

APPLICABLE FINAL TERMS
Dated 04/07/2013

SG Issuer

**Issue of up to 20,000 Certificates in an aggregate principal amount
of up to EUR 20,000,000 due 06/08/2015**
**Unconditionally and irrevocably guaranteed by Société Générale
under the €125 000 000 000 Debt Instruments Issuance Programme**

Denominated for commercial purposes “GSIS Barriera80 EURO STOXX® Select Dividend 2015”

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 Notes and the Uncertificated Notes*” in the Base Prospectus dated 29 April 2013, which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (**the Prospectus Directive**) as amended (which includes the amendment made by Directive 2010/73/EU (the **2010 PD Amending Directive**) to the extent that such amendments have been implemented in a Member State. 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 and must be read in conjunction with the Base Prospectus and the supplement(s) to such Base Prospectus dated 31/05/2013 and published prior to the Issue Date (as defined below) (**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 Notes and the Uncertificated Notes*”, such change(s) 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, if any, 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 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, U.S. Persons. In the case of Certificates offered to the public or admitted to trading on a Regulated Market in the European Economic Area, 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 (if applicable), 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) 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>).

- | | | | |
|----|-------|--|----------------|
| 1. | (i) | Series Number: | 45391EN/13.8 |
| | (ii) | Tranche Number: | 1 |
| | (iii) | Date on which the Certificates become fungible: | Not Applicable |
| 2. | | Specified Currency or Currencies: | EUR |

3.	Aggregate Nominal Amount:	
(i)	- Tranche:	Up to 20 000 Certificates in an aggregate principal amount of up to EUR 20 000 000
(ii)	- Series:	Up to 20 000 Certificates in an aggregate principal amount of up to EUR 20 000 000
4.	Issue Price:	EUR 1 000 per Note of EUR 1 000 Specified Denomination
5.	Specified Denomination(s):	EUR 1 000
6.	(i) Issue Date: (DD/MM/YYYY)	06/08/2013
	(ii) Interest Commencement Date: (DD/MM/YYYY)	Not Applicable
7.	Maturity Date: (DD/MM/YYYY)	06/08/2015
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 Notes
		The provisions of the following Additional Terms and Conditions apply: Additional Terms and Conditions for Index Linked Notes
		Such Additional Terms and Conditions contain, amongst others, the provisions for determining any amount where calculation is impossible or impracticable.
	(iv) Reference of the Product:	3.3.1 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. **Put/Call Options:** See section "PROVISIONS RELATING TO REDEMPTION" below.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13. **Fixed Rate Certificates Provisions** Not Applicable
14. **Floating Rate Certificates Provisions** Not Applicable
15. **Structured Interest Certificates Provisions** Not Applicable
16. **Zero Coupon Certificates Provisions:** Not Applicable
17. **Redemption at the option of the Issuer:** Not Applicable
18. **Redemption at the option of the Certificateholders:** Not Applicable
19. **Automatic Early Redemption:** Not Applicable

PROVISIONS RELATING TO REDEMPTION

20. **Final Exercise Amount:** Unless previously redeemed, the Issuer shall redeem the Certificates on the Maturity Date, in accordance with the following provisions in respect of each Certificate:

Scenario 1:

If on Final Valuation Date(5),

$\text{RatioReferenceLevel}(\text{AverageTimeLevel}(5, \{\text{Schedule_Final}\}),$

$\text{AverageTimeLevel}(5, \{\text{Schedule_Initial}\}))$

is higher than or equal to 80%, then:

Final Redemption Amount = Specified Denomination × 108%

Scenario 2:

If on Final Valuation Date(5),

$\text{RatioReferenceLevel}(\text{AverageTimeLevel}(5, \{\text{Schedule_Final}\}),$

$\text{AverageTimeLevel}(5, \{\text{Schedule_Initial}\}))$

is lower than 80%, then:

Final Redemption Amount = Specified Denomination × [8% + $\text{RatioReferenceLevel}(\text{AverageTimeLevel}(5, \{\text{Schedule_Final}\}),$

AverageTimeLevel(5,{Schedule_Initial })]

21. **Physical Delivery Certificate Provisions** Not Applicable
22. **Credit Linked Certificates provisions** Not Applicable
23. **Bond Linked Certificates Provisions** Not Applicable
24. **Trigger redemption at the option of the Issuer:** Not Applicable
25. **Early Redemption Amount(s) payable on redemption for taxation reasons or on Event of Default:** Market Value
26. (i) **Underlying:** The following Index as defined below:

Index Name	Bloomberg Ticket	Index Sponsor	Exchange	Website
Euro Stoxx Select Dividend 30 Index	SD3E	STOXX Limited	Each exchange on which securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor	www.stoxx.com

- (ii) **Information relating to the past and future performances of the Underlying:** The information relating to the past and future performances of the Underlying are available on the website specified in the table above, or Reuters or Bloomberg, and the volatility can be obtained, upon request, at the specified office of Société Générale (see in address and contact details of Société Générale for all administrative communications relating to the Certificates) , at the office of the Agent in Luxembourg and at the office of the Principal Swiss Paying Agent in Switzerland if any.
- (iii) **Other information relating to the Underlying:** Information or summaries of information included herein with respect to the Underlying, 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.

27. (i) **Definitions relating to date(s):** Applicable
- Initial Valuation Date(0) and Final Valuation Date(0) (DD/MM/YYYY)** 06/08/2013
- Initial Valuation Date(i) (i from 1 to 5) (DD/MM/YYYY)** Initial Valuation Date(1): 06/08/2013
Initial Valuation Date(2): 07/08/2013
Initial Valuation Date(3): 08/08/2013
Initial Valuation Date(4): 09/08/2013
Initial Valuation Date(5): 12/08/2013
- The set of these Valuation Dates shall be referred to as { Schedule_Initial } when applicable
- Final Valuation Date(i) (i from 1 to 5) (DD/MM/YYYY)** Final Valuation Date(1): 17/07/2015
Final Valuation Date(2): 20/07/2015
Final Valuation Date(3): 21/07/2015
Final Valuation Date(4): 22/07/2015
Final Valuation Date(5): 23/07/2015
- The set of these Valuation Dates shall be referred to as { Schedule_Final } when applicable
- Schedule:** means Schedule_Initial or Schedule_Final as the case may be
- (ii) **Definitions relating to the Product:** Applicable, subject to the provisions of the Additional Terms and Conditions relating to Formulae
- RatioReferenceLevel(AverageTimeLevel(5, { Schedule_Final }), AverageTimeLevel(5, { Schedule_Initial }))** means the Ratio of AverageTimeLevel(5, { Schedule_Final }) and AverageTimeLevel(5, { Schedule_Initial }) as defined in Condition 4.24 of the Additional Terms and Conditions relating to Formulae
- AverageTimeLevel(i, { Schedule })** means, in respect of any date(i) within the relevant Schedule, the Arithmetic Average, for t from 1 to i, of Level(t, { Schedule }) as defined in Condition 4.9 of the Additional Terms and Conditions relating to Formulae
- Level(i, { Schedule })** means in respect of any date(i) within the relevant Schedule, (S(i, { Schedule })/S(0, { Schedule })), as defined in Condition 4.1 of the Additional Terms and Conditions relating to Formulae
- S(i, { Schedule })** means, in respect of any date(i) within the relevant Schedule, the Closing Price of the Underlying, as defined in Condition 4.0 of the Additional Terms and Conditions relating to Formulae.

28. **Secured Certificates Provisions** Not Applicable
29. **Provisions applicable to payment date(s):**
- **Payment Business Day:** Modified Following Payment Business Day
 - **Financial Centre(s):** Target2
30. **Form of Certificates:**
- (i) **Form:** Non-US Registered Global Note registered in the name of a nominee for a common depository for Euroclear and Clearstream, Luxembourg
 - (ii) **New Global Certificate:** No
31. **Redenomination:** Not Applicable
32. **Consolidation:** As per Condition 15
33. **Partly Paid Certificates Provisions:** Not Applicable
34. **Instalment Certificates Provisions:** Not Applicable
35. **Masse:** Not Applicable

FINAL VERSION APPROVED BY THE ISSUER

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

(i) **Listing:** None

(ii) **Admission to trading:**

MPSCS undertakes to apply for the Certificates to be admitted to trading on the systematic internalization system (“SIS”) denominated “De@IDone Trading” (“DDT”), exclusively managed by MPS Capital Services Banca per le Imprese S.p.A., acting as sole manager (*negoziatore unico*), as regulated by the applicable rules and regulations (il “*Regolamento*”) published on the website www.mpsc capitalservices.it, where, in relation to the Certificates, MPSCS shall be bound to make bid/ask prices which, with regard to the Issuer/Guarantor’s creditworthiness, will be determined as follows for the Placed Amount.

The bid/ask prices quoted by MPSCS shall reflect the prevailing market conditions as of the relevant purchase/selling date. In particular the 3 months EURIBOR will be increased by a spread determined as the asset swap spread of some specific Guarantor’s benchmark debt securities plus 0.30 per cent. The prices so determined, in case of purchase by the investor, shall be increased by a margin of up to a maximum of 0.35 per cent. of the amount to be purchased, and, in case of sale by the investor, shall be reduced by a margin of up to a maximum of 1.00 per cent. of the amount to be sold.

MPSCS accepts responsibility for the information contained in this Paragraph 1(ii).

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.

(iii) **Estimate of total expenses related to admission to trading:** Not Applicable

2. RATINGS

The Certificates to be issued have not been rated.

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

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 Issuer and Société Générale expect to enter into hedging transactions in order to hedge the Issuer's obligations under the Certificates. Should any conflicts of interest arise between (i) the responsibilities of Société Générale as Calculation Agent for the Certificates and (ii) the responsibilities of Société Générale as counterparty to the above mentioned hedging transactions, the Issuer and Société Générale hereby represent that such conflicts of interest will be resolved in a manner which respects the interests of the Certificateholders.

