



Public Limited Company
Of Total Share Capital EUR 924.757.831,25
Company Headquarters: 29, boulevard Haussmann, 75009 Paris
RCS Paris 552 120 222

INFORMATION DOCUMENT
MADE AVAILABLE TO EMPLOYEES AND EX-EMPLOYEES OF THE SOCIETE GENERALE
GROUP ON THE OCCASION OF A CAPITAL INCREASE IN CASH
REPRESENTING A MAXIMUM OF 10,162,726 SHARES
RESERVED FOR EMPLOYEES AND EX-EMPLOYEES OF ENTITIES ADHERING TO SOCIETE
GENERALE'S
INTERNATIONAL GROUP SAVINGS PLANS

This information document can be consulted at Societe Generale's administrative office, 17 cours Valmy, 92972 La Defense Cedex, it is also available online on its intranet website and is released in accordance with Article 221-3 of the General Regulation of the French Securities Regulator.

English translation for information only

MAIN CHARACTERISTICS OF THE CAPITAL INCREASE IN CASH RESERVED FOR EMPLOYEES OF ENTITIES ADHERING TO SOCIETE GENERALE GROUP SAVINGS PLANS

Issuer Societe Generale, public limited company subject to French Law, whose status is that of 'bank' (hereafter, « **Societe Generale** »).

Securities Offered The maximum global nominal value of the capital increase is set at EUR 12,703,407.50 corresponding to the issue of 10,162,726 shares to subscribed to in cash.

The capital increase is subdivided into three (3) tranches using distinct investment vehicles, accessible respectively by entities or groups of distinct entities.

The Societe Generale shares to be issued will be of the same category as and can be assimilated to the outstanding Societe Generale shares that are no longer eligible to receive dividends with respect to the 2009 financial year and that are already listed on the Paris Stock Exchange (Compartment A).

Terms for Subscription

Method for determining the Subscription Price

The subscription price is equal to EUR 36,98, corresponding to the average of the closing price of the Societe Generale share on Euronext Paris SA during the twenty (20) trading days preceding the date of the Board of Directors meeting of April 20, 2010 and to which is then applied a 20 % discount.

The subscription period will be open from May 11th, 2010 to May 26th, 2010 inclusive.

Method for the holding of shares

The first two (2) tranches (in France) are subscribed through a mutual fund (*Fonds Commun de Placement d'Entreprise, "FCPE"*) within the framework of the company or group savings plan. The third (3rd) tranche (outside France) is the only section where employees subscribe directly to shares within the framework of the International Group Savings Plan.

Beneficiaries of the offer

The current offering is reserved to employees on the condition that they can prove that they have three (3) months seniority relative to their respective and currently valid employment agreements, by the end of the subscription period, split as follows:

- for the 1st tranche, the beneficiaries of Societe Generale Company Savings Plan and of the Group Savings Plan of which the companies of Societe Generale Group are members of which the company headquarters are located either (i) in France or (ii) in French overseas counties (*Départements d'Outre-Mer*);

for the 2nd tranche, the beneficiaries of Credit du Nord's and its subsidiaries' respective company savings plans, where these plans provide for the possibility of subscribing to Societe Generale's reserved capital increase operations;

English translation for information only

- for the 3rd tranche, the beneficiaries of the International Group Savings Plan to which adhere (i) the companies of Societe Generale Group for which company headquarters are located either outside France or in the *Collectivités d’Outre-Mer* and (ii) the Group branches established either outside France or in the *Collectivités d’Outre-Mer*.

Concerning the first two tranches, ex-employees having left their company due to retirement, including those benefiting from early retirement and having kept assets in the company or group savings plans can participate in this reserved capital increase.

