

**MiFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPs ONLY TARGET MARKET** – Solely for the purposes of each manufacturer’s product approval process, the target market assessment in respect of the Notes, taking into account the five (5) categories referred to in item 19 of the Guidelines published by ESMA on 3 August 2023 has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a *distributor*) should take into consideration the manufacturers’ target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers’ target market assessment) and determining appropriate distribution channels.

**UK MiFIR PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPs ONLY TARGET MARKET** – Solely for the purposes of each manufacturer’s product approval process, the target market assessment in respect of the Notes taking into account the five (5) categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018 (in accordance with the FCA’s policy statement entitled "*Brexit our approach to EU non-legislative materials*"), has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (*COBS*), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (*UK MiFIR*); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a *distributor*) should take into consideration the manufacturers’ target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the *UK MiFIR Product Governance Rules*) is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers’ target market assessment) and determining appropriate distribution channels.

**Final Terms dated 30 January 2024**

**SOCIÉTÉ GÉNÉRALE SFH**  
(the *Issuer*)

**Legal Entity Identifier (LEI): 969500KN90DZLHUN3566**

Issue of €1,250,000,000 3.000 per cent. *obligations de financement de l'habitat* due  
1 February 2027 extendible up to 1 February 2028

Series 127

Tranche 1  
(the *Notes*)

under the €70,000,000,000 Euro Medium Term Note Programme

Issue Price: 100.00 per cent.

**SOCIÉTÉ GÉNÉRALE CORPORATE & INVESTMENT BANKING**

(the *Global Coordinator*)

ABN AMRO

BBVA

CRÉDIT AGRICOLE CIB

DANSKE BANK

DZ BANK AG

ERSTE GROUP

LANDESBANK BADEN-WÜRTTEMBERG

MEDIOBANCA

(together with the Global Coordinator, the *Joint Lead Managers*)

## PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the *Conditions*) set forth in the base prospectus dated 13 July 2023 which received approval n°23-314 from the *Autorité des marchés financiers* (the *AMF*) on 13 July 2023 and the supplement to the base prospectus dated 12 October 2023 which received approval n°23-430 from the AMF on 12 October 2023 (together the *Base Prospectus*) which together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129 of the European Parliament and of the Council dated 14 June 2017, as amended (the *Prospectus Regulation*).

This document constitutes the final terms of the Notes (the *Final Terms*) described herein for the purposes of Article 8 of the Prospectus Regulation and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus and these Final Terms are available for viewing on the websites of (a) the AMF ([www.amf-france.org](http://www.amf-france.org)) during a period of twelve (12) months from the date of approval of the Base Prospectus and (b) the Issuer (<http://prospectus.socgen.com>) and during normal business hours at the registered office of the Issuer where copies may be obtained.

- |    |       |                                                                                             |                                                  |
|----|-------|---------------------------------------------------------------------------------------------|--------------------------------------------------|
| 1. | (i)   | Series Number:                                                                              | 127                                              |
|    | (ii)  | Tranche Number:                                                                             | 1                                                |
|    | (iii) | Date on which the Notes will be assimilated ( <i>assimilées</i> ) and form a single Series: | Not Applicable                                   |
| 2. |       | <b>Specified Currency or Currencies:</b>                                                    | Euro (€)                                         |
| 3. |       | <b>Aggregate Nominal Amount of Notes:</b>                                                   |                                                  |
|    | (i)   | Series:                                                                                     | €1,250,000,000                                   |
|    | (ii)  | Tranche:                                                                                    | €1,250,000,000                                   |
| 4. |       | <b>Issue Price:</b>                                                                         | 100.00 per cent. of the Aggregate Nominal Amount |
| 5. |       | <b>Specified Denomination(s):</b>                                                           | €100,000                                         |
| 6. | (i)   | <b>Issue Date:</b>                                                                          | 1 February 2024                                  |
|    | (ii)  | <b>Interest Commencement Date:</b>                                                          | Issue Date                                       |
| 7. |       | <b>Maturity Date:</b>                                                                       | 1 February 2027                                  |
| 8. |       | <b>Extended Maturity Date:</b>                                                              | 1 February 2028                                  |

