

APPROACH TO SUSTAINABILITY

October 2019

**THE FUTURE
IS YOU**  **SOCIETE
GENERALE**

CONTENTS

INTRODUCTION GROUP OVERVIEW

› p3

1

GOVERNANCE

› p6

2

REMUNERATION POLICY

› p19

3

CULTURE & CONDUCT AND HUMAN CAPITAL

› p29

4

ENVIRONMENTAL & SOCIAL

› p37

5

GROW WITH AFRICA

› p46

6

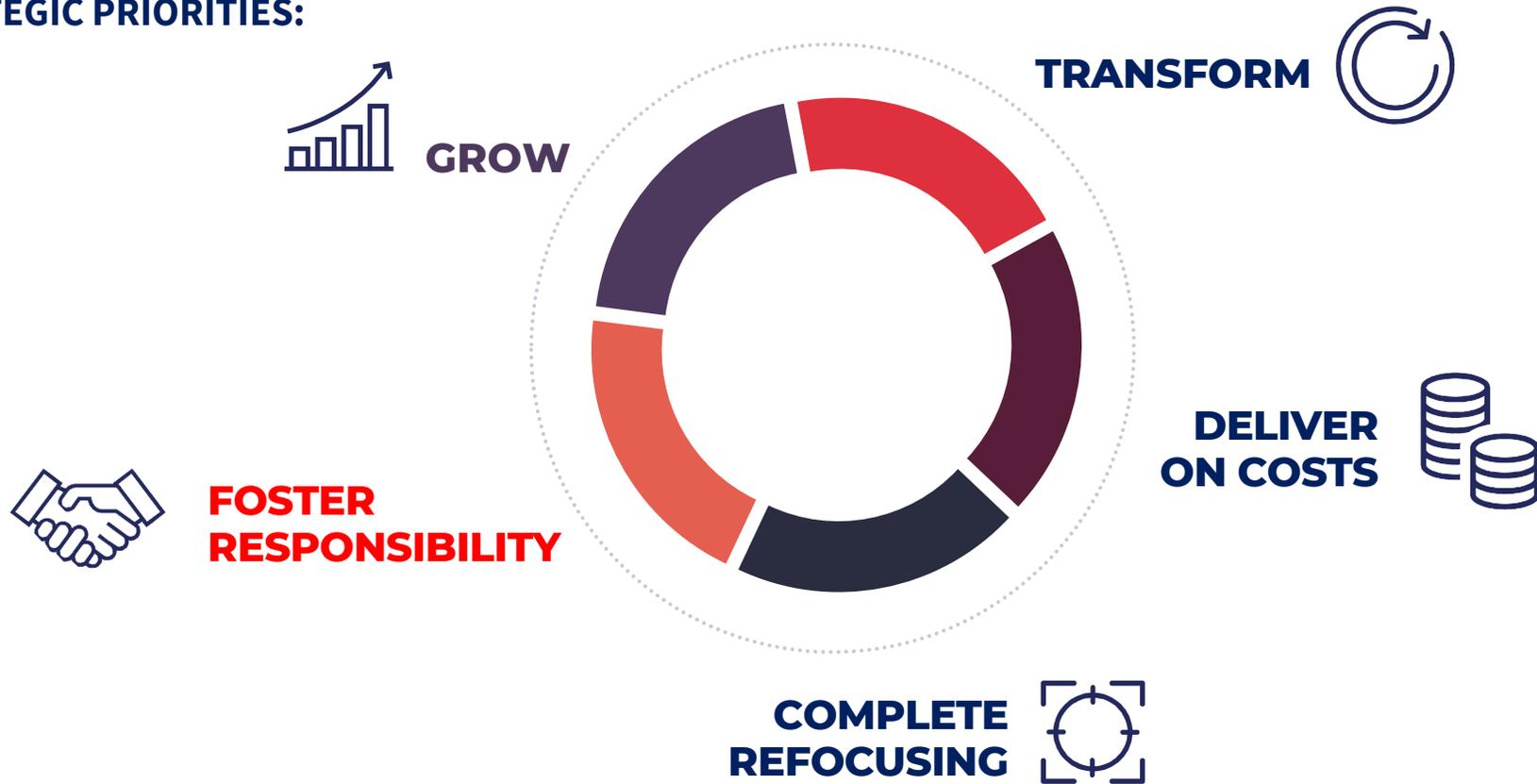
CYBER SECURITY

› p48

STRATEGIC PRIORITY TO FOSTER RESPONSIBILITY

2020 GROUP

STRATEGIC PRIORITIES:



A CLEAR CSR STRATEGY INTEGRATED ACROSS THE SG GROUP



The Board approves annually the Group's CSR objectives and strategy and reviews the developments of the programme

CSR AMBITIONS STRUCTURED AROUND 6 MAIN THEMES



IN OUR BUSINESS DEVELOPMENT GOALS...

Climate Change

Offers in line with Social Trends

Sustainable Development of Africa



IN THE WAY WE CONDUCT BUSINESS...

Client Satisfaction & Protection

Culture, Conduct & Governance

Responsible Employer

COMMITTED TO POSITIVE TRANSFORMATIONS



RECOGNISED FOR LEADERSHIP IN CLIMATE

#1 Global Bank in climate strategy and #6 European Bank across all ESG criteria in RobecoSAM 2019 rankings

Ranked #2 Globally and #1 Europe for climate policy by independent research firm Autonomous, and cited 'Best-in-Class' for climate disclosure



LEVERAGING INNOVATION STRENGTHS TO DRIVE SUSTAINABILITY

Sole swap counterparty in world's first Sustainable Development Goals-linked cross currency swap, and joint bookrunner on first global bond issue of USD 1.5bn linked to Sustainable Development Goals