MPS Capital Services Banca per le Imprese S.p.A. ("**MPSCS**") and the Distributor are, with respect to the offer of the Certificates, in a position of conflict of interest with the investors as they are part of the same banking group (the Montepaschi Banking Group) and they have an economic interest in the distribution of the Certificates. MPSCS and the Distributor shall receive from Société Générale, respectively, the Structuring Fee and the Distribution Fee, as specified under paragraph 9(ii) below.

MPSCS is also in a position of conflict of interest for the following reasons, it acts as hedging counterparty of Société Générale in relation to the Certificates, and it will act as Liquidity Provider, providing bid/ask quotes for the Certificates for the benefit of the holder of the Certificates. Also, an application shall be made for the Certificates to be admitted to trading on the systematic internalization system ("**SIS**") denominated "De@IDone Trading" ("**DDT**"), exclusively managed by MPS Capital Services Banca per le Imprese S.p.A., on which MPSCS acts as sole manager (negoziatore unico).

MPSCS accepts responsibility for the information contained in the third and fourth paragraphs of this Paragraph 3.

4. **REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**
- | | | |
|-------|----------------------------------|---|
| (i) | Reasons for the offer: | See "Use of Proceeds" wording in Base Prospectus. |
| (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 OF INDEX/FORMULA, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS** (*Structured Certificates only*)

Under these Certificates, the Certificateholders will not receive any coupons during the term of the Certificates. At maturity, the Certificateholders are entitled to receive an amount totally linked to the performance of the Underlying. The return under these Certificates is totally linked to the performance of the Underlying. The return depends upon the fact that the performance of the Underlying reaches or does not reach a pre-determined threshold. Accordingly, a small downward or upward movement of the Underlying close to the threshold may result in a significantly larger increase or decrease of the return of the Certificates. The return of these Certificates is linked to the performances of the Underlying as calculated on pre-determined Valuation Dates, and regardless of the level of such Underlying between these dates. As a result, the Closing Price of the Underlying on these dates will affect the value of the Certificates more than any other single factor. Under these Certificates, at maturity, the Certificateholders may not receive the amount

initially invested. Certificateholders are entitled to receive a Final Redemption Amount which may, in case of an adverse evolution of the Underlying during the term of the Certificates, be significantly lower than the amount per Note initially invested. Pursuant to the provisions of the applicable Additional Terms and Conditions, upon the occurrence of certain events or adjustments, the Calculation Agent may decide an Early Redemption of the Certificates on the basis of Market Value.

8. OPERATIONAL INFORMATION

- (i) **Security identification code(s):**
- **ISIN code:** XS0867731126
 - **Common code:** 086773112
- (ii) **Clearing System(s):** Clearstream/Euroclear
- (iii) **Delivery:** 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) **Intended to be held in a manner which would allow Eurosystem eligibility:** No
- (vii) **Address and contact details of Société Générale for all administrative communications relating to the Certificates:** Société Générale
17, Cours Valmy
92987 Paris La Défense Cedex
Name: Sales Support Services - Derivatives
Tel: +33 1 57 29 12 12 (Hotline)
Email: clientsupport-deai@sgcib.com

9. DISTRIBUTION

- (i) **Method of distribution:** Non-syndicated
- **Dealer(s):** 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.
- MPS Capital Services Banca per le Imprese S.p.A., with registered office at Via Leone Pancaldo, 4 50127 Florence and Offices at Viale Mazzini 23, 53100 Siena, Italy (website:

www.mpsc Capitalservices.it) (“**MPSCS**”), will act as Lead Manager (the “**Lead Manager**”), “*Responsabile del Collocamento*” pursuant to article 93-bis of the Italian Legislative Decree n. 58 dated 14.2.1998, as amended, in connection with the Offer.

Société Générale shall pay on the Issue Date to the entities mentioned below (each an “**Interested Party**”) the following remuneration for the services provided by such Interested Party to Société Générale in the capacity set out below:

- To MPSCS, an upfront fee of 0.64% (the “**Structuring Fee**”) of the Placed Amount (as defined below) of the Certificates;
- To the Distributor, through MPSCS, an upfront fee of 2.56% (the “**Distribution Fee**”) of the Placed Amount (as defined below) of the Certificates.

The Certificates will be placed to the public in Italy by the following institution (the “**Distributor**”):

Banca Monte dei Paschi di Siena S.p.A.
Piazza Salimbeni, 3
53100 Siena – Italy
Website: www.mps.it

For the purposes hereof “**Placed Amount**” means the product of (x) the Specified Denomination and (y) the number of Certificates effectively placed by the Distributor at the end of the Offer Period as notified by MPSCS to Société Générale on the Business Day immediately following the last day of the Offer Period.

(iii)	TEFRA rules:	Not Applicable
(iv)	Permanently Restricted Certificates:	Yes
(v)	Non-exempt Offer:	An offer of the Certificates may be made by the Lead Manager and the Distributor and other parties authorised by the Dealer other than pursuant to Article 3(2) of the Prospectus Directive 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.
(v)	General Consent:	Applicable
(vi)	Other conditions to consent	Not Applicable

10. PUBLIC OFFERS IN EUROPEAN ECONOMIC AREA

- **Public Offer Jurisdiction(s):** Italy

- **Offer Period:** From and including 08/07/2013 to and including 31/07/2013, save in case of early termination of postponement.

The Offer Period for the Certificates placed 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 08/07/2013 to and including 24/07/2013, save in case of early termination and postponement.

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.

The Issuer, subject to the agreement of MPSCS, may at any time and for any reasons early terminate or postpone the Offer Period. In such event, a notice to the investors on the early termination or the postponement, as applicable, will be published on the websites of the Issuer, MPSCS and the Distributor.
- **Offer Price:** The Certificates will be offered at the Issue Price of which 3.20% is represented by the sum of the Structuring Fee and the Distribution Fee payable upfront by the Issuer to MPSCS and the Distributor, respectively, through MPSCS. The Issue Price will be also increased by fees, if any, as mentioned below.
- **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, subject to the agreement with MPSCS, 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.
- **Description of the application process:** Not Applicable
- **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:** Not Applicable
- **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 Distributor as described under paragraph 9 "DISTRIBUTION" above 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 of the Lead Manager (www.mpscapiaservices.it) 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, the Guarantor, the Lead Manager, nor the Distributor 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

- **Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:** Banca Monte dei Paschi di Siena S.p.A.
Piazza Salimbeni, 3
53100 Siena – Italy
Website: www.mps.it

11. ADDITIONAL INFORMATION

- **Minimum investment in the Certificates:** 1 Note
- **Minimum Trading Lot:** 1 Note
- **Underlying Disclaimer:**

STOXX and its licensors (the “Licensors”) have no relationship to the licensee, other than the licensing of the Euro Stoxx Select Dividend 30 Index® and the related trademarks for use in connection with the product.

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 - The accuracy or completeness of the Eurostoxx 50 and its data;
 - The merchantability and the fitness for a particular purpose or use of the Euro Stoxx Select Dividend 30 Index ® and its data.

STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the Euro Stoxx Select Dividend 30 Index ® or its data.

Under no circumstances will STOXX or its Licensors be

liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.

The licensing agreement between the issuer and STOXX is solely for their benefit and not for the benefit of the owners of the product or any other third parties.

- 12. PUBLIC OFFERS IN OR FROM SWITZERLAND AND SWISS SIMPLIFIED PROSPECTUS**
Not Applicable

ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings		
A.1	Warning	<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 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>
A.2	Consent to the use of the Base Prospectus	<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 Public Offer) subject to the following conditions:</p> <p>(i) the consent is only valid during the period from 08/07/2013 to 31/07/2013 (the Offer Period);</p> <p>(ii) the only persons authorised to use the Base Prospectus to make the Public Offer (Offerors) are any financial intermediary which acknowledges on its website that it has been duly appointed as an Offeror to offer the Certificates during the Offer Period and states that it is relying on the Base Prospectus to do so, provided that such financial intermediary has in fact been so appointed;</p> <p>(iii) the consent only extends to the use of this Base Prospectus to make Public Offers of the Certificates in Italy; and</p> <p>Any Offeror falling within sub-paragraph (ii) above who meets all of the other conditions stated above and wishes to use the Base Prospectus in connection with a Public Offer is required, at the relevant time, to publish on its website that it is relying on the Base Prospectus for such Public Offer with the consent of the Issuer.</p> <p>The consent referred to above is valid for the Offer Period from the date of the Base Prospectus.</p> <p>AN INVESTOR INTENDING TO ACQUIRE OR ACQUIRING ANY CERTIFICATES IN A PUBLIC OFFER FROM AN OFFEROR OTHER THAN THE ISSUER WILL DO SO, AND OFFERS AND SALES OF SUCH CERTIFICATES TO AN INVESTOR BY SUCH OFFEROR WILL BE MADE, IN ACCORDANCE WITH ANY TERMS AND OTHER ARRANGEMENTS IN PLACE BETWEEN SUCH OFFEROR AND SUCH INVESTOR INCLUDING AS TO PRICE, ALLOCATIONS AND SETTLEMENT ARRANGEMENTS. THE INVESTOR MUST LOOK TO THE OFFEROR AT THE TIME OF SUCH OFFER FOR THE PROVISION OF SUCH INFORMATION AND THE OFFEROR WILL</p>

