>I risultati operativi e la situazione finanziaria del Gruppo possono essere sottoposti ad effetti pregiudizievoli da un aumento significativo di nuove disposizioni o di disposizioni inadeguate.</p> <ul style="list-style-type: none"> <li>- <u>Rischi di mercato:</u></li> </ul>																									

	<p>Il declino protratto dei mercati finanziari o la ridotta liquidità in tali mercati possono rendere più difficile la vendita di beni o il trasferimento di posizioni commerciali e potrebbero portare a perdite materiali.</p> <p>La volatilità dei mercati finanziari può causare al Gruppo perdite significative relativamente alle sue attività commerciali e di investimento.</p> <p>La solidità finanziaria e la condotta di altri istituti finanziari e operatori di mercato potrebbero influire negativamente sul Gruppo.</p> <p>Il Gruppo può generare minori proventi dalle intermediazioni e da altre attività su commissione o a pagamento nei periodi di flessione del mercato.</p> <ul style="list-style-type: none"><li>- <u>Rischi operativi:</u></li></ul> <p>Il sistema di gestione del rischio del Gruppo potrebbe non essere efficace e può esporre il Gruppo a rischi non identificati o imprevisti, che potrebbero portare a perdite significative.</p> <p>Il fallimento delle operazioni, la conclusione ed i vincoli di capacità che interessano le istituzioni con le quali il Gruppo intrattiene relazioni commerciali, o il guasto o la violazione dei sistemi informatici del Gruppo, potrebbero tradursi in perdite.</p> <p>Al fine di redigere il proprio bilancio consolidato conformemente con gli IFRS come adottati dall'Unione Europea, il Gruppo si affida ad ipotesi e stime che, se non corrette, potrebbero avere un impatto significativo sul bilancio.</p> <p>La capacità del Gruppo di attrarre e trattenere personale qualificato nonché cambiamenti significativi nel quadro normativo relativo a personale e retribuzioni, possono materialmente influire negativamente sui rendimenti del Gruppo.</p> <p>Se il Gruppo effettua un'acquisizione può non essere in grado di gestire il processo di integrazione in un modo economicamente efficace o ottenere i benefici attesi.</p> <p>Il Gruppo può incorrere in perdite quale conseguenza di eventi imprevisti o catastrofici, inclusi attacchi terroristici e disastri naturali.</p> <ul style="list-style-type: none"><li>- <u>Rischio strutturale di interesse e di cambio:</u></li></ul> <p>Le variazioni dei tassi di interesse possono influenzare negativamente l'attività bancaria e di asset management del Gruppo.</p> <p>Le fluttuazioni dei tassi di cambio potrebbero influire negativamente sui risultati operativi del Gruppo.</p> <ul style="list-style-type: none"><li>- <u>Rischio liquidità:</u></li></ul> <p>Il Gruppo dipende dall'accesso ai finanziamenti e da altre fonti di liquidità, che possono essere limitate per motivi indipendenti dalla sua volontà.</p> <ul style="list-style-type: none"><li>- <u>Rischi regolamentari e reputazionali, contenzioso:</u></li></ul> <p>I danni reputazionali potrebbero danneggiare la posizione di concorrenza del Gruppo.</p> <p>Il Gruppo è esposto a rischi legali che potrebbero influire negativamente sulla sua situazione finanziaria e sul risultato delle operazioni.</p> <p>Il Gruppo è soggetto a un ampio quadro di vigilanza e regolamentazione in</p>