Inaugural EUR 1bn Positive Impact Covered Bond for carbon-efficient home loans

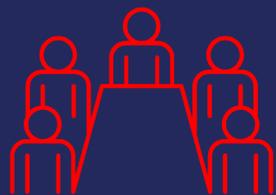


FOUNDING SIGNATORY TO THE PRINCIPLES FOR RESPONSIBLE BANKING



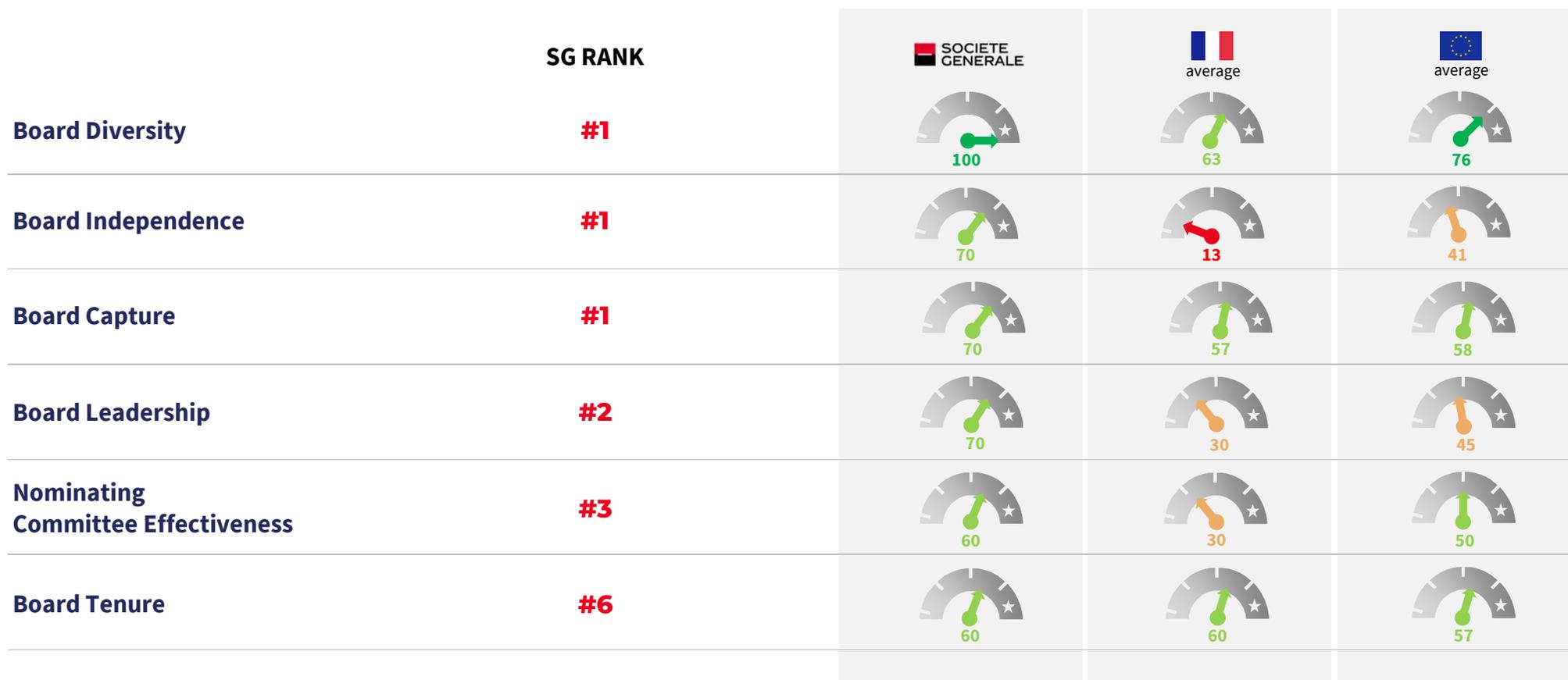
1 GOVERNANCE

SNAPSHOT OF SG BOARD



Board Chairman	✓	Separation of Chairman and CEO roles since May 2015
Independence	✓	14 Directors; 91.6% independent (excluding 2 staff-elected)
Diversity	✓	Gender: 43% women; Nationality: 36% non-French (US/ British, Italian, Spanish, Dutch, Canadian)
Competence	✓	Broad range of skills: Risk, Control, Finance, IT, Digital, Management, Regulation, International, Client Services, Legal, Industry... (see slide 10)
Tenure	✓	Length of term: 4 years; Average tenure: 5 years
Overboarding	✓	Cap on the number of directorships: <ul style="list-style-type: none">• 1 executive and 2 non-executive; or• 4 non-executive
Attendance	✓	Attendance in 2018: 93%
Training	✓	Wide and regular training programme based on previous year's appraisal. In 2018 this included US regulation and AI / cyber security.
Board evaluation	✓	External 360° assessment every 3 years; internal assessment in other years

POSITIVELY POSITIONED VS EUROPEAN PEERS ON GOVERNANCE INDICATORS



Source: Sustainalytics data, 2016 (score /100 ; Rank /14)

French panel includes BNP Paribas, Credit Agricole and Natixis

European panel includes Barclays, BBVA, BNP Paribas, Credit Agricole, Credit Suisse, Deutsche Bank, HSBC, ING, Intesa, Natixis, Nordea, Santander, Societe Generale and UniCredit

DIRECTOR COMPETENCIES AND EXPERIENCE (1/3)



**Lorenzo
BINI SMAGHI**

First appointment : **2014**

Term : **2022**

Italian

Tenure (yrs): **5**

- Member of Executive Board of ECB (2005 to 2011),
- Member of the Board of Directors of TAGES Holding (since 2014), Morgan Stanley International (2013 to 2014),
- Chairman of the Board Directors (2016 to 4th April 2019), SNAM (2012 to 2016), ChiantiBanca (2016 to 2017).



**Frédéric
OUDEA**

First appointment : **2009**

Term : **2023**

French

Tenure (yrs): **10**

- Societe Generale Group *since 1995*:
 - Chief Financial Officer (2003 to 2008),
 - Chairman and CEO (2009 to 2015),
 - CEO *since 2015*,
- Member of the Board of Directors of Cap Gemini *since 2018*.



**William
CONNELLY**

First appointment : **2017**

Term: **2021**

French

Tenure (yrs): **2**

- Various posts at NG Bank N.V. (1999 to 2016), latest positions were :
 - Global Head of Corporate and Investment Banking,
 - Member of Mangement Board of ING Bank N.V. (2011 to 2016),
 - CEO ING Real Estate B.V. to (2009 to 2015),
- Chairman of Supervisory Board of Aegon N.V. *since 2017*,
- Member of Board Of Directors Of Self Bank *since 2019*.



**Jerome
CONTAMINE**

First appointment : **2018**

Term : **2022**

French

Tenure (yrs): **1**

- Chief Financial Officer of Vedia Environnement (2000 to 2009),
- Chief Financial Officer of Sanofi (2009 to 2018),
- Chairman of Boards of Directors the of SANOFI European Treasury (2012 to 2015), SECIPE (2009 to 2016), SANOFI 1 (2009 to 2015),
- Member of Board of Directors of Valeo (2006 to 2017).



**Diane
COTE**

First appointment : **2018**

Term : **2022**

Canadian

Tenure (yrs): **1**

- Chief Risk Officer of the London Stock Exchange Group *since 2012*.
- Member of Board of Directors of Novae Syndicates Limited (2015 to 2018), Frank Russel Company (2014 to 2016), Russel Investments Inc (2015 to 2016)



**Kyra
HAZOU**

First appointment : **2011**

Term : **2023**

US / British

Tenure (yrs): **8**

- Managing Director and Regional General Counsel for Salomon Simth Barney / Citibank (1985 to 2000),
- Lawyer in London and New York.
- Non-executive Director and a member of the Audit Committee and Risk Committee at Financial Services Authority in the United Kingdom (2001 to 2007)



**Jean Bernard
LEVY**

First appointment **2009**

Term : **2021**

French

Tenure (yrs): **10**

- CEO of Vivendi (2002 to 2005),
- Chairman Of the Management Board of Vivendi (2005 to 2012),
- Chairman and CEO of Thales (2012 to 2014). EDF *since 2014*,
- Chairman of Supervisory Board of Viroxis (2007 to 2014), Framatome *since 2018*,
- Chairman Of the Board Of Directors Of JBL Consulting & SAS (2012 to 2014), EDF Energy Holdings (2015 to 2017), Edison S.p.A *since 2014*,
- Member of Board of Directors of Vinci (2007 to 2015), DCNS (2013 to 2014), of Dalkia *since 2014*, EDF Énergies Renouvelables *since 2015*, EDF Energy Holdings *since 2017*.