Subscription ceiling

In accordance with article L. 3332-10 of the French Code of Labor, the total amount of payments made by a Beneficiary (including the profit-sharing scheme and net payments made in other Savings Plans), cannot exceed 25 % of his or her gross annual remuneration in the year of the subscription, or, for a Beneficiary whose work contract is suspended and who perceived no remuneration for the previous year, 25 % of the annual ceiling specified in the article L. 241-3 of the French Social Security Code. The Board of Directors decided on February 17th, 2010, that the total amount of net payments (including profit-sharing scheme and employee profit –sharing) and net employer contribution per Beneficiary cannot exceed EUR 20,000.

Employer Contribution

Employer Contribution rules are specific to each Company or Group Savings Plan.

Calendar

The subscription period will be open from May 11th 2010, to May 26th, 2010 inclusive. The capital increase is expected to come to effect on July 19th, 2010 at the latest.

Listing of the newly-created shares

Listing location

Societe Generale’s shares are listed to the Paris Stock Exchange (deferred settlement market, continuous trading group A, ISIN code FR0000130809).

Listing of the newly-created Shares

The admission of the newly-created shares on the Paris Stock Exchange shall be requested immediately after the coming into effect of the capital increase (the admission is expected to become effective around July 22th, 2010).

General information on the newly-created shares for which admission is requested

Rights attached to the issued shares

The newly-created shares shall be, as soon as they are created, subjected to all the provisions of the Company by-laws and shall have dividend entitlement from January 1st, 2010. Consequently, they shall be entirely assimilated with older shares that are no longer eligible to receive dividends with respect to the 2009 financial year, and shall give right to the usual legal prerogatives of public limited company shareholders. Notably, they shall give the right to property in company assets and to liquidating dividends in a proportion equivalent to the fraction of the capital stock they represent. Similarly, the dividend is distributed to shareholders in proportion to their capital stock ownership.

English translation for information only

A double voting right, relative to the fraction of the capital stock the shares represent, is attributed to all the fully paid shares for which a registration by name is justified, in the name of the shareholder, for at least two years counting from January 1st, 1993 as well as to newly-created shares registered by name and attributed free of charge to a shareholder, in the event of a capital increase by incorporation of reserves, profits or share premiums by way of shares benefiting from this right.

It is to be noted in particular that, in addition to the legal obligation to inform Societe Generale of the holding of certain fractions of the capital stock and/or of voting rights and to consequently execute any declaration of intention in accordance with legal provisions, any shareholder, acting either alone or jointly, who would directly or indirectly detain at least 1.5% of the capital stock or voting rights of the Company, is required to inform the Company within 15 days counting from the day this threshold was passed and to also indicate, in this declaration, the number of securities held that ultimately give access to the capital stock. The management companies of FCPs (*Fonds Communs de Placement*) are required to provide this information for the entirety of the Company shares held in the funds they manage. Above 1.5 %, every incremental threshold crossing of 0.50 % of the share capital or of the voting rights also requires a statement to the Company in the conditions fixed above. The violation of this obligation is sanctioned, in accordance with legal provisions, at the request recorded in writing in the minutes of the General Assembly of Shareholders of one or more shareholders holding at least 5% of the capital stock or voting rights of the Company. Any shareholder, acting alone or jointly, is also required to inform the Company within 15 days when his or her percentage of capital stock or voting rights held becomes inferior to the levels specified in the present paragraph.

Negotiability of the shares

No statutory clause limits the free negotiability of the shares comprising the capital stock of Societe Generale.

Only the regulations relating to the holding of shares within the framework of a Company or Group Savings Plan shall limit the negotiability of the said shares.

Nature and type of the shares

Except at the occurrence of an Early Exit Event, at the end of the legal lock-up period applicable to units and shares held directly within the framework of a company or a group savings plan, the shares will be eligible for either bearer or registered form.

Lock-up Period

The shares held directly by the Beneficiaries as well as the units of the FCPEs, depending on the case, will be unavailable for a period of 5 years, except upon the occurrence of an Early Exit Event in accordance with the provisions applicable in the respective company or group savings plan. Concerning the 3rd tranche, not all Early Exit Events will be available to employees in some countries depending on local legislation.