		BE RESPONSIBLE FOR SUCH INFORMATION. NONE OF THE ISSUER OR ANY DEALER HAS ANY RESPONSIBILITY OR LIABILITY TO AN INVESTOR IN RESPECT OF SUCH INFORMATION.
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Section B – Issuers and Guarantor																	
B.1	Legal and commercial name of the Issuer	SG Issuer															
B.2	Domicile, legal form, legislation and country of incorporation	Domicile: 15, boulevard Prince Henri, L-1724 Luxembourg. Legal form: Public limited liability company (<i>société anonyme</i>). Legislation under which the Issuer operates: Luxembourg law. Country of incorporation: Luxembourg															
B.4b	Known trends affecting the Issuer and the industries in which it operates	SG Issuer expects to start its new activity in accordance with its new corporate objects over the course of 2013															
B.5	Description of the Issuer's group and the Issuer's position within the group	SG Issuer is a subsidiary of the Société Générale Group and has no subsidiaries															
B.9	Figure of profit forecast or estimate (if any)	Not applicable. SG Issuer does not provide any figure of profit forecast or estimate.															
B.10	Nature of any qualifications in the audit report on the historical financial information	Not applicable. The audit reports do not include any qualification.															
B.12	Selected historical key financial information regarding the Issuer	<table border="1"> <thead> <tr> <th>(in K€)</th> <th>December 31, 2012 (audited)</th> <th>December 31, 2011 (audited)</th> </tr> </thead> <tbody> <tr> <td>Operating Revenues</td> <td>6 805</td> <td>19 835</td> </tr> <tr> <td>Profit from operations</td> <td>5 233</td> <td>5 573</td> </tr> <tr> <td>Profit from continuing operations</td> <td>5 233</td> <td>5 573</td> </tr> <tr> <td>Total Assets</td> <td>447 087</td> <td>69 028</td> </tr> </tbody> </table>	(in K€)	December 31, 2012 (audited)	December 31, 2011 (audited)	Operating Revenues	6 805	19 835	Profit from operations	5 233	5 573	Profit from continuing operations	5 233	5 573	Total Assets	447 087	69 028
(in K€)	December 31, 2012 (audited)	December 31, 2011 (audited)															
Operating Revenues	6 805	19 835															
Profit from operations	5 233	5 573															
Profit from continuing operations	5 233	5 573															
Total Assets	447 087	69 028															
	Material adverse change in the prospects of the	There has been no material adverse change in the prospects of SG Issuer since the date of its last audited financial statements dated 31 December 2012.															

	Issuer since the date of its last published audited financial statements	
	Significant changes in the financial or trading position subsequent to the period covered by the historical financial information	There has been no significant changes in the financial or trading position of SG Issuer since the date of its last published financial statements dated 31 December 2012
B.13	Recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency	There have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of each of the Issuers' solvency.
B.14	Statement as to whether the Issuer is dependent upon other entities within the group	See Element B.5 above for the Issuers' position within the Group. SG Issuer is dependent upon Société Générale Bank & Trust which is dependent upon Société Générale within the Group.
B.15	Issuer's principal activities	SG Issuer is a finance company whose main business is raising debt to be on-lent to Société Générale and other members of the Group.
B.16	To the extent known to the Issuer, whether the Issuer is directly or indirectly owned or controlled and by whom, and nature of such control	SG Issuer is a 100 per cent. owned subsidiary of Société Générale Bank & Trust S.A. which is a subsidiary of Société Générale and is a fully consolidated company.
B.17	Credit ratings assigned to the Issuer or its debt securities	SG Issuer is not rated. The Certificates to be issued have not been rated.
B.18	Nature and scope of the guarantee	The due and punctual payment of any amounts due by SG Issuer in respect of the Certificates issued by SG Issuer will be unconditionally and irrevocably guaranteed by the Guarantor as provided in the Guarantee provided that the Guarantee shall not apply to any Series of Certificates issued on or after the date

		of the Guarantee by SG Issuer to the extent that, at the Issue Date of such Series of Certificates, the sum of (A) the Aggregate Nominal Amount of such Series of Certificates and (B) the Aggregate Nominal Amounts of each Series of Certificates issued by the Issuers and outstanding on such Issue Date, in each case, converted into Euro at the relevant spot rate of exchange on such Issue Date, is equal to an amount which exceeds €125.000.000.000.
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B.19	Information about the guarantor as if it were the issuer of the same type of security that is subject of the guarantee	<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 the Elements B.1, B.2, B.4b, B.5, B.9, B.10, B.12, B.13, B.14, B.15, B.16 and B.17 below, respectively :</p> <p>B.1: Société Générale</p> <p>B.2: Domicile: 29, boulevard Haussmann, 75009 Paris, France. Legal form: Public limited company (société anonyme). Legislation under which the Issuer operates: French law. Country of incorporation: France.</p> <p>B.4.b: Significant but uneven deterioration in the global economic environment; recommendation by the European Banking Authority to reach a Core Tier 1 of at least 9% under Basel 2.5 starting 30 June 2012; Vickers report in the United Kingdom suggesting ringfencing retail banking activities within universal banks (issue which the European Union will take up in 2012); other topics being monitored by the Financial Stability Council include harmonisation of accounting standards, compensation practices, functioning of OTC derivative markets, among others. In the US, the Dodd-Frank Act laid the foundation for systemic risk supervisions and oversight of certain activities of Corporate and Investment Banks; a tax on financial transactions has been introduced in 2012 in France.</p> <p>B.5: Société Générale is the parent company of the Société Générale Group. The Société Générale Group offers advisory and other services to individual customers, companies and institutions as part of three main business lines: - Retail Banking in France under Société Générale, Crédit du Nord and Boursorama brands; - International Retail Banking, which is present in Central and Eastern Europe, Russia, the Mediterranean Basin, Sub-Saharan Africa, Asia and in the French Overseas territories; and - Corporate and Investment Banking with a broad range of expertise in investment banking, finance and market activities</p> <p>B.9: Not applicable. Société Générale does not make any figure of profit forecast or estimate</p> <p>B.10: Not applicable. The audit report does not include any qualification.</p> <p>B.12:</p> <table data-bbox="581 1680 1369 1908"> <thead> <tr> <th></th> <th style="text-align: right;">Year ended 2012</th> <th style="text-align: right;">Year ended 2011</th> </tr> </thead> <tbody> <tr> <td colspan="3">Results (in EUR M)</td> </tr> <tr> <td>Net Banking Income</td> <td style="text-align: right;">23,110</td> <td style="text-align: right;">25,636</td> </tr> </tbody> </table>		Year ended 2012	Year ended 2011	Results (in EUR M)			Net Banking Income	23,110	25,636
	Year ended 2012	Year ended 2011									
Results (in EUR M)											
Net Banking Income	23,110	25,636									

		Operating income	2,737	4,270
		Net income before non controlling interests	1,208	2,788
		Net income	774	2,385
		<i>French Networks</i>	1,291	1,428
		<i>International Retail Banking</i>	(51)	325
		<i>Corporate and Investment Banking</i>	1,053	635
		<i>Specialised Financial Services and Insurance</i>	674	297
		<i>Private Banking, Global Investment Management and Services</i>	(293)	171
		<i>Corporate Centre</i>	(1,900)	(471)
		Activity (in EUR bn)		
		Total assets and liabilities	1,250.7	1,181.4
		Customer loans	350.2	367.5
		Customer deposits	337.2	340.2
		Equity (in billions of euros)		
		Group shareholders' equity	49.8	47.1
		Total consolidated equity	54.1	51.1
		<p>There has been no material adverse change in the prospects of Société Générale and its consolidated subsidiaries (taken as a whole) since the date of its last audited financial statements dated 31 December 2012.</p> <p>There have been no significant changes in the financial or trading position of Société Générale and its consolidated subsidiaries (taken as a whole) since the date of its last published financial statements dated 31 December 2012.</p> <p>B.13: 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.14: See Element B.5 above for Société Générale's position within the Group. 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.15: The purpose of Société Générale is, under the conditions determined by the laws and regulations applicable to credit institutions, to carry out with individuals and corporate entities, in France or abroad:</p> <ul style="list-style-type: none"> • all banking transactions; • all transactions related to banking operations, including in particular, investment services or allied services as listed by Articles L. 321-1 and L. 321-2 of the French <i>Code monétaire et financier</i>; • all acquisitions of interests in other companies. <p>Société Générale may also, on a regular basis, as defined in the conditions set by the French Financial and Banking Regulation Committee, engage in all transactions other than those mentioned above, including in particular insurance brokerage.</p> <p>Generally, Société Générale may carry out, on its own behalf, on behalf of a third-party or jointly, all financial, commercial, industrial, agricultural, movable property or real property transactions, directly or indirectly related to the abovementioned activities or likely to facilitate the accomplishment of such activities.</p> <p>B.16: Société Générale is not owned or controlled by a parent company.</p> <p>B.17: Société Générale is rated A2 by Moody's Investors Services, A by Standard and Poor's and A+ by Fitch Ratings.</p>
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Section C – Securities		
C.1	Type and the class of the securities being offered and/or admitted to trading, including any security identification number	<p>The Certificates are Index Linked Certificates</p> <p>Clearing System(s): Clearstream/Euroclear</p> <p>ISIN code: XS0867731126</p>
C2	Currency of the securities issue	Specified Currency or Currencies: EUR
C5	Any restrictions on the free transferability of the securities	There is no restriction on the free transferability of the Certificates, subject to selling and transfer restrictions which may apply in certain jurisdictions.