DIRECTOR COMPETENCIES AND EXPERIENCE (2/3)



**Gérard
MESTRALLET**

First appointment : **2015**

Term : **2023**

French

Tenure (yrs): **4**

- Chairman and CEO of Compagnie de Suez (1995 to 1997),
- Chairman of the Management Board of Suez Lyonnaise des Eaux (1997 to 2001)
- Chairman and CEO of Suez (2001 to 2008), Engie (2008 to 2016),
- Chairman of the Board of Directors of GDF SUEZ Belgium (2010 to 2014), Electrabel (2010 to 2016), ENGIE Energy Management Trading (2010 to 2016), ENGIE Energie Services (2005 to 2016), GDF SUEZ Rassembleurs d'Énergies S.A.S (2011 to 2014), Engie (previously GDF-SUEZ, 2016 to 2018), SUEZ (2008 to May 2019).
- Vice-Chairman of the Board of Directors of Aguas de Barcelona (2010 to 2015),
- Member of the Supervisory Board of Siemens AG (2013 to 2018),
- Member of the Board of Directors Of Saint-Gobain (1995 to 2015), Pargesa Holding SA (1998 to 2014), International Power (2011 to 2016), Saudi Electricity Company since 2018.



**Juan Maria
NIN GENOVA**

First appointment : **2016**

Term : **2020**

Spanish

Tenure (yrs): **3**

- CEO of La Caixa (2017 to 2011)
- Vice-Chairman and Deputy Advisor of CaixaBank S.A. (2011 to 2014),
- Member of the supervisory Board of Grupo Financiero Inbursa (2008 to 2014), Banco BPI S.A. (2008 to 2014), ERSTE Groupe Bank AG (2009 to 2014),
- Member of the Board of Directors of Repsol SA Spain (2007 to 2015), Gas Natural Spain (2008 to 2015), Naturhouse Spain (2014 to 2016), Grupo Indukern Spain (2014 to 2016), DIA Group SA (2015 to 2018),
- Chairman of the Board of Directors of SegurCaixa Holding, SA (2007 to 2014), VidaCaixa Assurances (2014), Azora Capital S.L. since 2014, Grupo de Empresas Azvi S.L. since 2015, Azora Gestion since 2018.



**Nathalie
RACHOU**

First appointment : **2008**

Term **2020**

French

Tenure (yrs): **11**

- Banking experience (1978 to 1999) at Crédit Agricole Indosuez,
- Foreign Trade Advisor for France since 2001,
- Senior Advisor for Rouvier Associates since 2015,
- Member of the Board of Directors of LAIRD Plc (2016 to 2018), ALTRAN since 2012, VEOLIA Environnement since 2012



**Lubomira
ROCHET**

First appointment **2017**

Term : **2021**

French

Tenure (yrs): **2**

- Head Of Strategy at Sogeti (2003 to 2007),
- Head of Innovation and Start-ups in France at Microsoft (2008 to 2010),
- CEO of Valtech (2012 to 2014),
- Chief Digital Officer and Member of Executive Committee of L'Oréal since 2014,
- Member of the Board of Directors of Founders Factory Ltd since 2016.



**Alexandra
SCHAAPVELD**

First appointment **2013**

Term : **2021**

Dutch

Tenure (yrs): **6**

- Various posts at ABN Amro investment banking division (1984 to 2007),
- Appointed head of Western Europe at Royal Bank of Scotland in 2008,
- Member Of the Supervisory Board Of Holland Casino (2007 to 2016), Vallourec SA since 2010, Burni Armada Berhad since 2011, FMO since 2012.