<b>8 bis</b>	<b>Maturity Event(s):</b>	<b>Extension</b>	<b>Trigger</b>	Applicable (as per Condition 6(a))
<b>9.</b>	<b>Interest Basis:</b>			3.000 per cent. Fixed Rate <i>(further particulars specified below)</i>
<b>10.</b>	<b>Redemption/Payment Basis:</b>			Redemption at par <i>(further particulars specified below)</i>
<b>11.</b>	<b>Change of Interest Basis:</b>			Not Applicable
<b>12.</b>	<b>Redemption at the Option of the Issuer:</b>			Not Applicable
<b>13.</b>	<b>Date of corporate authorisations for issuance of Notes obtained:</b>			Decisions of the Board of Directors ( <i>Conseil d'administration</i> ) of the Issuer dated 20 September 2023 and 18 December 2023 (i) approving the issuance programme of <i>obligations de financement de l'habitat</i> for a period of one year as from 29 September 2023, (ii) granting authority to the Chief Executive Officer ( <i>Directeur Général</i> ) of the Issuer and to the Deputy Chief Executive Officer ( <i>Directeur Général Délégué</i> ) of the Issuer, acting jointly or separately, to decide the issue of <i>obligations de financement de l'habitat</i> , within certain limits and (iii) approving the quarterly issuance programme of the <i>obligations de financement de l'habitat</i> for the first quarter 2024.  Decision of Mr. Arnaud Mezrahi, Deputy Chief Executive Officer ( <i>Directeur Général Délégué</i> ) of the Issuer dated 23 January 2024 deciding the issue of the Notes.
<b>14.</b>	<b>Method of distribution:</b>			Syndicated

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

<b>15.</b>	<b>Fixed Rate Notes Provisions:</b>	Applicable
	(i) Rate(s) of Interest:	3.000 per cent. <i>per annum</i> payable annually in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	1 February in each year from (and including) 1 February 2025 up to (and

including) the Maturity Date and, if applicable, up to (and including) the Extended Maturity Date (Unadjusted, as per Condition 7 (g))

- (iii) Fixed Coupon Amount(s): €3,000 per Note of €100,000 in Specified Denomination
- (iv) Broken Amount(s): Not Applicable
- (v) Day Count Fraction: Actual/Actual-ICMA
- (vi) Determination Dates: 1 February in each year

**16. Floating Rate Notes Provisions:** Not Applicable

**17. Fixed/Floating Rate Notes Provisions:** Not Applicable

**18. Zero Coupon Notes Provisions:** Not Applicable

#### **PROVISIONS RELATING TO REDEMPTION**

**19. Redemption at the Option of the Issuer:** Not Applicable

**20. Redemption by Instalments:** Not Applicable

**21. Final Redemption Amount of each Note:** €100,000 per Note of €100,000 Specified Denomination

**22. Early Redemption Amount:**

Early Redemption Amount(s) of each Note payable on early redemption (Condition 6(d)(i)): As per Condition 6(d)(i)

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

**23. Form of Notes:** Dematerialised Notes

(i) Form of Dematerialised Notes: Bearer form (*au porteur*)

(ii) Registration Agent: Not Applicable

(iii) Temporary Global Certificate: Not Applicable

**24. Financial Centre(s) or other special provisions relating to payment**

<b>dates for the purposes of Condition 7(g):</b>	Paris
<b>Adjusted Payment Date (Condition 7(g)):</b>	Applicable
<b>25. Talons for future Coupons or Receipts to be attached to Definitive Materialised Notes (and dates on which such Talons mature):</b>	Not Applicable
<b>26. Redenomination, renominatisation and reconventioning provisions:</b>	Not Applicable
<b>27. Consolidation provisions:</b>	Not Applicable
<b>28. Meeting and Voting Provisions (Condition 10):</b>	No <i>Masse</i> shall apply

#### **GENERAL**

The aggregate principal amount of Notes issued has been translated into Euro at the rate of [●] per cent. producing a sum of: Not Applicable

#### **PURPOSE OF FINAL TERMS**

These Final Terms comprise the final terms required for issue and admission to trading on Euronext Paris of the Notes described herein pursuant to the Euro 70,000,000,000 Euro Medium Term Note Programme of Société Générale SFH.

#### **THIRD PARTY INFORMATION**

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of Société Générale SFH:

By: Arnaud Mezrahi, Deputy Chief Executive Officer of Société Générale SFH  
Duly authorised

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (i) Listing(s): Euronext Paris
- (ii) (a) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 1 February 2024.
- (b) Regulated Markets or equivalent markets on which, to the knowledge of the Issuer, securities of the same class of the Notes to be admitted to trading are already admitted to trading: Not Applicable
- (iii) Estimate of total expenses related to admission to trading: €5,150
- (iv) Additional publication of Base Prospectus and Final Terms: The Base Prospectus is published on the websites of (a) the AMF ([www.amf-france.org](http://www.amf-france.org)) and (b) the Issuer (<http://prospectus.socgen.com>). These Final Terms will be published, so long as the Notes are admitted to trading on any Regulated Market, on the websites of (a) the AMF ([www.amf-france.org](http://www.amf-france.org)) and (b) the Issuer (<http://prospectus.socgen.com>).