C8	Rights attached to the securities, including ranking and limitations to those rights and procedures for the exercise of those rights.	<p>Ranking Unsecured Certificates will be direct, unconditional, unsecured and unsubordinated obligations of the Issuers and will rank <i>pari passu</i> without any preference among themselves and (subject to such exceptions as from time to time exist under applicable law) at least <i>pari passu</i> with all other outstanding direct, unconditional, unsecured and unsubordinated obligations of the Issuers, present and future.</p> <p>Events of Default The terms of the Certificates issued will contain the following events of default:</p> <ul style="list-style-type: none"> - the Issuer is in default with respect to the payment of interest or principal when due or the delivery of Deliverable Assets deliverable in respect of the Certificates; or - the Issuer is in default in the performance of any other obligation under the Terms and Conditions; or - the Issuer institutes or has instituted against it by a regulator, supervisor or any similar official with primary insolvency, rehabilitative or regulatory jurisdiction over it in the jurisdiction of its incorporation or the jurisdiction of its head office, or the Issuer consents to a proceeding seeking a judgment of insolvency or bankruptcy or any other relief under any bankruptcy or insolvency law or other similar law affecting creditors' rights, or the Issuer consents to a petition for its winding-up or liquidation by it or by such regulator, supervisor or similar official, provided that proceedings instituted or petitions presented by creditors and not consented to by the Issuer shall not constitute an Event of Default; or - the Guarantee ceases to be in full force and effect in respect of the Certificates or notice is given by the Guarantor which would cause the Guarantee to cease to be in full force and effect in respect of the Certificates. <p>Governing law 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>
C9	Fixed Coupon Amount	Not Applicable
	Date from which interest becomes payable and due dates for interest	Not Applicable
	Where rate is not fixed, description of the underlying on which it is based	Not Applicable
	Maturity date and arrangements for amortisation of the	Not Applicable

	loan, including the repayment procedures	
	Indication of yield	Not Applicable
	Name of representative of debt security holders	Not Applicable
C10	Clear and comprehensive explanation to help investors understand how the value of their investment is affected by the value of the underlying instrument(s), especially under the circumstances when the risks are most evident	See Element C15 below
C11	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	<p>The Certificates will not be listed on a regulated market or other equivalent markets.</p> <p>MPSCS undertakes to apply for the Certificates to be admitted to trading on the systematic internalization system ("SIS") denominated "De@IDone Trading" ("DDT"), exclusively managed by MPS Capital Services Banca per le Imprese S.p.A., acting as sole manager (<i>negoziatore unico</i>), as regulated by the applicable rules and regulations (il "<i>Regolamento</i>") published on the website www.mpscapitalservices.it.</p>
C15	How the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Under these Certificates, the Certificateholders will not receive any coupons during the term of the Certificate. At maturity, the Certificateholders are entitled to receive an amount totally linked to the performance of the Underlying. The return under these Certificates is totally linked to the performance of the Underlying. The return depends upon the fact that the performance of the Underlying reaches or does not reach a pre-determined threshold. Accordingly, a small downward or upward movement of the Underlying close to the threshold may result in a significantly larger increase or decrease of the return of the Certificates. The return of these Certificates is linked to the performances of the Underlying as calculated on pre-determined Valuation Dates, and regardless of the level of such Underlying between</p>

		<p>these dates. As a result, the Closing Price of the Underlying on these dates will affect the value of the Certificates more than any other single factor. Under these Certificates, at maturity, the Certificateholders may not receive the amount initially invested. Certificateholders are entitled to receive a Final Redemption Amount which may, in case of an adverse evolution of the Underlying during the term of the Certificates, be significantly lower than the amount per Note initially invested.</p> <p>Pursuant to the provisions of the applicable Additional Terms and Conditions, upon the occurrence of certain events or adjustments, the Calculation Agent may decide an Early Redemption of the Certificates on the basis of Market Value.</p>										
C16	Expiration or maturity date of the derivative securities – the exercise date or final reference date	The maturity date of the Certificates will be 06/08/2015.										
C17	Settlement procedure of the derivative securities	Cash delivery										
C18	How the return on derivative securities takes place	Pursuant to the provisions of the Additional Terms and Conditions relating to the underlying asset and upon the occurrence of certain extraordinary events and adjustments affecting such underlying asset, the Calculation Agent may decide an early redemption of the Certificates on the basis of the Market Value.										
C19	Exercise price or final reference price of the underlying	Final reference price: the value of the Underlying asset on the relevant Valuation Date(s) for the redemption, subject to the occurrence of certain extraordinary events and adjustments affecting such Underlying asset.										
C20	Type of the underlying and where the information on the underlying can be found	<table border="1"> <thead> <tr> <th>Index Name</th> <th>Bloomberg Ticker</th> <th>Index Sponsor</th> <th>Exchange</th> <th>Website</th> </tr> </thead> <tbody> <tr> <td>Euro Stoxx Select Dividend 30 Index</td> <td>SD3E</td> <td>Stoxx Limited</td> <td>Each exchange on which the securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor</td> <td>www.stoxx.com</td> </tr> </tbody> </table>	Index Name	Bloomberg Ticker	Index Sponsor	Exchange	Website	Euro Stoxx Select Dividend 30 Index	SD3E	Stoxx Limited	Each exchange on which the securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor	www.stoxx.com
Index Name	Bloomberg Ticker	Index Sponsor	Exchange	Website								
Euro Stoxx Select Dividend 30 Index	SD3E	Stoxx Limited	Each exchange on which the securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor	www.stoxx.com								
C21	Indication of the market where the	See Element C.11 above.										

	securities will be traded and for which prospectus has been published	
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Section D – Risks		
D2	Key information on the key risks that are specific to the Issuer	<p>The Group is exposed to the risks inherent in its core businesses</p> <p>The Group's risk management focuses on the following main categories of risks, any of which could materially adversely affect the Group's business, results of operations and financial condition:</p> <p>Credit and counterparty risk (including country risk): risk of losses arising from the inability of the Group's customers, issuers or other counterparties to meet their financial commitments. Credit risk includes counterparty risk linked to market transactions (replacement risk) and as well as securitisation activities.</p> <p>Market risk: risk of a loss of value on financial instruments arising from changes in market parameters, volatility of these parameters and correlations between them.</p> <p>Operational risks: risk of losses or sanctions due to inadequacies or failures in internal procedures or systems, human error or external events;</p> <p>Structural interest and exchange rate risk: risk of loss or of write-downs in the Group's assets arising from variations in interest or exchange rates.</p> <p>Liquidity risk: risk of the Group not being able to meet its cash or collateral requirements as they arise and at a reasonable cost.</p> <p>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.</p> <p>Prospective investors in Certificates benefiting from the Guarantee should note that 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, in relation to Secured Certificates only, from the sums obtained following enforcement of the relevant Pledge Agreement.</p> <p>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.</p> <p>The Guarantee may cover only part of the relevant Issuer's payment obligations under the relevant Series of Certificates. In such a case, Certificateholders may retain the risk that payments under the Certificates are less than the amounts due by the Issuer under the Certificates.</p> <p>Société Générale will act as issuer under the Programme, as the Guarantor of the Certificates issued by SG Issuer, SGA Société Générale Acceptance N.V. and SG Option Europe and also as provider of hedging instruments to each 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</p>

		<p>of the hedging instruments.</p> <p>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.</p> <p>The Issuers 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.</p> <p>The Issuers 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.</p> <p>In connection with the offering of the Certificates, the Issuers 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.</p>
D3	Key information on the key risks that are specific to the securities	<ul style="list-style-type: none"> • Payments (whether in respect of principal and/or interest and whether at maturity or otherwise) on Structured Certificates are calculated by reference to certain underlyings, the return of the Certificates is based on changes in the value of the underlying, which may fluctuate. Potential 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 interest rate or redemption amount of certain Certificates may be linked to the occurrence or non-occurrence of certain events which are not connected with the Issuer or the Guarantor, such as credit, price levels, weather or sports events, the occurrence of which is beyond the control of the Issuer and the Guarantor and Certificateholders are exposed to the risk of such event occurring or not, as the case may be. • The Terms and Conditions 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 to their terms. Furthermore, an early termination of the Certificates by the Issuer may occur upon the occurrence of certain events.
D6	Important warning to the investor	<p>CERTAIN ISSUES OF CERTIFICATES MAY NOT BE SUITABLE INVESTMENTS FOR ALL INVESTORS. NO INVESTOR SHOULD PURCHASE A NOTE UNLESS SUCH INVESTOR UNDERSTANDS, AND IS ABLE TO BEAR THE YIELD, MARKET LIQUIDITY, STRUCTURE, REDEMPTION AND OTHER RISKS ASSOCIATED WITH THE NOTE.</p> <p>INVESTORS COULD SUSTAIN AN ENTIRE LOSS OF THEIR INVESTMENT AND SHOULD THEREFORE REACH AN INVESTMENT DECISION ON THE CERTIFICATES ONLY AFTER CAREFUL CONSIDERATION WITH THEIR OWN ADVISERS AS TO THE SUITABILITY OF THE PURCHASE IN LIGHT OF THEIR PARTICULAR FINANCIAL CIRCUMSTANCES.</p>

Section E – Offer	
E2b	<p>Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks</p> <p>The net proceeds from each issue of Certificates will be applied for the general financing purposes of the Société Générale group of companies, which include making a profit.</p>
E3	<p>Description of the terms and conditions of the offer</p> <p>Public Offer Jurisdiction(s) Italy</p> <p>Offer Period: From and including 08/07/2013 to and including 31/07/2013, save in case of early termination of postponement.</p> <p>The Offer Period for the Certificates placed 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 08/07/2013 to and including 24/07/2013, save in case of early termination and postponement.</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>The Issuer, subject to the agreement of MPSCS, may at any time and for any reasons early terminate or postpone the Offer Period. In such event, a notice to the investors on the early termination or the postponement, as applicable, will be published on the websites of the Issuer, MPSCS and the Distributor.</p> <p>Offer Price: The Certificates will be offered at the Issue Price of which 3.20% is represented by the sum of the Structuring Fee and the Distribution Fee payable upfront by the Issuer to</p>

		<p>MPSCS and the Distributor, respectively, through MPSCS.</p> <p>Conditions to which the offer is subject:</p> <p>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, subject to the agreement of MPSCS, 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>Description of the application process: Not Applicable</p> <p>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: Not Applicable</p> <p>Details of the minimum and/or maximum amount of application: Not Applicable</p> <p>Details of the method and time limits for paying up and delivering the Certificates:</p> <p>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 Distributor, as described under paragraph "DISTRIBUTION", of their allocations of Certificates and the settlement arrangements in respect thereof.</p> <p>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</p>
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		<p>information contained in the Final Terms together with the Base Prospectus.</p> <p>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 the Lead Manager (www.mpscapitalservices.it) 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.</p> <p>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable</p> <p>Whether tranche(s) has/have been reserved for certain countries: Not Applicable</p> <p>Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: Not Applicable</p> <p>Amount of any expenses and taxes specifically charged to the subscriber or purchaser: None</p> <p>Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place: Banca Monte dei Paschi di Siena S.p.A. Piazza Salimbeni, 3 53100 Siena – Italy Website: www.mps.it</p>
E4	Description of any interest that is material to the issue/offer including conflicting interests	<p>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> <p>The Issuer and Société Générale expect to enter into hedging transactions in order to hedge the Issuer's obligations under the Certificates. Should any conflicts of interest arise between (i) the responsibilities of Société Générale as Calculation Agent for the Certificates and (ii) the responsibilities of Société Générale as counterparty to the above mentioned hedging transactions, the Issuer and Société Générale hereby represent that such conflicts of interest will be resolved in a manner which respects the interests of the Certificateholders.</p> <p>MPS Capital Services Banca per le Imprese S.p.A. (“MPSCS”) and the Distributor are, with respect to the offer of the Certificates, in a position of conflict of interest with the investors as they are part of the same banking group (the Montepaschi Banking Group) and they have an economic interest in the distribution of the Certificates. MPSCS and the Distributor shall receive from Société Générale, respectively, the Structuring Fee and the Distribution Fee, as specified under paragraph 9(ii) above.</p> <p>MPSCS is also in a position of conflict of interest for the following reasons, it acts</p>