**France
HOUSSAYE**

First appointment **2009**

Term : **2021**

French

Tenure (yrs): **10**

- SG employee since 1989



**David
LEROUX**

First appointment **2018**

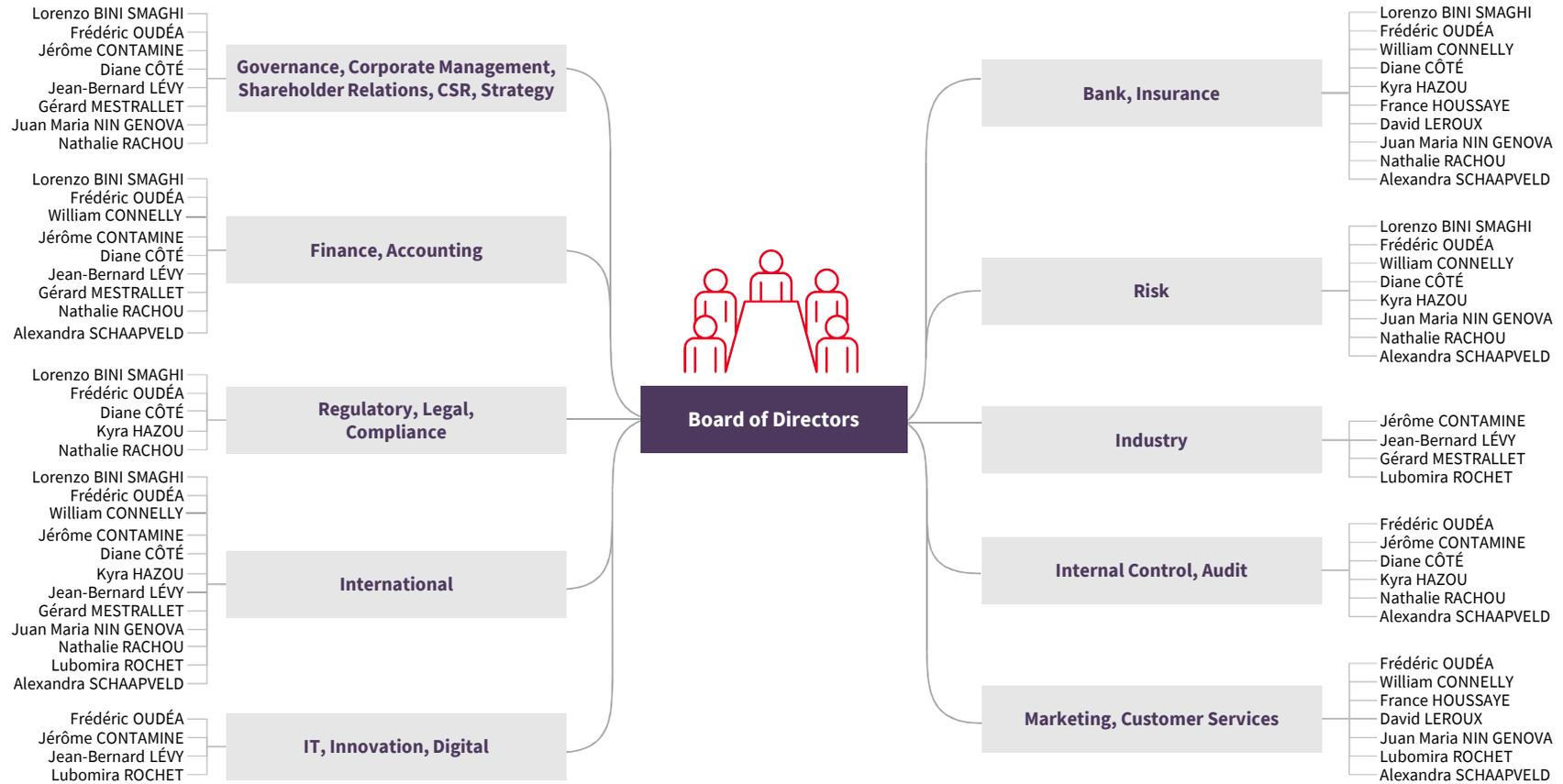
Term : **2021**

French

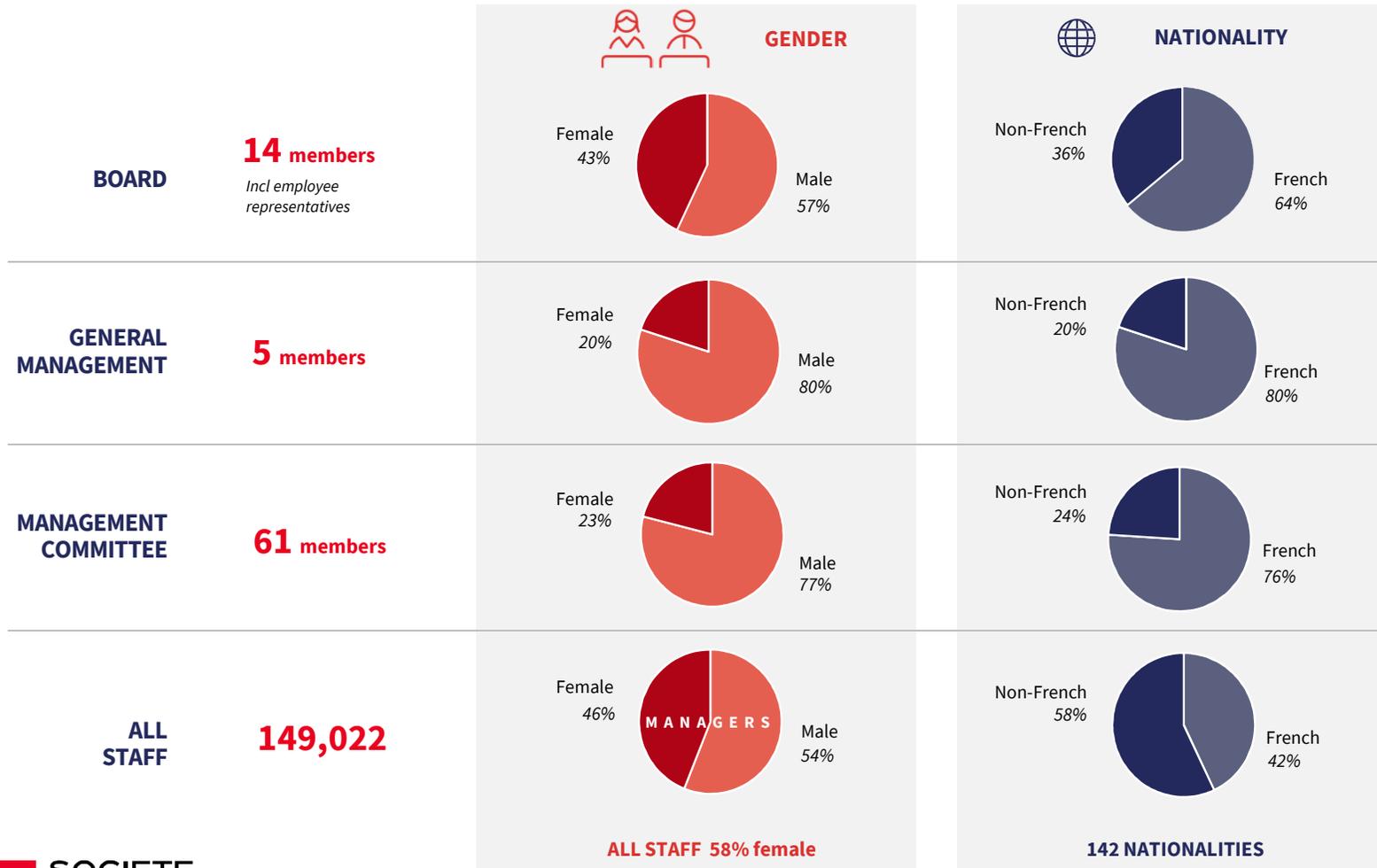
Tenure (yrs): **1**

- SG employee since 2001

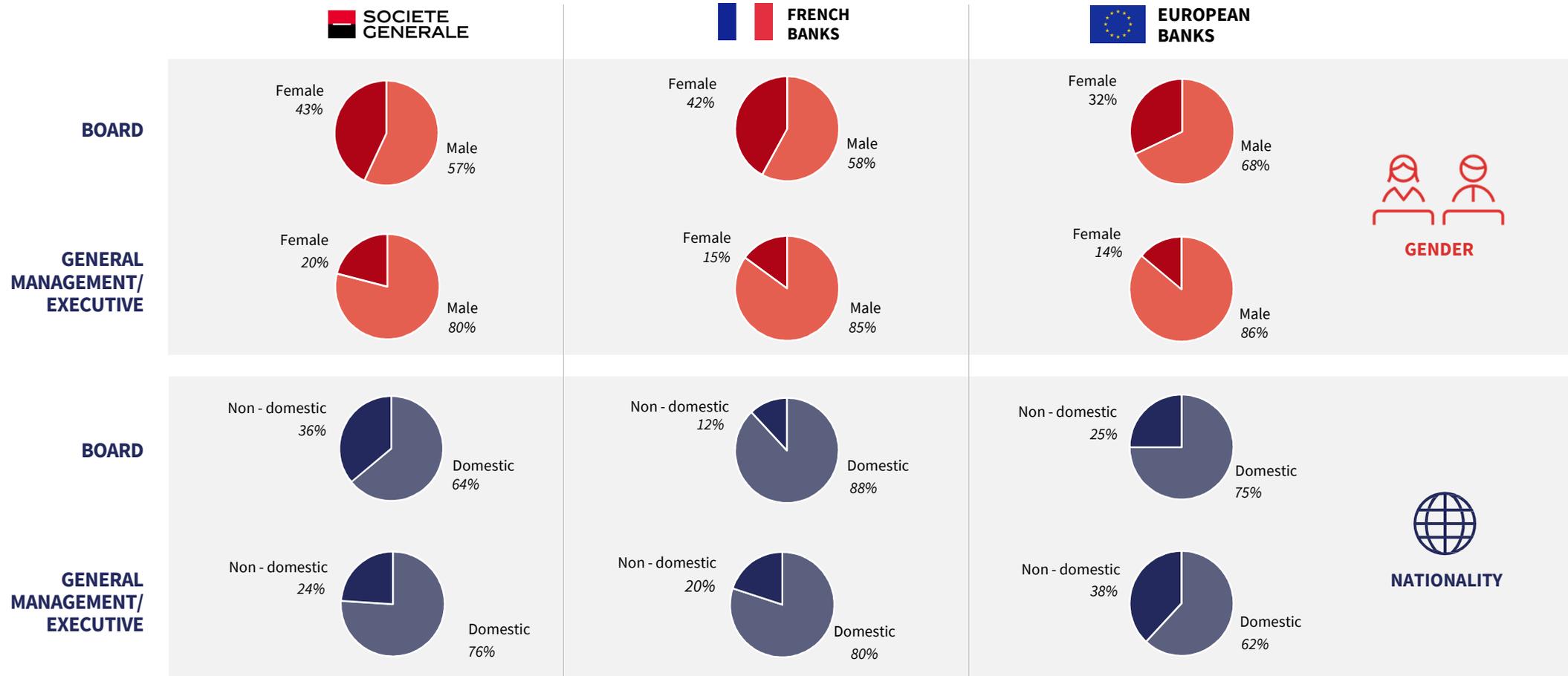
DIRECTOR COMPETENCIES AND EXPERIENCE (3/3)



DIVERSITY AT SOCIETE GENERALE...



... POSITIVELY POSITIONED VS PEERS ON DIVERSITY



Source : 2017 Annual reports / Corporate websites / like-for-like comparisons taken where possible **French Banks** : SG, Credit Agricole, BNP, Natixis **European Banks** : Unicredit, Deutsche Bank, ING, Barclays, Santander, Crédit Suisse, HSBC, SG, Crédit Agricole, BNP, Natixis

BOARD COMMITTEES

5 INDEPENDENT DIRECTORS

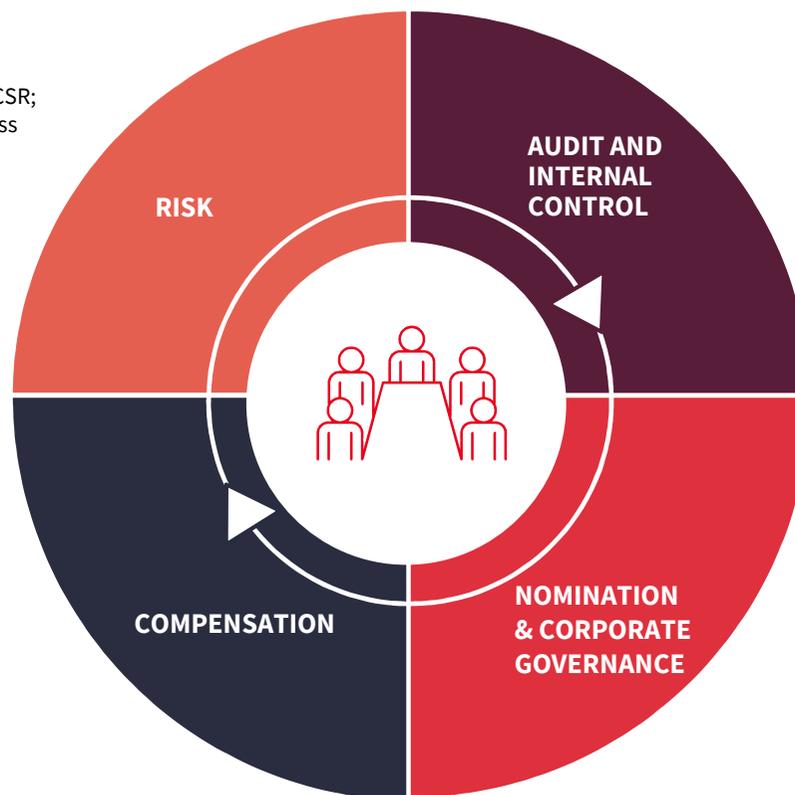
Review of the risk panorama & mapping; Culture & Conduct; CSR; GDPR; cyber security; liquidity remediation; Brexit; NPLs; stress tests; regulatory projects; litigations; compensation policy. Assessment of compliance and risk functions. As US Risk Committee, it met 12 times to validate the risk appetite of the US operations, supervise risk policies; follow up of remediation plans.

2018: met 10x; attendance rate 98%

4 DIRECTORS (3 INDEPENDENT)

Monitors long-term and deferred remuneration; Chairman's remuneration; and ensures remuneration policies are in line with regulations, internal risk control policy, gender equality and (from 2018) that extra-financial criteria are considered in the variable remuneration of the Management Committee.

2018: met 8x; attendance rate 97%



4 INDEPENDENT DIRECTORS

