

## PRESS RELEASE

Paris, 18 May 2016

### **ANNUAL GENERAL MEETING AND BOARD OF DIRECTORS DATED 18 MAY 2016**

#### **Annual General Meeting**

The Combined General Meeting of shareholders of Societe Generale was held on 18 May 2016 at Paris Expo - Espace Grande Arche, La Défense, and was chaired by Mr. Lorenzo Bini Smaghi.

Quorum was established at 56.97% vs. 54.66% in 2015:

- 620 shareholders attended the General Meeting;
- 932 shareholders were represented;
- 6789 shareholders voted online;
- 2932 shareholders voted by post;
- 8458 shareholders, including 6676 online, representing 0.63% of the share capital, gave proxy to the Chairman.

All the resolutions put forward by the Board of Directors were adopted, in particular:

- The 2015 annual and consolidated accounts were approved;
- The dividend per share was set at EUR 2. It shall be detached on 25 May 2016 and paid from 27 May 2016;
- One director was renewed for 4 years: Mrs. Nathalie Rachou;
- Two directors were appointed for 4 years: Mr. Juan Maria Nin Genova and Mr. Emmanuel Roman;
- Favorable opinions were issued on the components of the compensation of the chief executive officers ("Say on pay") as well as on the compensation paid in 2015 to regulated persons;
- The share capital increase authorizations, in particular the one allowing the issuance of shares in favor of employees as part of a company or group employee share ownership plan, as well as the authorization to allocate performance shares existing or to be issued as part of the Law dated 6 August 2015 called "Loi Macron", were adopted for 26 months.

*The detailed result of the votes will be available on the Company's website from 19 May 2016 under the section "Annual General Meeting".*

#### **PRESS RELATIONS**

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A FRENCH CORPORATION WITH SHARE CAPITAL OF  
EUR 1,009,380,011.25  
552 120 222 RCS PARIS

## Board of Directors

Following the renewal and the appointments of Directors, 50% of Board of Directors' members are women including 5 women appointed by the shareholders (41.6%). The rate of independent Directors is higher than 91.6% (11/12) according to the calculation method of the AFEP-MEDEF corporate governance Code. The Board of Directors will be composed of 14 members including 2 Directors elected by the employees in March 2015 for 3 years:

- Mr. Lorenzo Bini Smaghi, Chairman
- Mr. Frédéric Oudéa, Chief executive officer and Director
- Mr. Robert Castaigne, Director
- Mrs. Barbara Dalibard, Director
- Mrs. Kyra Hazou, Director
- Mrs. France Houssaye, Director elected by employees
- Mrs. Béatrice Lepagnol, Director elected by employees
- Mr. Jean-Bernard Lévy, Director
- Mrs. Ana Maria Llopis Rivas, Director
- Mr. Gérard Mestrallet, Director
- Mr. Juan Maria Nin Genova, Director, effective from 1 September 2016
- Mrs. Nathalie Rachou, Director
- Mr. Emmanuel Roman, Director
- Mrs. Alexandra Schaapveld, Director.

### Note to editors:

**Mrs. Nathalie Rachou**, born in 1957 and of French nationality, held a number of positions at Banque Indosuez and Crédit Agricole Indosuez from 1978 to 1999: Foreign exchange dealer, Head of Asset/Liability Management, Founder then Chief Executive Officer of Carr Futures International Paris (brokerage subsidiary of Banque Indosuez trading on the Paris Futures Exchange), Corporate Secretary of Banque Indosuez and Global Head of Foreign Exchange and Currency Options at Crédit Agricole Indosuez. She has been a Foreign Trade Advisor for France since 2001. She is an independent Director of Societe Generale since 2008, Chairman of the Risk Committee and member of the Audit and Internal Control Committee.

**Mr. Juan Maria Nin Genova**, born in 1953 and of Spanish nationality, is Lawyer and Economist and began his career as Program Manager in the Spanish Ministry for the relations with the European Community. He became General Manager of Santander Central Hispano from 1980 to 2002, before becoming advisor of Banco Sabadell until 2007. In June 2007, he is appointed Chief Executive Officer of La Caixa and at same time he is Vice-Chairman of the Board of Directors of Criteria until 2014. In July 2011, he became also Vice-Chairman and Advisor of Caixabank until 2014.

**Mr. Emmanuel Roman**, born in 1963 and of French nationality, began his career at Goldman Sachs in 1987, where he held various positions in equity derivatives in particular co-head of Worldwide Equity Derivatives (in 1996), elected to partnership (in 1998), co-head of Worldwide Global Securities Services (in 2001) and co-head of the European Equities Division (in 2003). He joined GLG Partners in 2005 as co-CEO. In 2010, GLG Partners was acquired by Man Group, one of the world's largest independent alternative investment managers and he was named Chief Operating Officer of this Group. In 2011, he joined the Board of Man Group Plc and is appointed Chairman and then Chief Executive Officer in February 2013.

## Societe Generale

Societe Generale is one of the largest European financial services groups. Based on a diversified universal banking model, the Group combines financial solidity with a strategy of sustainable growth, and aims to be the reference for relationship banking, recognised on its markets, close to clients, chosen for the quality and commitment of its teams.

Societe Generale has been playing a vital role in the economy for 150 years. With more than 145,000 employees, based in 66 countries, we accompany 31 million clients throughout the world on a daily basis. Societe Generale's teams offer advice and services to individual, corporate and institutional customers in three core businesses:

- **Retail banking in France** with the Societe Generale branch network, Credit du Nord and Boursorama, offering a comprehensive range of omnichannel financial services on the leading edge of digital innovation;
- **International retail banking, insurance and financial services** to corporates with a presence in emerging economies and leading specialised businesses;
- **Corporate and investment banking, private banking, asset management and securities services**, with recognised expertise, top international rankings and integrated solutions.

Societe Generale is included in the main socially responsible investment indices: DJSI (World and Europe), FTSE4Good (Global and Europe), Euronext Vigeo (Europe, Eurozone and France), ESI Excellence (Europe) from Ethibel and 4 of the STOXX ESG Leaders indices.

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