		<p>as hedging counterparty of Société Générale in relation to the Certificates, and it will act as Liquidity Provider, providing bid/ask quotes for the Certificates for the benefit of the holder of the Certificates. Also, the Certificates shall be admitted to trading on the systematic internalization system (“SIS”) denominated “De@IDone Trading” (“DDT”), exclusively managed by MPS Capital Services Banca per le Imprese S.p.A., on which MPSCS acts as sole manager (negoziatore unico).</p> <p>MPSCS accepts responsibility for the information contained in the third and fourth paragraphs of this Paragraph.</p>
E7	Estimated expenses charged to the investor by the Issuer or the offeror	Not Applicable. No expenses are charged to the investor by the Issuer or the Offeror

NOTA DI SINTESI DELL'EMISSIONE

Sezione A - Introduzione e avvertenze		
A.1	Avvertenza	<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 Certificates deve basarsi su una valutazione complessiva del Prospetto di Base.</p> <p>Qualora sia intrapresa un'azione legale in merito alle informazioni contenute nel Prospetto di Base dinanzi all'autorità giudiziaria, il ricorrente potrebbe dover sostenere i costi della traduzione del Prospetto di Base, prima dell'inizio del procedimento, ai sensi della legislazione nazionale degli Stati Membri.</p> <p>Solamente i soggetti che hanno compilato la presente nota di sintesi, compresa l'eventuale traduzione della stessa, ne rispondono civilmente, ma solo laddove la presente nota di sintesi risulti fuorviante, imprecisa o incoerente se letta congiuntamente alle altre parti del Prospetto di Base, ovvero laddove non fornisca, se letta congiuntamente alle altre parti del presente Prospetto di Base, le informazioni chiave in grado di aiutare l'investitore a decidere se investire o meno nei Certificates.</p>
A.2	Consenso all'utilizzo del Prospetto di Base	<p>L'Emittente consente l'utilizzo del presente Prospetto di Base in relazione alla rivendita o al collocamento dei Certificates nel caso in cui sia richiesta la pubblicazione di un prospetto ai sensi delle Direttiva Prospetti (una Offerta Pubblica) subordinatamente alle seguenti condizioni:</p> <p>(i) il consenso deve essere valido solamente durante il periodo da 08/07/2013 al 31/07/2013 (il Periodo di Offerta);</p> <p>(ii) gli unici soggetti autorizzati a utilizzare il Prospetto di Base per effettuare l'Offerta Pubblica (Offerenti) sono qualunque intermediario finanziario che comunichi sul proprio sito web di essere stato debitamente nominato quale Offerente nell'ambito dell'offerta dei Certificates durante il Periodo di Offerta e dichiari che, a tal fine, si baserà su quanto previsto nel Prospetto di Base, a condizione che tale intermediario finanziario abbia in effetti ricevuto tale mandato;</p> <p>(iii) il consenso sia valido solamente per l'utilizzo del presente Prospetto di Base nell'ambito di Offerte Pubbliche dei Certificates in Italia; e</p> <p>Qualunque Offerente che rientri nel precedente comma (ii) e che soddisfi tutte le altre condizioni qui sopra riportate e desideri utilizzare il Prospetto di Base in relazione a un'Offerta Pubblica è tenuto, nel momento opportuno, a rendere noto sul proprio sito web il fatto di fare affidamento sul Prospetto di Base ai fini di tale Offerta Pubblica con il consenso dell'Emittente.</p> <p>UN INVESTITORE CHE INTENDE ACQUISIRE O CHE ACQUISISCE CERTIFICATES NELL'AMBITO DI UN'OFFERTA PUBBLICA DA UN OFFERENTE DIVERSO DALL'EMITTENTE LO FARÀ, E LE OFFERTE E LE VENDITE DI TALI CERTIFICATES AD UN INVESTITORE DA PARTE DI TALE OFFERENTE SARANNO EFFETTUATE, IN CONFORMITÀ A TUTTI I TERMINI ED ALTRI ACCORDI IN ESSERE TRA TALE OFFERENTE E TALE INVESTITORE ANCHE IN MERITO AL PREZZO, AGLI ACCORDI DI ASSEGNAZIONE E DI REGOLAMENTO. L'INVESTITORE DEVE RIVOLGERSI ALL'OFFERENTE AL MOMENTO DI TALE OFFERTA CHIEDENDO CHE VENGANO FORNITE DETTE INFORMAZIONI E L'OFFERENTE SARÀ RESPONSABILE PER TALI INFORMAZIONI. NÉ L'EMITTENTE NÉ ALCUN</p>

		OPERATORE SONO IN ALCUN MODO RESPONSABILI VERSO L'INVESTITORE IN RELAZIONE A TALI INFORMAZIONI.
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Sezione B - Emittenti e Garante											
B.1	Denominazione e sociale e nome commerciale dell'Emittente	SG Issuer									
B.2	Domicilio, forma giuridica e Paese di costituzione	Domicilio: 15, boulevard Prince Henri, L-1724 Lussemburgo. Forma giuridica: Società per azioni (<i>société anonyme</i>). Legislazione di riferimento dell'Emittente: Diritto lussemburghese. Paese di costituzione: Lussemburgo.									
B.4b	Andamenti noti che influiscono sull'Emittente e sui settori in cui opera	SG Issuer prevede di iniziare la propria nuova attività in conformità al suo nuovo oggetto sociale nel corso del 2013.									
B.5	Descrizione del gruppo dell'Emittente e della sua posizione all'interno di tale gruppo	SG Issuer è una controllata del Gruppo Société Générale e non ha alcuna società controllata.									
B.9	Cifra del profitto previsto o stimato	Non applicabile. SG Issuer non fa alcuna previsione o stima dei propri utili.									
B.10	Natura di eventuali riserve nella relazione della società di revisione in merito ai dati finanziari storici	Non applicabile. La relazione della società di revisione non contiene alcuna riserva.									
B.12	Dati finanziari chiave storici selezionati relativi all'Emittente	<table border="1"> <thead> <tr> <th>(in migliaia €)</th> <th>31 dicembre 2012 (certificato)</th> <th>31 dicembre 2011 (certificato)</th> </tr> </thead> <tbody> <tr> <td>Ricavi di esercizio</td> <td>6805</td> <td>19835</td> </tr> <tr> <td>Utile di gestione</td> <td>5233</td> <td>5573</td> </tr> </tbody> </table>	(in migliaia €)	31 dicembre 2012 (certificato)	31 dicembre 2011 (certificato)	Ricavi di esercizio	6805	19835	Utile di gestione	5233	5573
(in migliaia €)	31 dicembre 2012 (certificato)	31 dicembre 2011 (certificato)									
Ricavi di esercizio	6805	19835									
Utile di gestione	5233	5573									

			Utile da operatività corrente	5233
			Totale attivo	447087
				5573
				69028
	Cambiamenti negativi rilevanti nelle prospettive dell'Emittente successivamente dalla data di pubblicazione del suo ultimo bilancio certificato	Non vi sono stati cambiamenti negativi rilevanti nelle prospettive di SG Issuer successivamente alla data di pubblicazione del suo ultimo bilancio certificato, datato 31 dicembre 2012.		
	Cambiamenti significativi nella posizione finanziaria o commerciale successivamente al periodo coperto dai dati finanziari storici	Non si sono verificati cambiamenti significativi nella posizione finanziaria o commerciale di SG Issuer successivamente alla data di pubblicazione del suo ultimo bilancio, datato 31 dicembre 2012.		
B.13	Eventi recenti relativi specificatamente all'Emittente che impattano in misura rilevante sulla valutazione della solvibilità dell'Emittente	Non si sono verificati Eventi recenti relativi specificatamente all'Emittente che impattano in misura rilevante sulla valutazione della solvibilità di ciascun Emittente.		
B.14	Dichiarazione in merito al fatto se l'Emittente dipende da altre entità del gruppo	<p>Si rimanda al precedentemente Elemento B.5 per informazioni sulla posizione di ciascun Emittente nell'ambito del Gruppo.</p> <p>SG Issuer dipende da Société Générale Bank & Trust che a sua volta dipende da Société Générale nell'ambito del Gruppo.</p>		
B.15	Attività principali dell'Emittente	SG Issuer è una società finanziaria la cui attività principale è quella di raccogliere fondi da concedere in prestito a Société Générale e altri membri del Gruppo.		
B.16	Per quanto a	SG Issuer è una controllata partecipata al 100% da Société Générale Bank &		