Review of Group accounts; Statutory Auditors; audit and internal control; participation in US Risk Committee which audits the US businesses. Review of compliance organisation; anti-money laundering; monitoring of remediation plans; regulatory compliance; customer protection; and specific business reviews.

2018: met 10x; attendance rate 90%

4 INDEPENDENT DIRECTORS

Prepares the appointment of new directors and succession of General Management; reviews the succession plans of the Business and Service Units; prepares resolutions for General Meeting; examines Internal Rules of the Board; prepares annual internal evaluation of Board; and assesses the independence of Directors.

2018: met 7x; attendance rate 82%

Public activity reports for all Committees included in the Registration Document

ROLE OF THE BOARD



THE BOARD OF DIRECTORS
COLLECTIVELY REPRESENTS ALL SHAREHOLDERS



STRATEGIC DIRECTION

The Board:

- sets SG's strategic direction
- ensures its implementation
- defines the Group's values and code of conduct
- defines the Group's social and environmental responsibilities



REMUNERATION

The Board sets the compensation of the CEOs, including:

- fixed and variable, ensuring a balance between financial and extra-financial criteria
- long-term incentives to align interests with long-term shareholder value



SOLID GOVERNANCE

The Board periodically:

- ensures that it is well composed and has sufficient breadth of skills to perform its duties
- approves effective risk procedures, a sound internal control system, and efficient administrative processes
- ensures a well-defined, transparent and coherent sharing of responsibilities

AN ORGANISATION BASED ON SHARED CULTURE AND GOALS...