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		<p>ciascuno dei paesi in cui opera ed i cambiamenti di questi regimi potrebbero avere un effetto significativo sulle attività e sui costi del Gruppo, nonché sull'ambiente finanziario ed economico in cui questo opera.</p> <p>Una serie di misure eccezionali adottate dai governi, dalle banche centrali e dalle autorità di regolamentazione potrebbe essere modificata o conclusa, e le misure.</p> <p>- <u>Altri rischi:</u></p> <p>Rischi relativi all'adozione del piano strategico del Gruppo.</p> <p>L'affidabilità creditizia ed i <i>rating</i> di credito dell'Emittente possono influenzare il valore di mercato dei Certificates.</p> <p>L'imminente uscita del Regno Unito dall'Unione Europea potrebbe influenzare negativamente il Gruppo.</p> <p>Poiché l'Emittente è parte del Gruppo, anch'esso è soggetto ai medesimi fattori di rischio.</p>
<b>D.6</b>	<b>Principali informazioni relative ai principali rischi specifici dei titoli e avvertenze in merito ai rischi di perdita del valore di tutto o parte del proprio investimento da parte degli investitori</b>	<p>I Certificati possono prevedere un rimborso anticipato automatico al verificarsi di un evento specifico. Conseguentemente, questo potrebbe impedire ai Titolari dei Certificati di beneficiare della performance dello strumento sottostante nell'arco dell'intero periodo inizialmente previsto.</p> <p>I termini e le condizioni dei Certificati possono prevedere disposizioni ai sensi delle quali il verificarsi di determinate turbative di mercato potrebbe comportare ritardi nel regolamento dei Certificati ovvero determinate modifiche. Inoltre, nel caso di eventi che interessino gli strumenti sottostanti, i termini e le condizioni dei Certificati consentono all'Emittente di sostituire gli strumenti sottostanti con strumenti sottostanti nuovi, cessare l'esposizione alle attività sottostanti e applicare un tasso di riferimento ai proventi così ottenuti fino alla data di esercizio finale dei Certificati, prorogare la data di esercizio finale dei Certificati, rimborsare anticipatamente i Certificati sulla base del relativo valore di mercato, o detrarre da qualunque importo dovuto il maggiore costo di copertura, e in ciascun caso senza il preventivo consenso dei Portatori dei Certificati.</p> <p>I pagamenti (sia in relazione al capitale sia agli interessi, e sia a scadenza che ad altre date) relativi ai Certificati sono calcolati con riferimento a uno o più sottostanti, il rendimento dei Certificati si basa sulle variazioni del valore del sottostante, il quale può oscillare. Si richiama l'attenzione dei futuri investitori sul fatto che i Certificati potrebbero essere volatili e che gli investitori potrebbero non percepire alcun interesse e perdere tutto il o una parte sostanziale del capitale.</p> <p>La Garanzia costituisce un'obbligazione contrattuale generale e non garantita del Garante e di nessun altro soggetto. Qualsiasi pagamento inerente ai Certificati è correlato altresì all'affidabilità creditizia del Garante.</p> <p>Si richiama l'attenzione di coloro che desiderano investire nei Certificati che beneficiano della Garanzia sul fatto che, in caso di mancato pagamento da parte di un Emittente, gli importi cui hanno diritto i Portatori dei Certificati si limiteranno agli importi ottenuti tramite un'apposita azione da promuoversi ai sensi della Garanzia e in conformità ai relativi termini, ed essi non avranno alcun diritto di istituire alcun procedimento, di natura giudiziaria o altrimenti, né di avanzare alcuna pretesa nei confronti dell'Emittente.</p>