	<p>conoscenza dell'Emittente, se l'Emittente stessa è posseduta o controllata direttamente o indirettamente e da chi, e la natura di tale controllo</p>	<p>Trust S.A. che è a sua volta una controllata di Société Générale ed è interamente consolidata.</p>
B.17	<p>Rating creditizi assegnati all'Emittente o ai suoi titoli di debito</p>	<p>Nessun rating è stato assegnato a SG Issuer.</p> <p>I Certificates da emettere non hanno ricevuto il rating creditizio.</p>
B.18	<p>Natura e ambito della garanzia</p>	<p>L'esatto e puntuale pagamento di qualunque importo dovuto da SG Issuer in relazione ai Certificates emessi da SG Issuer sarà garantito incondizionatamente e irrevocabilmente dal Garante come previsto nella Garanzia, fermo restando che tale Garanzia non sarà applicabile a quelle Serie di Certificates emessi alla data della Garanzia stessa o successivamente a tale data da SG Issuer nella misura in cui, alla Data di Emissione di tale Serie di Certificates la somma di (A) l'Importo Nominale Aggregato di tale Serie di Certificates e (B) gli Importi Nominali Aggregati di ciascuna Serie di Certificates emessi dagli Emittenti e in circolazione a tale Data di Emissione, in ciascun caso, convertiti in Euro al cambio a pronti in tale Data di Emissione, sia pari ad un importo superiore a 125.000.000.000 EURO</p>
B.19	<p>Informazioni in merito al garante come se questi fosse l'emittente del medesimo tipo di valori mobiliari oggetto della garanzia</p>	<p>Le informazioni in merito a Société Générale come se questa fosse l'emittente del medesimo tipo di Certificates oggetto della Garanzia sono riportate, rispettivamente, nei precedenti Elementi B.1, B.2, B.4b, B.5, B.9, B.10, B.12, B.13, B.14, B.15, B.16 e B.17.</p> <p>B.1: Société Générale</p> <p>B.2: Domicilio: 29, boulevard Haussmann, 75009 Parigi, Francia. Forma giuridica: Società per azioni (<i>société anonyme</i>). Legislazione di riferimento dell'Emittente: Diritto Francese. Paese di costituzione: Francia.</p> <p>B.4b</p> <p>Deterioramento rilevante ma irregolare nella realtà economica globale; raccomandazione della European Banking Authority di ottenere un Core Tier 1 di almeno il 9% ai sensi di Basilea 2.5 a partire dal 30 giugno 2012; la relazione di Vickers per quanto riguarda il Regno Unito suggerisce di delimitare le attività bancarie al dettaglio nell'ambito delle banche universali (questione che sarà trattata dall'Unione Europea nel 2012); altri argomenti che vengono monitorati dal Consiglio sulla Stabilità finanziaria comprendono, tra l'altro, l'armonizzazione degli standard contabili, le prassi di compensazione, il funzionamento dei mercati in derivati OTC. Negli Stati Uniti la legge nota come Dodd-Frank Act ha gettato le basi per una supervisione e controllo sistemici del rischio di determinate attività delle Banche Corporate e di Investimento; in Francia un'imposta sulle transazioni finanziarie è stata</p>

	<p>introdotta nel 2012.</p> <p>B.5 Société Générale è la capogruppo del Gruppo Société Générale. Il Gruppo Société Générale offre servizi di consulenza e di altra natura a clienti persone fisiche, società e istituzioni nell'ambito di tre linee di business principali:</p> <ul style="list-style-type: none"> - Retail Banking in Francia con i marchi Société Générale, Crédit du Nord e Boursorama; - Retail Banking Internazionale , presente in Europa Centrale e Orientale, Russia, Bacino del Mediterraneo, Africa Sub-sahariana, Asia e nei Territori Francesi d'Oltremare; e - Corporate e Investment Banking con una vasta competenza in investment banking, finanza e attività di mercato <p>B.9 Non applicabile. Société Générale non fa alcuna previsione o stima dei propri utili.</p> <p>B.10 Non applicabile. La relazione della società di revisione non contiene alcuna riserva.</p> <p>B.12</p>																																																																					
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		Attivo (in miliardi di EUR)	
		Totale attivo e passivo	1.250,7 1.181,4
		Finanziamenti a clientela	350,2 367,5
		Depositi da clientela	337,2 340,2
		Patrimonio Netto (in miliardi di Euro)	
		Patrimonio netto del Gruppo	49,8 47,1
		Totale patrimonio netto consolidato	54,1 51,1
		B.13	
		Non si sono verificati Eventi recenti relativi specificatamente all'Emittente che impattano in misura rilevante sulla valutazione della solvibilità di ciascun Emittente.	
		B.14	
		Si rimanda al precedentemente Elemento B.5 per informazioni sulla posizione di ciascun Emittente nell'ambito del Gruppo.	
		Société Générale è la holding finale del Gruppo. Tuttavia, Société Générale gestisce una propria attività; non opera semplicemente in qualità di holding rispetto alle proprie controllate.	
		B.15	
		Scopo di Société Générale è, ai sensi di quanto disposto dalle leggi e normative applicabili agli istituti di credito, quello di svolgere, nei confronti di persone fisiche e giuridiche, in Francia o all'estero:	
		<ul style="list-style-type: none"> • operazioni bancarie di qualsiasi genere; • qualsiasi transazione connessa ad operazioni bancarie, tra cui in particolare servizi di investimento o servizi affini secondo quanto elencato agli articoli L. 321-1 e L. 321-2 del Codice Monetario e Finanziario francese; • qualsiasi genere di acquisizione di partecipazioni in altre società. 	
		Société Générale può altresì, su base regolare, secondo quanto specificato nelle condizioni fissate dal Comitato francese della regolamentazione bancaria e finanziaria, impegnarsi in qualsiasi transazione diversa da quelle sopra menzionate, comprese, nello specifico, attività di intermediazione in campo assicurativo.	
		Di regola, Société Générale può eseguire, per proprio conto, per conto di un terzo o congiuntamente per proprio conto o per conto di un terzo, qualsiasi operazione finanziaria, commerciale, industriale, agricola, mobiliare o immobiliare, che sia direttamente o indirettamente connessa alle attività sopraindicate oppure suscettibile di facilitarne la conclusione.	
		B.16	
		Société Générale non è posseduta né controllata da alcuna capo gruppo.	

		<p>B.17</p> <p>Société Générale ha un rating di A2 assegnato da Moody's Investors Services, di A assegnato da Standard and Poor's e di A+ assegnato da Fitch Ratings.</p>
Sezione C – Valori mobiliari		
C.1	Tipologia e classe dei valori mobiliari offerti e/o ammessi alle contrattazioni, compreso qualunque numero identificativo del valore mobiliare	<p>I Certificates sono Certificates correlati ai corsi azionari.</p> <p>Sistema (o sistemi) di compensazione: Clearstream/Euroclear</p> <p>Codice ISIN: XS0867731126</p>
C2	Valuta dei valori mobiliari emessi	<p>Valuta o Valute Specificate: EUR</p>
C5	Eventuali limitazioni alla libera trasferibilità dei valori mobiliari	<p>Non vi è alcuna limitazione alla libera trasferibilità dei Certificates, subordinatamente alle restrizioni di vendita e trasferimento eventualmente in vigore in talune giurisdizioni.</p>
C8	Diritti annessi ai valori mobiliari, ivi compreso il godimento e i limiti di detti diritti e le procedure per il loro esercizio.	<p>Godimento</p> <p>I Certificates non garantite saranno obbligazioni dirette, incondizionate, non garantite e non subordinate dell'Emittente e avranno godimento regolare senza alcuna preferenza tra loro e (subordinatamente a quelle eccezioni di volta in volta eventualmente esistenti ai sensi delle leggi applicabili) avranno almeno i medesimi diritti di tutte le altre obbligazioni dirette, incondizionate, non garantite e non subordinate dell'Emittente in circolazione, presenti e future.</p> <p>Eventi di Inadempimento</p> <p>I termini dei Certificates emesse prevedranno i seguenti eventi di inadempimento:</p> <ul style="list-style-type: none"> - l'Emittente è inadempiente rispetto al pagamento degli interessi o del capitale alla loro scadenza o in relazione alla consegna delle Attività Consegnabili in relazione ai Certificates; oppure - l'Emittente è inadempiente nell'esecuzione di qualsivoglia altro obbligo ai sensi dei Termini e delle Condizioni; oppure - l'Emittente promuove un procedimento per l'ottenimento di una sentenza di insolvenza o fallimento o qualunque altra misura ai sensi di qualunque legge sull'insolvenza o sul fallimento o altra legge simile che influisca sui diritti dei creditori, ovvero laddove tale procedimento venga istituito da un organo normativo, di supervisione o da qualunque altro funzionario pubblico analogo avente giurisdizione primaria sull'Emittente in merito a insolvenza, riabilitazione o regolamentazione nella giurisdizione di costituzione ovvero nella giurisdizione in cui ha la propria direzione generale o sede centrale, ovvero laddove venga

		<p>presenta una istanza per il suo scioglimento o liquidazione da parte sua o di detto funzionario normativo, di supervisione o altro, fermo restando che i procedimenti promossi o le petizioni presentate dai creditori e non ammessi dall'Emittente non costituiranno un Evento di Inadempimento; oppure</p> <p>la Garanzia cessa di essere pienamente in vigore ed efficacia in relazione ai Certificates ovvero il Garante presenta una notifica che comporterebbe la cessazione del vigore e dell'efficacia della Garanzia in relazione ai Certificates</p> <p>Diritto applicabile</p> <p>I Certificates e qualsiasi altra obbligazione non contrattuale derivante dai o connessi ai Certificates saranno regolate da e interpretate secondo il diritto inglese.</p>
C9	Tasso d'interesse nominale	Non applicabile
	Data a decorrere dalla quale gli interessi diventano pagabili e date di pagamento degli interessi	Non applicabile
	Laddove il tasso sia diverso dal tasso fisso, la descrizione del sottostante su cui viene determinato tale tasso	Non applicabile
	Data di scadenza e accordi per l'ammortamento del finanziamento, comprese le procedure di rimborso	Non applicabile
	Indicazione del rendimento	Non applicabile
	Nome del rappresentante	Non applicabile

	nte dei titolari dei titoli di debito	
C10	Spiegazione chiara e comprensibile che aiuti gli investitori a comprendere come il valore del loro investimento viene influenzato dal valore dello strumento(i) sottostante(i), specialment e nei casi in cui i rischi sono più evidenti	Si veda l'Elemento C15 di seguito
C11	Indicazione del fatto se i valori mobiliari offerti siano o saranno oggetto di una richiesta di ammissione alle contrattazioni, nell'ottica di ottenerne la distribuzione e su un mercato regolamentato o in altri mercati equivalenti, con l'indicazione dei mercati in questione	<p>Le Note non saranno quotate su un mercato regolamentato o su altri mercati equivalenti.</p> <p>MPSCS presenterà domanda di ammissione alle negoziazioni dei Certificates sull'internalizzatore sistematico ("SIS") denominato "De@IDone Trading" ("DDT"), gestito esclusivamente da MPSCS, che agirà quale negoziatore unico, come disciplinato dal relativo Regolamento applicabile pubblicato sul sito internet www.mpscapitalservices.it,</p>
C15	Come il	In base alle caratteristiche dei Certificates, i Portatori dei Certificates non hanno