MORE AGILE ORGANISATION

- New organisation and governance adopted in 2017, with two objectives:
 - To be **more agile and customer-focused**
 - To support a more **collective working** model



REINFORCED INTERNAL CONTROL SET UP

- Since 2017, Group Compliance division **reports directly to General Management**
- **Doubled Compliance headcount** in 3 years and **increased training** budget
- Commitment to continue to enhance compliance programme:
 - To **prevent and detect** potential violations
 - To **enhance corporate oversight**



DEPLOYING CULTURE & CONDUCT PROGRAMME

- **Company-wide culture & conduct programme** sponsored by the CEO and reporting to the Board of Directors
- **Updated Code of Conduct** deployed worldwide reinforcing commitments towards every stakeholder

MORE ALIGNMENT

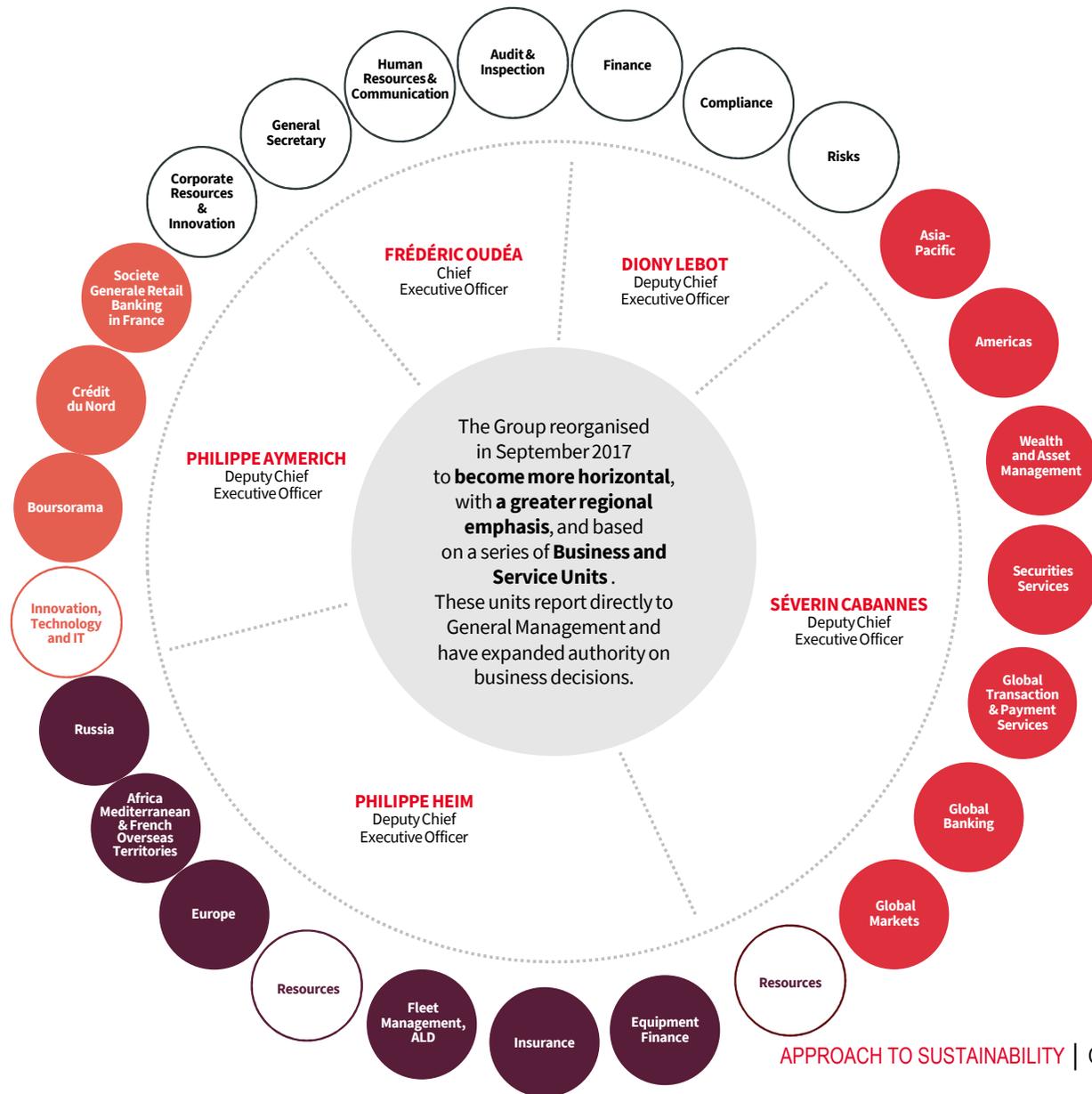
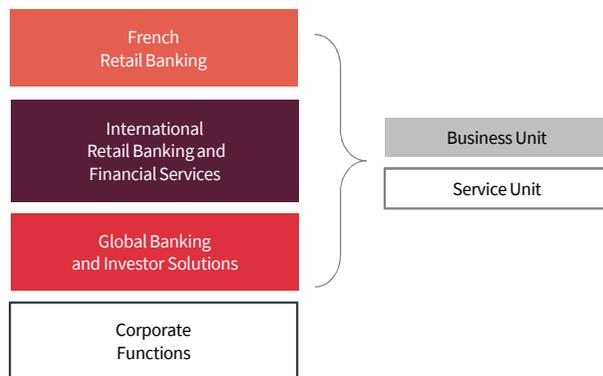
- **Common leadership model, based on 4 shared values,** applying to all staff worldwide

- **Variable remuneration of Management Committee members significantly aligned with shared Group targets:** Financial targets, Net Promoter Score, global employee commitment rate and Group CSR rating

... AND TO FOSTER AUTONOMY, COLLEGIALITY AND COOPERATION



~30 EXECUTIVES
with common objectives
and remuneration schemes



GROUP GOVERNANCE, OVERSIGHT AND MANAGEMENT STRUCTURE

BOARD OF DIRECTORS

Audit & Internal Control Committee

Risk Committee

Compensation Committee

Nomination & Corporate Governance Committee

GENERAL MANAGEMENT

General Management Committee
Group CEO and Deputy CEOs

Prepares and supervises the implementation of the strategy determined by the Board

STRATEGIC SUPERVISION & GROUP MANAGEMENT

Group Strategy Committee

CEO, Deputy CEOs, some Heads of Business and Service Units, Head of Strategy

Implements the group strategy, reviews the portfolio of Group businesses, monitors the Group's governance and steps taken with respect to Culture & Conduct, social and environmental responsibility

Cross-Functional Oversight Group Committees

CEO, Deputy CEOs, some Heads of Business or Service Units and members of their teams

Group client or thematic committees

Strategy – Oversight Committee Business/ Support Units

CEO, Deputy CEOs, Head of Business or Service Unit in question, Head of Strategy, Heads of some Business and Service Units

Meets at least once per year for each Business or Service Unit to discuss strategic management of each unit (includes client reviews and NPS, innovation and digitalisation, HR process)

Group Management Committee

Executives appointed by the CEO, Heads of Business and Service Units

Communicates and debates strategy and issues of general interest to the Group

SUPERVISION

The Group's governance bodies are set up to be collegial and cross-cutting and to systematically review strategic and operational objectives.

