

Dated 3 October 2014

SG ISSUER**Issue of EUR 120,000 Notes due 7 October 2020**
Unconditionally and irrevocably guaranteed by Société Générale
under the Debt Instruments Issuance Programme**PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth under the heading “*Terms and Conditions of the English Law Notes and the Uncertificated Notes*” in the Base Prospectus dated 29 April 2014. This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with the Base Prospectus and the supplement(s) to such Base Prospectus dated 04/06/2014 and 24/06/2014 and 13/08/2014 and 10/09/2014 and any other supplement published prior to the Issue Date (as defined below) (**the Supplement(s)**); provided, however, that to the extent such Supplement (i) is published after these Final Terms have been signed or issued and (ii) provides for any change to the Conditions as set out under the heading “*Terms and Conditions of the English Law Notes and the Uncertificated Notes*”, such change shall have no effect with respect to the Conditions of the Notes to which these Final Terms relate. Full information on the Issuer, the Guarantor, if any, and the offer of the Notes 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 Notes 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 Notes in the United States or to, or for the account or benefit of, U.S. Persons. 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 Notes 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 Notes 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:	62427EN/14.10
	(ii)	Tranche Number:	1
	(iii)	Date on which the Notes become fungible:	Not Applicable
2.		Specified Currency :	EUR
3.		Aggregate Nominal Amount:	
	(i)	-Tranche:	EUR 120,000
	(ii)	-Series:	EUR 120,000
4.		Issue Price:	100% of the Aggregate Nominal Amount
5.		Specified Denomination:	EUR 1,000
6.	(i)	Issue Date :	7 October 2014
	(ii)	Interest Commencement Date :	Not Applicable

7.	Maturity Date:	7 October 2020
8.	Governing law :	English law
9.	(i) Status of the Notes:	Unsecured
	(ii) Date of corporate authorisation obtained for the issuance of Notes:	Not Applicable
	(iii) Type of Structured Notes:	Index Linked Notes The provisions of the following Additional Terms and Conditions apply: Additional Terms and Conditions for Index Linked Notes
	(iv) Reference of the Product:	Not Applicable
10.	Interest Basis :	See section "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE" below.
11.	Redemption/Payment Basis :	See section "PROVISIONS RELATING TO REDEMPTION" below.
12.	Issuer's/ Noteholders' redemption option:	See section "PROVISIONS RELATING TO REDEMPTION" below.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13.	Fixed Rate Note Provisions:	Not Applicable
14.	Floating Rate Note Provisions:	Not Applicable
15.	Structured Interest Note Provisions:	Not Applicable
16.	Zero Coupon Note Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17.	Redemption at the option of the Issuer:	Not Applicable
18.	Redemption at the option of the Noteholders:	Not Applicable
19.	Automatic Early Redemption:	Applicable as per Condition 5.9 of the General Terms and Conditions
	(i) Automatic Early Redemption Amount(s):	Unless previously redeemed, if an Automatic Early Redemption Event has occurred, then the Issuer shall redeem early the

Notes on Automatic Early Redemption Date(i) (i from 1 to 5), in accordance with the following provisions in respect of each Note:

Automatic Early Redemption Amount(i) = Specified Denomination x [100% + i x 13.5%]

Definitions relating to the Automatic Early Redemption Amount are set out in paragraph "Definitions relating to the Product" of the section "DEFINITIONS APPLICABLE TO INTEREST (IF ANY), REDEMPTION AND THE UNDERLYING(S) IF ANY" below.

(ii) Automatic Early Redemption Date(s):

Automatic Early Redemption Date(i):
(i from 1 to 5):

14 October 2015, 14 October 2016, 16 October 2017, 15 October 2018 and 15 October 2019

20. Final Redemption Amount:

Unless previously redeemed, the Issuer shall redeem the Notes on the Maturity Date, in accordance with the following provisions in respect of each Note:

Scenario 1:

If on Valuation Date(6), WorstPerformance(6) is higher than or equal to 0%, then:

Final Redemption Amount = Specified Denomination x [100% + 6 x 13.5%]

Scenario 2:

If on Valuation Date(6), WorstPerformance(6) is lower than 0%, and a European Knock-In Event has not occurred, then:

Final Redemption Amount = Specified Denomination x 100%

Scenario 3:

If on Valuation Date(6), WorstPerformance(6) is lower than 0%, and a European Knock-In Event has occurred, then:

Final Redemption Amount = Specified Denomination x [100% + WorstPerformance(6)]

Definitions relating to the Final Redemption Amount are set out in paragraph "Definitions relating to the Product" of the section "DEFINITIONS APPLICABLE TO INTEREST (IF ANY), REDEMPTION AND THE UNDERLYING(S) IF ANY" below.