		<p>La Garanzia è una mera garanzia di pagamento e non una garanzia relativa alla performance dell'Emittente rilevante né ad alcuno degli altri obblighi dello stesso ai sensi dei Certificati, che beneficiano della Garanzia.</p> <p>Société Générale opererà in qualità di emittente ai sensi del Programma, di Garante dei Certificati emessi dall'Emittente e di fornitore di strumenti di copertura per l'Emittente. Di conseguenza, gli investitori saranno esposti non solo al rischio di credito del Garante, ma anche ai rischi operativi derivanti dalla mancanza di indipendenza del Garante con riguardo all'assunzione dei propri doveri e obblighi in qualità di Garante e fornitore di strumenti di copertura.</p> <p>I potenziali conflitti di interesse e i rischi operativi derivanti da tale mancanza di indipendenza dovrebbero in parte essere mitigati dal fatto che all'interno del Garante, l'implementazione della Garanzia e la fornitura di strumenti di copertura compete a divisioni differenti, ognuna gestita come unità operativa distinta, segregata da barriere informative (i cosiddetti Chinese Walls) e gestita da team diversi.</p> <p>L'Emittente e il Garante, e qualunque delle rispettive controllate e/o affiliate, in relazione alle altre rispettive attività commerciali, potrebbero essere in possesso di, o acquisire, informazioni rilevanti in merito alle attività sottostanti. Tali attività e informazioni potrebbero comportare conseguenze negative per i Portatori dei Certificati.</p> <p>L'Emittente e il Garante e qualunque delle rispettive controllate e/o affiliate potrebbero operare in altre vesti in relazione ai Certificati, ad esempio in qualità di market maker, agente per il calcolo o agente. Pertanto, potrebbero verificarsi potenziali conflitti di interesse.</p> <p>In relazione all'offerta dei Certificati, l'Emittente e il Garante e/o le rispettive affiliate potrebbero stipulare una o più operazioni di copertura con riguardo a una o più attività di riferimento o relativi derivati, suscettibili di incidere sul prezzo di mercato, sulla liquidità o sul valore dei Certificati.</p> <p>La regolamentazione e la riforma dei "benchmarks" potrebbe influire negativamente sul valore dei Certificati collegati o che usano tali "benchmarks" come riferimento</p> <p>Nel corso della vita dei Certificati, il valore di mercato degli stessi potrebbe risultare inferiore al capitale investito. Inoltre, in caso di insolvenza da parte dell'Emittente e/o del Garante potrebbe verificarsi la perdita totale del capitale investito.</p> <p><b>Si richiama l'attenzione degli investitori sul fatto che potrebbero incorrere nella perdita totale o parziale del proprio investimento.</b></p>
<b>Sezione E – Offerta</b>		
<b>E.2.b</b>	<b>Motivi dell'offerta e utilizzo dei proventi</b>	I proventi netti di ciascuna emissione di Certificati saranno utilizzati ai fini del finanziamento generico del Gruppo Société Générale, ivi compreso ai fini del perseguimento del profitto.
<b>E.3</b>	<b>Descrizione dei termini e delle condizioni dell'offerta</b>	<p><b>Giurisdizione(i) dell'offerta pubblica:</b> Italia</p> <p><b>Periodo di Offerta:</b> dal 29/01/2019 al 31/01/2019, salvo in caso di chiusura anticipata.</p> <p>Il Periodo di Offerta relativo ai Certificati collocati in Italia tramite "offerta fuori sede" (ai sensi dell'Articolo 30 del Decreto Legislativo 24.02.1998 n. 58, come modificato, il "Testo Unico delle Disposizioni in Materia di Intermediazione Finanziaria o TUF") sarà compreso tra il 29/01/2019 (incluso) e il 31/01/2019 (incluso) salvo in caso di chiusura anticipata.</p> <p>Ai sensi dell'Articolo 30, sesto comma, del TUF, la validità e applicabilità delle sottoscrizioni effettuate tramite "offerta fuori sede" sono sospese per un periodo di sette giorni decorrenti dalla data di sottoscrizione da parte dell'investitore. Entro detto termine l'investitore può comunicare il proprio recesso senza spese né corrispettivo, fornendo una comunicazione al</p>