2 REMUNERATION POLICY

GROUP REMUNERATION – KEY POLICY AND PRINCIPLES



ROLE OF THE BOARD COMPENSATION COMMITTEE:

- To make recommendations to the Board regarding the Group's remuneration principles and policies
- To prepare the decisions of the Board regarding compensation of corporate officers, profit sharing, employee share ownership including the award of performance shares and capital increases reserved for employees



VARIABLE AND LONG-TERM REMUNERATION:

- General Management: variable remuneration aligned with Group strategic targets
- Management Committee members: variable remuneration aligned with collective Group targets: Financial performance, Employee Commitment rate, Net Promoter Score, External Group CSR Rating
- Increasing use of CSR targets



POLICY STRUCTURED ON PRINCIPLES OF LOYALTY AND VALUES:

- Fixed compensation that rewards a position in accordance with level of responsibility, skills and professional experience
- Variable compensation that depends on both collective and individual performance
- Additional incentive mechanisms which involve employees in the Group's long-term development



CONTROL OF THE REMUNERATION POLICY FOR REGULATED STAFF:

- Internal and External controls: Internal Audit, Compensation Committee, Risk Committee, Board of Directors and Regulators
- Variable compensation balanced against fixed compensation and aligned with long-term performance, partly deferred and paid in shares or instruments indexed on the share price

COMPENSATION – NON-EXECUTIVE CHAIRMAN SAY ON PAY *EX POST* 2018

2018 FIXED COMPENSATION	€ 895,208	As part of the renewal of M. Bini Smaghi's term of office, shareholders voted in May 2018 in favour of raising his compensation from € 850,000 to € 925,000 per year for the duration of the new 4-year term.
ANNUAL VARIABLE REMUNERATION	€ 0	Fixed compensation only, to guarantee complete independence.
LONG-TERM INCENTIVE	€ 0	
BENEFITS IN KIND	€ 53,533	Provision of housing for the purpose of carrying out the duties of this mandate in Paris.
TOTAL	€ 948,741	

M. BINI SMAGHI receives no directors' fees

REMUNERATION POLICY - EXECUTIVE MANAGEMENT (1/3)

SAY ON PAY EX ANTE 2019

REMUNERATION POLICY COMPLIANT WITH REGULATIONS (CRD4, SAPIN 2) AND AFEP/MEDEF CODE

Key changes introduced in 2019:

Better alignment with Group strategic targets and risk appetite

More demanding performance conditions for the long-term incentive and alignment with the Group's CSR* commitments

*CSR: Corporate Social Responsibility

**TSR: comparison of the Total Shareholder Return of Société Générale vs a panel of 11 European comparable banks over the full acquisition lengths

ANNUAL VARIABLE REMUNERATION - QUANTITATIVE CRITERIA		
	2018 Financial year	2019 Financial year
Group criteria	1/3 : EPS 1/3 : GOI Group 1/3 : C/I Group	1/3 : ROTE 1/3 : Core Tier 1 ratio 1/3 : C/I Group
Scope of responsibility criteria	1/3 : GOI scope of responsibility 1/3 : C/I scope of responsibility 1/3 : EBT scope of responsibility	1/3 : scope of responsibility 1/3 : C/I scope of responsibility 1/3 : RONE scope of responsibility

LONG-TERM INCENTIVE – PERFORMANCE CONDITIONS	
2018 Financial year	2019 Financial year
TSR** condition: 100% of the award	TSR 80% of the award More demanding TSR payout (above median only)
	CSR 20% of the award, of which: <ul style="list-style-type: none"> ▪ 1/2 Energy transition financing ▪ 1/2 Positioning within the extra-financial ratings (RobecoSAM, Sustainalytics & MSCI)
Subject to Group profitability	

REMUNERATION POLICY - EXECUTIVE MANAGEMENT (2/3)

SAY ON PAY EX ANTE 2019

FIXED COMPENSATION

Reflects **experience** and **responsibilities** and **compares with practices** in similar companies

Fixed compensation maintained in 2019 at 1 300 000 € for CEO and 800 000 € for D-CEOs

VARIABLE COMPENSATION BASED ON ANNUAL PERFORMANCE

Based on **financial objectives** (60%) and **qualitative objectives** (40%)

- Maximum 135 % of fixed remuneration for the CEO and 115% for the D-CEOs
- Partly indexed to SG share, conditional and deferred for 3 years, in compliance with European standards

LONG-TERM INCENTIVE

Designed to **associate executive managers in the Group's long-term performance and align their interests with those of the shareholders**

- Maximum 135 % of fixed remuneration for the CEO and 115% for the D-CEOs
- Entirely conditional and deferred for 7 years

**Total variable
compensation
capped
at twice
the amount
of fixed
compensation**

See Registration Document page 99-102

REMUNERATION POLICY - EXECUTIVE MANAGEMENT (3/3)

SAY ON PAY EX ANTE 2019

NON-COMPETE CLAUSE	6 months non-compete clause, compensated 100% of fixed remuneration Non-payment of the clause in case of departure within 6 months of claiming pension or beyond 65 years of age	Total non-compete + severance pay cannot exceed 2 years total compensation
SEVERANCE PAY	Only in a case of forced departure Max 2 years fixed remuneration, subject to performance Non-payment in case of departure within 6 months of claiming pension or Non-payment if D/CEO or the Company is in a situation of failure	
SUPPLEMENTARY PENSION SCHEME	No supplementary pension scheme for the CEO For the D-CEOs: pension scheme revised as of 1st January 2019 to reduce costs and risks and subject to performance condition	