21. Physical Delivery Note Provisions:

Not Applicable

22. Credit Linked Notes Provisions:

Not Applicable

23. Bond Linked Notes Provisions:

Not Applicable

24. Trigger redemption at the option of the Issuer:

Not Applicable

25. **Early Redemption Amount payable on Event of Default or, at the option of the Issuer, on redemption for taxation or regulatory reasons :** Market Value

PROVISIONS APPLICABLE TO THE UNDERLYING(S) IF ANY

26. (i) **Underlying(s):**

The following Indices (each an "Underlying(k)" and together the "Basket") as defined below:

k	Index Name	Bloomberg Code	Index Sponsor	Exchange	Website
1	HANG SENG CHINA ENTERPRISES INDEX	HSCEI	HSI SERVICES LTD	THE STOCK EXCHANGE OF HONG KONG LIMITED	http://www.hsi.com.hk/HSI-Net/
2	EURO STOXX 50®	SX5E	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(s) and volatility:** The information relating to the past and future performances of the Underlying(s) and volatility are available on the website, or Reuters or Bloomberg, as the case may be, specified in the table above 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 Notes), at the office of the Agent in Luxembourg and at the office of the Principal Swiss Paying Agent in Switzerland if any.
- (iii) **Provisions relating, amongst others, to the Market Disruption Event(s) and/or Extraordinary Event(s) and/or Monetisation until the Maturity Date and/or any additional disruption event(s) as described in the relevant Additional Terms and Conditions for Structured Notes:** The provisions of the following Additional Terms and Conditions apply:
Additional Terms and Conditions for Index Linked Notes
- (iv) **Other information relating to the Underlying(s):** Information or summaries of information included herein with respect to the Underlying(s), has been extracted from general databases released publicly or by any other available information.

Each of the Issuer and the Guarantor confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published, no facts have been omitted which would render the reproduced information inaccurate or misleading.

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

27.	(i)	Definitions relating to date(s):	Applicable
		Valuation Date(0)	7 October 2014
		Valuation Date(i) (i from 1 to 6)	7 October 2015; 7 October 2016; 9 October 2017; 8 October 2018; 8 October 2019 and 28 September 2020
	(ii)	Definitions relating to the Product:	Applicable, subject to the provisions of the Additional Terms and Conditions relating to Formulae.
		S(i,k) (i from 0 to 6) (k from 1 to 2)	means in respect of any Valuation Date(i), the Closing Price of the Underlying k, as defined in Condition 4.0 of the Additional Terms and Conditions relating to Formulae.
		Strike(k) (k from 1 to 2)	$100\% \times S(0,k)$
		Knock-In Threshold(k) (k from 1 to 2)	$70\% \times S(0,k)$
		Performance(i,k) (i from 1 to 6) (k from 1 to 2)	means $(S(i,k) / S(0,k)) - 100\%$, as defined in Condition 4.1 of the Additional Terms and Conditions relating to Formulae
		WorstPerformance(i) (i from 1 to 6)	means the Minimum, for k from 1 to 2, of Performance(i,k) , as defined in Condition 4.6 of the Additional Terms and Conditions relating to Formulae
		European Knock-In Event	is deemed to have occurred, as determined by the Calculation Agent, if on the last Valuation Date, the Closing Price S(6,k) of at least one Underlying(k) is lower than its Knock-In Threshold(k)
		Automatic Early Redemption Event	is deemed to have occurred, as determined by the Calculation Agent, if on a Valuation Date(i) (i from 1 to 5), WorstPerformance(i) is higher than or equal to 0%.

PROVISIONS RELATING TO SECURED NOTES

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

GENERAL PROVISIONS APPLICABLE TO THE NOTES

29. **Provisions applicable to payment date(s):**

- **Payment Business Day:** Following Payment Business Day

	- Financial Centre(s):	TARGET2
30.	Form of the Notes:	
	(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 Note (NGN-bearer notes)/ New Safekeeping Structure (NSS - registered notes):	No
31.	Redenomination:	Not Applicable
32.	Consolidation:	Applicable as per Condition 14.2 of the General Terms and Conditions
33.	Partly Paid Notes Provisions:	Not Applicable
34.	Instalment Notes Provisions:	Not Applicable
35.	Masse:	Not Applicable
36.	Dual Currency Note Provisions:	Not Applicable
37.	Additional Amount Provisions for Italian Certificates:	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: | Not Applicable |
| (iii) | Estimate of total expenses related to admission to trading: | Not Applicable |
| (iv) | Information required for Notes to be listed on SIX Swiss Exchange: | Not Applicable |

2. RATINGS

The Notes to be issued have not been rated.