		<p>collocatore.</p> <p><b>Prezzo di Offerta:</b> I Certificati saranno offerti al Prezzo di Emissione, una parte del quale, pari al massimo al 1,00%, è costituita dalla commissione di distribuzione dovuta in via anticipata dall'Emittente al Collocatore.</p> <p><b>Condizioni a cui è soggetta l'offerta:</b> L'offerta dei Certificati è subordinata alla loro emissione e a qualunque condizione aggiuntiva contenuta nei termini generali di attività degli intermediari finanziari, dagli stessi notificate agli investitori.</p> <p>L'Emittente si riserva il diritto di chiudere il Periodo di Offerta prima della scadenza inizialmente stabilita per qualunque motivo. L'Emittente si riserva il diritto di ritirare l'offerta e annullare l'emissione dei Certificati per qualunque motivo e in un qualsiasi momento alla Data di Emissione o precedentemente alla stessa. Resta inteso che qualora un potenziale investitore abbia richiesto la sottoscrizione e l'Emittente eserciti tale diritto, tale potenziale investitore non avrà alcun diritto di sottoscrivere o acquistare altrimenti i Certificati.</p> <p>La validità dell'offerta è soggetta al rilascio dell'autorizzazione alla negoziazione sull'EuroTLX da parte di EuroTLX Sim S.p.A. entro e non oltre il giorno immediatamente precedente alla Data di Emissione; diversamente, l'offerta deve considerarsi ritirata e l'emissione annullata. L'Emittente s'impegna a presentare per tempo la relativa domanda a EuroTLX Sim S.p.A., al fine di consentire a EuroTLX Sim S.p.A. di prendere una decisione, in base ai suoi regolamenti, entro il giorno immediatamente precedente alla Data di Emissione.</p> <p>In ogni caso, l'avviso agli investitori relativo alla chiusura anticipata o al ritiro, a seconda dei casi, sarà pubblicato sul sito web dell'Emittente (<a href="http://prospectus.socgen.com">http://prospectus.socgen.com</a>).</p> <p><b>Prezzo di Emissione:</b> EUR 1 000 per Certificato di Denominazione Specificata di EUR 1 000</p>
<b>E.4</b>	<b>Descrizione di qualunque interesse rilevante ai fini dell'emissione/offerta, ivi compresi i conflitti di interesse</b>	<p>Fatte salve le eventuali commissioni spettanti al/i dealer, per quanto a conoscenza dell'Emittente nessuno dei soggetti coinvolti nell'emissione dei Certificati ha un interesse rilevante nell'offerta. Il Dealer e le sue affiliate si sono impegnate, e potrebbero in futuro impegnarsi, in operazioni di investment banking e/o commercial banking transactions, e potrebbero nel corso ordinario del business eseguire altri servizi per l'Emittente e le sue affiliate.</p> <p>Société Générale ricoprirà i ruoli di fornitore di strumenti di copertura a favore dell'Emittente e di Agente di Calcolo dei Certificati.</p> <p>La possibilità di conflitti di interesse tra i vari ruoli di Société Générale, da un lato, e, d'altro lato, tra quelli di Société Générale nello svolgimento di questi ruoli e quelli dei Portatori dei Certificati, non può escludersi.</p> <p>Inoltre, considerata l'attività bancaria di Société Générale, conflitti di interesse potrebbero sorgere tra gli interessi di Société Générale nello svolgimento di tali attività (incluse le relazioni di affari con gli emittenti degli strumenti finanziari che sono i sottostanti dei Certificati ovvero la detenzione di informazioni non pubbliche in relazione ad essi) e quelli dei Portatori dei Certificati. Infine, le attività di Société Générale sullo/sugli strumento/i finanziario/i sottostante/i, per conto della proprietà ovvero per conto dei propri clienti, oppure il porre in essere transazioni di copertura, può anche avere un impatto sul prezzo di questi strumenti e sulla loro liquidità, e ciò potrebbe configgere con gli interessi dei Portatori dei Certificati.</p>
<b>E.7</b>	<b>Stima dei costi addebitati all'investitore dall'Emittente o</b>	<p>Non Applicabile. All'investitore non sarà addebitato alcun costo da parte dell'Emittente o offerente.</p>

	dall'offerente	
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