### 2. RATINGS

The Notes are expected to be rated:

Fitch Ratings Ireland Limited (*Fitch*): AAA  
Moody's France S.A.S. (*Moody's*): Aaa

Each of Fitch and Moody's is established in the European Union and is registered under European Regulation (EC) No 1060/2009 of 16 September 2009 on credit rating agencies, as amended (the *EU CRA Regulation*). As such, each of Fitch and Moody's is included in the list of registered credit rating agencies published by the European Securities and Markets Authority on its website (<https://www.esma.europa.eu/credit-rating-agencies/cra-authorisation>) in accordance with the EU CRA Regulation.

According to Moody's definitions, obligations rated "Aaa" are judged to be of the highest quality, subject to the lowest level of credit risk.

According to Fitch's definitions, "AAA" ratings denote the lowest expectation of default risk. They are assigned only in cases of exceptionally strong capacity for payment of financial commitments. This capacity is highly unlikely to be adversely affected by foreseeable events.

### **3. COVER POOL MONITOR**

The Cover Pool Monitor (*contrôleur spécifique*) shall deliver to the Issuer (i) for each quarter a certificate relating to the borrowing programme for the relevant quarter and, (ii) in case of issue of Notes equals or exceeds Euro 500,000,000 or its equivalent in any other currency, a certificate relating to such an issue.

### **4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has a material interest in the offer. The Joint Lead Managers and their affiliates (including parent companies) have engaged, and may in the future engage, in financing, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### **5. REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS**

- |                              |                                                               |
|------------------------------|---------------------------------------------------------------|
| (i) Reasons for the offer:   | See " <i>Use of Proceeds</i> " wording in the Base Prospectus |
| (ii) Estimated net proceeds: | €1,247,812,500                                                |

### **6. YIELD**

Indication of yield:	3.000 per cent. <i>per annum</i>
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### **7. OPERATIONAL INFORMATION**

ISIN Code:	FR001400NJB1
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Common Code:	275638846
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Depositories:

- |                                                   |     |
|---------------------------------------------------|-----|
| (i) Euroclear France to act as Central Depository | Yes |
|---------------------------------------------------|-----|



- (ii) Common Depositary for Euroclear Bank and Clearstream Banking, S.A. No

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, S.A. and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Name and address of Paying Agents: **Fiscal Agent and Principal Paying Agent:**  
**Société Générale**  
BP 81236  
32, rue du Champ de Tir  
44312 Nantes Cedex 3  
France  
**Luxembourg Paying Agent:**  
**Société Générale Luxembourg**  
11, avenue Emile Reuter  
L-2420 Luxembourg

Name and address of Calculation Agent: **Société Générale**  
BP 81236  
32, rue du Champ de Tir  
44312 Nantes Cedex 3  
France

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

## 8. DISTRIBUTION

- (i) Method of distribution: Syndicated
- (ii) If syndicated, names of the Joint Lead Managers: ABN AMRO BANK N.V.  
BANCO BILBAO VIZCAYA ARGENTARIA, S.A.  
CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK  
DANSKE BANK A/S  
DZ BANK AG DEUTSCHE ZENTRAL-GENOSSENSCHAFTSBANK, FRANKFURT AM MAIN

ERSTE GROUP BANK AG

LANDESBANK BADEN-WÜRTTEMBERG

MEDIOBANCA - BANCA DI CREDITO  
FINANZIARIO S.P.A.

SOCIÉTÉ GÉNÉRALE

- |       |                                                             |                                                                                                                    |
|-------|-------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|
| (iii) | Stabilisation Manager(s)<br>(including addresses) (if any): | Société Générale                                                                                                   |
| (iv)  | If non-syndicated, name of<br>Dealer:                       | Not Applicable                                                                                                     |
| (v)   | U.S. Selling Restrictions:                                  | The Issuer is Category 2 for the purposes of<br>Regulation S under the Securities Act.<br><br>TEFRA not Applicable |
| (vi)  | Prohibition of Sales to EEA Retail<br>Investors:            | Applicable                                                                                                         |
| (vii) | Prohibition of Sales to UK Retail<br>Investors:             | Applicable                                                                                                         |