	<p>valore dell'investimento viene influenzato dal valore dello strumento(i) sottostante(i), salvo laddove i valori nominali abbiano tagli da almeno 100.000 EUR.</p>	<p>diritto di ricevere nessun pagamento periodico durante la vita dei Certificates. Alla scadenza, i Portatori dei Certificates riceveranno un importo totalmente legato alla performance del Sottostante. Il rendimento dipende dal fatto che la performance del sottostante raggiunga o non raggiunga una predeterminata soglia. Di conseguenza, un piccolo movimento verso il basso o verso l'alto, vicino alla soglia, del sottostante può comportare un aumento o una diminuzione significativi del rendimento dei Certificates</p> <p>Il rendimento di queste Note è legato alle performance del sottostante calcolata a predeterminate Date di Valutazione indipendentemente dal valore di tale sottostante tra queste date.</p> <p>Come risultato, il Prezzo di Chiusura del Sottostante in queste date influenzerà il valore dei Titoli più di ogni altro singolo fattore. In queste note, a scadenza, i Portatori potrebbero non ricevere l'importo inizialmente investito.</p> <p>I Portatori dei Certificates hanno diritto a ricevere un Importo di Esercizio Finale che può, in caso di un'evoluzione sfavorevole del sottostante durante la durata del prestito, essere significativamente inferiore all'importo inizialmente investito per Nota.</p> <p>In applicazione delle disposizioni contenute nei Termini e Condizioni aggiuntive, in caso di Eventi Straordinari e Aggiustamenti del Sottostante, l'Agente di Calcolo può decidere un Rimborso Anticipato dei Certificates sulla base del Valore di Mercato.</p>
<p>C16</p>	<p>La data di scadenza dei valori mobiliari derivati - la data di esercizio o la data di riferimento finale</p>	<p>La data di scadenza dei Certificates sarà 06/08/2015.</p>
<p>C17</p>	<p>Procedure di regolamento dei valori mobiliari derivati</p>	<p>Consegna per contanti o Consegna fisica</p>
<p>C18</p>	<p>Come si ottiene il rendimento sui valori mobiliari derivati</p>	<p>Ai sensi delle disposizioni dei Termini e Condizioni Aggiuntive relative all' attività sottostante e al verificarsi di determinati eventi straordinari e aggiustamenti che influenzino l' attività sottostante, l'Agente di Calcolo può decidere di rimborsare anticipatamente i Certificates sulla base del valore di mercato.</p> <p>I Certificates saranno rimborsabili a scadenza e l'Importo di Esercizio Finale sarà pari a Denominazione Specificata moltiplicato la formula applicabile.</p>

C19	Prezzo di esercizio o prezzo di riferimento finale del sottostante	Prezzo di riferimento finale: Valore dell' attività sottostante alla data di valutazione rilevante per il rimborso, soggetto al verificarsi di determinati eventi straordinari e rettifiche connesse a tale/i attività sottostante/i										
C20	Tipo di sottostante e informazioni su dove reperire le informazioni sul sottostante	<table border="1"> <thead> <tr> <th data-bbox="527 499 683 604">Index Name</th> <th data-bbox="683 499 846 604">Bloomberg Ticker</th> <th data-bbox="846 499 1084 604">Index Sponsor</th> <th data-bbox="1084 499 1252 604">Exchange</th> <th data-bbox="1252 499 1360 604">Website</th> </tr> </thead> <tbody> <tr> <td data-bbox="527 604 683 1024">Euro Stoxx Select dividend 30 Index</td> <td data-bbox="683 604 846 1024">SD3E</td> <td data-bbox="846 604 1084 1024">Stoxx Limited</td> <td data-bbox="1084 604 1252 1024">Each exchange on which the securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor</td> <td data-bbox="1252 604 1360 1024">www.stoxx.com</td> </tr> </tbody> </table>	Index Name	Bloomberg Ticker	Index Sponsor	Exchange	Website	Euro Stoxx Select dividend 30 Index	SD3E	Stoxx Limited	Each exchange on which the securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor	www.stoxx.com
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Euro Stoxx Select dividend 30 Index	SD3E	Stoxx Limited	Each exchange on which the securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor	www.stoxx.com								
C21	Indicazione del mercato in cui i valori mobiliari saranno negoziati e per cui il prospetto è stato pubblicato	Si rimanda al precedente Elemento C.11.										

Sezione D -Rischi		
D2	Informazioni chiave in merito ai principali rischi specifici dell'Emitte nte	<p>Il Gruppo è esposto ai rischi intrinseci della propria attività principale.</p> <p>La gestione del rischio del Gruppo si concentra sulle seguenti categorie di rischi principali, qualunque dei quali potrebbe avere un effetto negativo rilevante sull'attività, sui risultati operativi e sulla situazione finanziaria del Gruppo.</p> <p>Il rischio di credito e di controparte (compreso il rischio paese): rischio di perdite generate dall'incapacità dei clienti del Gruppo, emittenti o altre controparti di rispettare i propri impegni finanziari. Il rischio di credito comprende il rischio controparte collegato alle operazioni di mercato (rischio sostituzione) oltre alle attività di cartolarizzazione.</p> <p>Rischio di Mercato: il rischio di perdita di valore su strumenti finanziari risultante da cambiamenti nei parametri di mercato, volatilità di detti parametri e le correlazioni tra tali fattori.</p>

	<p>Rischi Operativi: rischio di perdite o sanzioni a seguito di inadeguatezze o mancanze riscontrate nelle procedure o nei sistemi interni, di errore umano o di eventi esterni;</p> <p>Rischio strutturale tassi di interesse e tassi di cambio: rischio di perdita o di deprezzamenti nell'attivo del Gruppo a seguito di variazioni nei tassi di interesse o nei cambi.</p> <p>Rischio Liquidità: il Rischio che il Gruppo non sia in grado di soddisfare, al loro manifestarsi, le proprie esigenze di liquidità o di collaterale a costi ragionevoli.</p> <p>La Garanzia costituisce un obbligo contrattuale generale e non garantito del Garante e di nessun altro, qualunque pagamento sui Certificates dipende altresì dall'affidabilità creditizia del Garante.</p> <p>Si richiama l'attenzione di coloro che desiderano investire nei Certificates che beneficiano della Garanzia, sul fatto che gli importi cui hanno diritto i Detentori dei Certificates si limiteranno agli importi ottenuti tramite una rivendicazione ai sensi della Garanzia, e delle relative disposizioni della Garanzia e, solo in relazione ai Certificates Garantiti, agli importi ottenuti a seguito dell'applicazione del relativo Contratto di Pegno.</p> <p>La Garanzia è solo una garanzia di pagamento e non una garanzia sulla performance del relativo Emittente né di alcuno dei suoi altri obblighi ai sensi dei Certificates che beneficiano della Garanzia.</p> <p>La Garanzia può coprire solo parte degli obblighi di pagamento del relativo Emittente ai sensi della rispettiva serie di Certificates. In tal caso, i Detentori dei Certificates potrebbero essere comunque esposti al rischio che i pagamenti ai sensi dei Certificates siano inferiori agli importi pagabili dall'Emittente ai sensi dei Certificates.</p> <p>Société Générale opererà in qualità di emittente ai sensi del Programma, di Garante dei Certificates emesse da SG Issuer, SGA Société Générale Acceptance N.V. e SG Option Europe e anche quale fornitore di strumenti di copertura per ciascun 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, nell'assumersi i 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 divisioni differenti all'interno del Garante saranno responsabili dell'implementazione della Garanzia e della fornitura di strumenti di copertura, e che ogni divisione viene gestita come unità operativa separata, segregata da barriere contro la circolazione delle informazioni note anche come Muraglie Cinesi e viene gestita da team di gestione differenti.</p> <p>Gli Emittenti e il Garante, e qualunque delle rispettive controllate e/o affiliate, in relazione alle loro altre 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 Detentori dei Certificates.</p> <p>Gli Emittenti e il Garante e qualunque delle rispettive controllate e/o affiliate</p>
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		<p>possono operare in altre vesti in relazione ai Certificates, come ad esempio in qualità di market maker, agente di calcolo o agente. Pertanto, è possibile che si verifichi un potenziale conflitto d'interessi.</p> <p>In relazione all'offerta dei Certificates, gli Emittenti e il Garante e/o le rispettive affiliate possono stipulare uno o più transazioni di copertura in relazione a uno o più beni di riferimento o relativi derivati, che potrebbero influire sul prezzo di mercato, sulla liquidità o sul valore dei Certificates.</p>
D3	Informazioni chiave in merito ai principali rischi specifici dei valori mobiliari	<ul style="list-style-type: none"> • I pagamenti (sia in relazione alla linea capitale sia agli interessi, e sia a scadenza che altrimenti) sui Certificates Strutturati sono calcolati con riferimento a determinati valori sottostanti, il rendimento dei Certificates si basa sui cambiamenti del valore del sottostante, il quale è soggetto a oscillazioni. Si richiama l'attenzione dei potenziali investitori sul fatto che i Certificates potrebbero essere volatili e che gli investitori potrebbero non percepire alcuni interesse e perdere tutto o una parte sostanziale del capitale. • Il tasso di interesse o l'importo di rimborso di determinati Certificates potrebbe essere correlato al verificarsi o meno di taluni eventi non legati all'Emittente o al Garante, quali il credito, i livelli dei prezzi, il tempo atmosferico o eventi sportivi, il cui verificarsi esula dal controllo dell'Emittente e del Garante, e i Detentori dei Certificates sono soggetti al rischio che tale evento si verifichi o meno, a seconda del caso. • I Termini e Condizioni possono prevedere disposizioni ai sensi delle quali il verificarsi di determinate turbative di mercato potrebbe comportare ritardi nel regolamento dei Certificates ovvero determinate modifiche ai termini dei Certificates stesse. Inoltre, al verificarsi di determinati eventi, l'Emittente potrebbe rimborsare anticipatamente i Certificates.
D6	Avvertenze e importanti per l'investitore	<p>TALUNE EMISSIONI DI CERTIFICATES POTREBBERO NON ESSERE ADEGUATE A TUTTI GLI INVESTITORI NESSUN INVESTITORE DOVREBBE ACQUISTARE CERTIFICATES A MENO DI NON COMPRENDERE ED ESSERE IN GRADO DI AFFRONTARE I RISCHI DI RENDIMENTO, LIQUIDITÀ DI MERCATO, STRUTTURALI, RIMBORSO E GLI ALTRI RISCHI ASSOCIATI AI CERTIFICATES.</p> <p>GLI INVESTITORI POTREBBERO SOSTENERE LA PERDITA DELL'INTERO LORO INVESTIMENTO E DEVONO PERTANTO GIUNGERE A UNA DECISIONE DI INVESTIMENTO SUI CERTIFICATES SOLO DOPO ATTENTA VALUTAZIONE ASSIEME AI PROPRI CONSULENTI IN MERITO ALL'ADEGUATEZZA DI TALE ACQUISTO ALLA LUCE DELLA LORO PARTICOLARE SITUAZIONE FINANZIARIA.</p>