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

Save for fees, if any, payable to the Dealer, and so far as the Issuer is aware, no person involved in the issue of the Notes 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 Notes. Should any conflicts of interest arise between (i) the responsibilities of Société Générale as Calculation Agent for the Notes 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 Noteholders.

4. REASONS FOR THE OFFER AND USE OF PROCEEDS, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- | | | |
|--------------|---|----------------|
| (i) | Reasons for the offer and use of proceeds: | Not Applicable |
| (ii) | Estimated net proceeds: | Not Applicable |
| (iii) | Estimated total expenses: | Not Applicable |

5. INDICATION OF YIELD *(Fixed Rate Notes only)*

Not Applicable

6. HISTORIC INTEREST RATES *(Floating Rate Notes only)*

Not Applicable

7. PERFORMANCE AND EFFECT ON VALUE OF INVESTMENT

(i) **PERFORMANCE OF FORMULA, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT** (*Structured Notes Only*)

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

The terms and conditions of the Notes may include provisions under which upon the occurrence of certain market disruptions delays in the settlement of the Notes may be incurred or certain modifications be made. Moreover, in case of occurrence of events affecting the underlying instrument(s), the terms and conditions of the Notes allow the Issuer to substitute the underlying instrument(s) by new underlying instrument(s), cease the exposure to the underlying asset(s) and apply a reference rate to the proceeds so obtained until the maturity date of the Notes, postpone the maturity date of the Notes, early redeem the Notes on the basis of the market value of these Notes, or deduct from any due amount the increase cost of hedging, and in each case without the consent of the Noteholders. Payments (whether in respect of principal and/or interest and whether at maturity or otherwise) on the Notes are calculated by reference to certain underlying(s), the return of the Notes is based on changes in the value of the underlying(s), which may fluctuate. Potential investors should be aware that these Notes may be volatile and that they may receive no interest and may lose all or a substantial portion of their principal.

During the lifetime of the Notes, the market value of these Notes may be lower than the invested capital. Furthermore, an insolvency of the Issuer and/or the Guarantor may cause a total loss of the invested capital.

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

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

Not Applicable

8. OPERATIONAL INFORMATION

(i) **Security identification code(s):**

- **ISIN Code:** XS1101776661

- **Common Code:** 110177666

(ii) **Clearing System(s) :** Euroclear Bank S.A/N.V. (**Euroclear**) / Clearstream Banking *société anonyme* (**Clearstream, Luxembourg**)

(iii) **Delivery :** Delivery against payment

(iv) **Calculation Agent:** Société Générale, Paris
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

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|---|--|
| (vi) Eurosystem eligibility of the Notes: | No |
| (vii) Address and contact details of Société Générale for all administrative communications relating to the Notes: | <p>Société Générale
Tour Société Générale
17, Cours Valmy
92987 Paris La Défense Cedex
France</p> <p>Name : Sales Support Services -Derivatives
Tel : +33 1 57 29 12 12 (Hotline)
Email : clientsupport-deai@sgcib.com</p> |

9. DISTRIBUTION

- | | |
|--|---|
| (i) Method of distribution: | Non-syndicated |
| - Dealer(s) | <p>Société Générale, Paris
Tour Société Générale 17 cours Valmy
92987 Paris La Défense Cedex
France</p> |
| (ii) Total commission and concession: | There is no commission and/or concession paid by the Issuer to the Dealer or the Managers. |
| (iii) TEFRA rules: | Not Applicable |
| (iv) Permanently Restricted Notes | Yes |
| (v) Non-exempt Offer: | Not Applicable |

10. PUBLIC OFFERS IN EUROPEAN ECONOMIC AREA

Not Applicable

11. ADDITIONAL INFORMATION

- | | |
|---|----------------------------|
| - Minimum investment in the Notes: | No minimum investment size |
| - Minimum Trading: | No minimum trading lot |

- Underlying Disclaimer :

The Notes are not in any way sponsored, endorsed or promoted by the Index Sponsor. The Index Sponsor does not make any warranty or representation whatsoever express or implied, either as to the results to be obtained as to the use of the Index or the figure as which the Index stands at any particular day or otherwise. The Index is compiled and calculated solely by the Index Sponsor. However, the Index Sponsor shall not be liable to any person for any error in the Index and the Index Sponsor shall not be under any obligation to advise any person, including a purchaser or vendor of the Notes, of any error therein.

In addition, the Index Sponsor gives no assurance regarding any modification or changes in any methodology used in calculating the Index and are under no obligation to continue the calculation, publication and dissemination of the Index.

12. PUBLIC OFFERS IN OR FROM SWITZERLAND

Not Applicable