Sezione E - Offerta		
E2b	Motivi dell'offerta e utilizzo dei proventi	<p>I proventi netti di ciascuna emissione di Certificates saranno utilizzati ai fini del finanziamento generico del gruppo Société Générale, ivi compreso per il perseguimento di un profitto.</p>

	laddove diverso dal profitto e/o dalla copertura di determinat i rischi	
E3	Descrizione e dei termini e delle condizioni dell'offerta	<p>Giurisdizione (Giurisdizioni) dell'Offerta Italia Pubblica</p> <p>Periodo dell'Offerta:</p> <p>Dal 08/07/2013 (incluso) al 31/07/2013 (incluso), in Italia, salvo in caso di chiusura anticipata o di proroga.</p> <p>Il Periodo di Offerta dei Certificates collocati mediante offerta fuori sede (ai sensi dell'art. 30 del Decreto Legislativo n. 58 del 28.02.1998, come modificato, il "Testo Unico della Finanza") sarà compreso tra il 08/07/2013 (incluso) e il 24/07/2013 (incluso), salvo in caso di chiusura anticipata o proroga.</p> <p>Ai sensi dell'articolo 30, comma 6, del Testo Unico della Finanza, la validità e l'efficacia delle sottoscrizioni effettuate fuori sede è sospesa per un periodo di sette giorni dalla data della sottoscrizione. Durante tale periodo, gli investitori hanno il diritto di recedere dalle sottoscrizioni senza che venga applicato alcun costo o commissione, attraverso comunicazione inviata al Distributore.</p> <p>L'Emittente, previo accordo con il Lead Manager, può in ogni momento e per qualunque ragione terminare anticipatamente o prorogare il Periodo di Offerta. In tale caso, la relativa comunicazione agli investitori di chiusura anticipata o di proroga, a</p>

		<p>seconda dei casi, sarà pubblicata sul sito internet dell'Emittente, di MPSCS e del Distributore</p> <p>Prezzo di Offerta: Le Note saranno offerte al Prezzo di Emissione, di cui il 3,20% rappresenta la somma di Commissione di Strutturazione e di Collocamento pagabile dall'Emittente Upfront a MPSCS e al Distributore, rispettivamente, tramite MPSCS.</p> <p>Condizioni a cui è subordinata l'offerta: L'offerta dei Certificates è condizionata alla loro emissione e ad ogni altra condizione addizionale prevista dalle condizioni operative standard degli Intermediari Finanziari, notificate agli investitori da tali Intermediari Finanziari rilevanti.</p> <p>L'Emittente si riserva il diritto, in accordo con MPSCS, di revocare l'offerta e cancellare l'emissione dei Certificates per qualsiasi motivo ed in qualsiasi momento, prima della o alla Data di Emissione. Per evitare ogni dubbio, resta inteso che, qualora un potenziale investitore abbia presentato una qualsiasi richiesta di sottoscrizione e l'Emittente eserciti tale diritto, il potenziale investitore non avrà il diritto di sottoscrivere o acquistare in altro modo i Certificates.</p> <p>Descrizione del processo di richiesta: Non Applicabile</p> <p>Descrizione della possibilità di ridurre le sottoscrizioni e metodo di rimborso degli importi pagati in eccesso dai sottoscrittori: Non Applicabile</p> <p>Dettagli sul minimo e/o massimo importo di richiesta di sottoscrizione: Non Applicabile</p> <p>Dettagli sul metodo e sui limiti di tempo per il pagamento e la consegna delle Obbligazioni: I Certificates saranno emessi alla Data di Emissione a fronte del pagamento all'Emittente dell'ammontare di sottoscrizione netto.</p>
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		<p>In ogni caso, il regolamento e la consegna dei Certificates saranno eseguiti attraverso il Dealer sopra menzionato. Il Distributore notificherà agli investitori, come descritto nel paragrafo "DISTRIBUZIONE", la loro allocazione dei Certificates e le relative modalità di regolamento.</p> <p>Il regolamento e la consegna dei titoli saranno effettuati per il tramite del Dealer sopra menzionato soltanto per ragioni tecniche. Tuttavia, l'Emittente sarà il solo offerente e come tale assume ogni responsabilità in relazione alle informazioni contenute nelle Condizioni Definitive congiuntamente al Prospetto di Base.</p> <p>Modalità e data in cui i risultati dell'offerta devono essere resi pubblici: Pubblicazione sul sito web dell'Emittente http://prospectus.socgen.com e del Responsabile del Collocamento (www.mpscapitalservices.it) e in un quotidiano di generale circolazione nel luogo/i rilevante di quotazione e/o dell'offerta al pubblico alla fine del periodo di sottoscrizione se richiesto dalla regolamentazione locale.</p> <p>Procedura per esercitare qualunque diritto di prelazione, negoziabilità dei diritti di sottoscrizione e trattamento dei diritti di sottoscrizione non esercitati: Non Applicabile</p> <p>Se la o le tranche sono riservate a determinati Paesi: Non Applicabile</p> <p>Processo di notificazione ai richiedenti dell'importo assegnato ed indicazione se la negoziazione può essere avviata prima che venga effettuata la notifica: Non Applicabile</p> <p>Importo di qualunque spesa ed imposta specificatamente addebitato al sottoscrittore o acquirente: Nessuno</p> <p>Nome(i) ed indirizzo(i), nella misura in cui sono noti all'Emittente, dei collocatori nei vari Paesi dove si tiene l'offerta.: Banca Monte dei Paschi di Siena S.p.A.</p>
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		<p>Piazza Salimbeni, 3 53100 Siena – Italy Website: www.mps.it</p>
E4	<p>Descrizione di qualunque interesse rilevante per l'emissione/offerta, compresi i conflitti di interesse</p>	<p>Ad eccezione delle eventuali commissioni dovute al Distributore, e per quanto l'Emittente ne è consapevole, nessuna persona coinvolta nell'emissione dei Certificates ha un interesse rilevante nell'Offerta.</p> <p>L'Emittente e Société Générale prevedono di concludere operazioni di copertura per realizzare la copertura degli obblighi dell'Emittente derivanti dai <i>Certificates</i>. Qualora sorgessero conflitti di interesse tra (i) le responsabilità di Société Générale come Agente per il Calcolo dei <i>Certificates</i> e (ii) le responsabilità di Société Générale come controparte nelle operazioni di copertura sopra menzionate, l'Emittente e Société Générale con il presente documento dichiarano che tali conflitti di interesse saranno risolti in modo da rispettare gli interessi dei Portatori dei <i>Certificates</i>.</p> <p>MPS Capital Services Banca per le Imprese S.p.A. (“MPSCS”) e il Distributore sono, per quanto concerne l'offerta dei <i>Certificates</i>, in una posizione di conflitto di interessi con gli investitori poiché sono parte dello stesso gruppo bancario (il Gruppo Bancario Montepaschi) e hanno interessi economici in relazione al collocamento dei <i>Certificates</i>. MPSCS e il Distributore riceveranno da Société Générale, rispettivamente, la Commissione di Strutturazione e la Commissione di Collocamento, come specificato nel precedente paragrafo 9.</p> <p>MPSCS è anche in una posizione di conflitto d'interessi per le seguenti ragioni: agisce come controparte di copertura di Société Générale in relazione ai <i>Certificates</i> e agirà come Liquidity Provider, fornendo quotazioni acquisto/vendita per i <i>Certificates</i> a beneficio dei Portatori dei Certificates. Inoltre, verrà fatta richiesta per l'ammissione dei Certificates alle negoziazioni sul sistema di internalizzazione sistematica (SIS) denominato "De@IDoneTrading"(DDT), gestito esclusivamente da MPSCS, sul quale MPSCS agisce come negoziatore unico.</p> <p>MPSCS si assume la responsabilità per le informazioni contenute nel terzo e quarto paragrafo del presente Paragrafo 3.</p>
E7	<p>Costi stimati addebitati all'investitore dall'Emittente o dall'offerente</p>	<p>Non Applicabile. Non vi sono costi addebitati all'investitore dall'Emittente o dall'Offerente.</p>