See Registration Document page 99-102

SAY ON PAY EX POST 2018 COMPENSATION

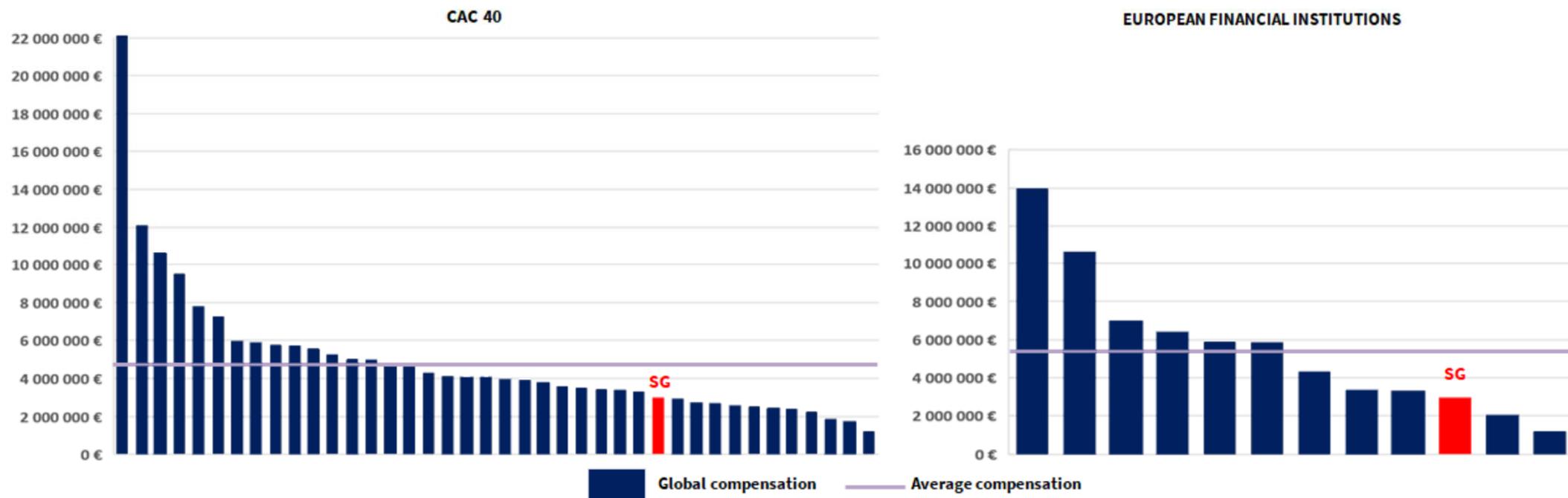
CHIEF EXECUTIVE OFFICER

2018 FIXED COMPENSATION	1 300 000 €	
ANNUAL VARIABLE REMUNERATION FOR 2018	1 063 478 € after voluntary reduction of 15% (including 212 696 € payable in 2019 and the balance deferred for 3 years)	Targets reached giving right to 71.3 % of the variable compensation <ul style="list-style-type: none">72.6 % of quantitative objectives reached69.4 % of qualitative objectives reached The annual variable remuneration corresponding to an overall achievement rate: 1 251 151 €
LONG-TERM INCENTIVE	636 936 €	Shares or equivalents awarded in 2 installments of 4 and 6 years Acquisition subject to Group profitability and growth of profitability for shareholders (TSR)
TOTAL	3 000 414 €	

Mr. OUDÉA receives no Director's fees; he is provided with a company car (benefit valued at 5 147 €)

CHIEF EXECUTIVE OFFICER REMUNERATION COMPARISON WITH CAC 40 COMPANIES AND FINANCIAL INSTITUTIONS IN EUROPE

GLOBAL COMPENSATION 2018



Source : SG based on remuneration of CEOs in CAC 40 companies and in our peers group (11 European financial institutions) selected for the TSR performance condition of the LTI

SAY ON PAY EX POST 2018 COMPENSATION

DEPUTY CHIEF EXECUTIVE OFFICERS

	PHILIPPE AYMERICH	SÉVERIN CABANNES	PHILIPPE HEIM	DIONY LEBOT
2018 FIXED COMPENSATION	504 000 €	800 000 €	504 000 €	504 000 €
ANNUAL VARIABLE REMUNERATION FOR 2018	423 105 € (including 84 621 € payable in 2019 and the balance deferred for 3 years)	485 555 € after voluntary reduction of 7.5% (including 97 111 € payable in 2019 and the balance deferred for 3 years)	437 300 € (including 87 460 € payable in 2019 and the balance deferred for 3 years)	393 030 € (including 78 606 € payable in 2019 and the balance deferred for 3 years)
LONG-TERM INCENTIVE	268 501 €	477 246 €	263 560 €	278 970 €
TOTAL	1 195 606 €	1 762 801 €	1 204 860 €	1 176 000 €

Targets reached giving right to variable remuneration:

- 73.0 % for P. AYMERICH
- 57.1 % for S. CABANNES
- 75.4 % for P. HEIM
- 67.8 % for D. LEBOT

Shares or equivalents awarded in 2 installments of 4 and 6 years
Acquisition subject to Group profitability and growth of profitability for shareholders (TSR)

Director's fees included in variable remuneration; D-CEOs are provided with a company car

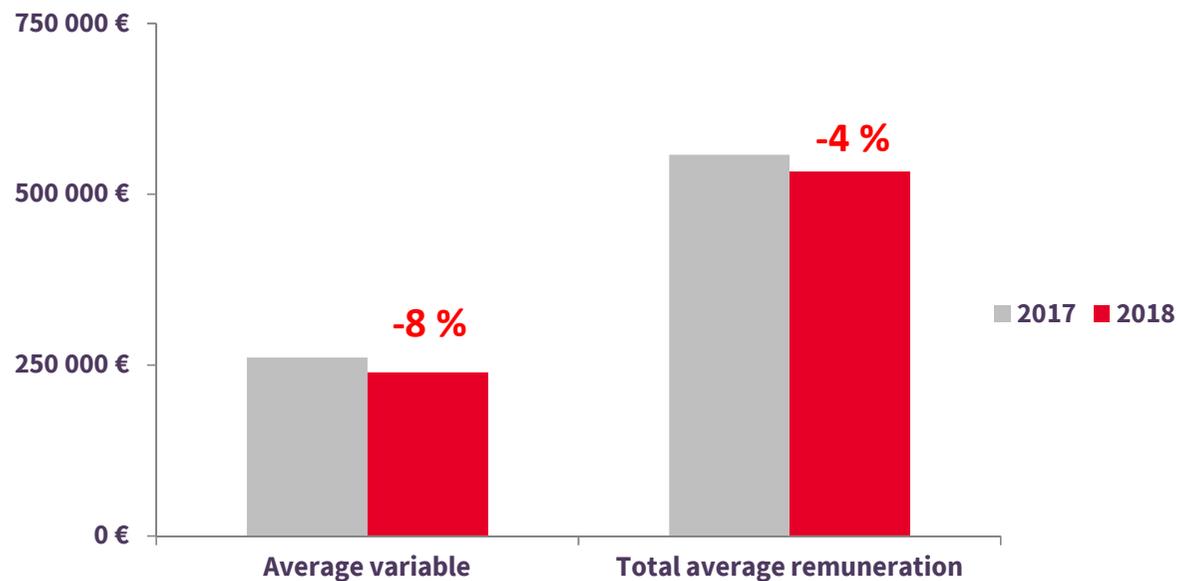
COMPLYING WITH REGULATIONS CONCERNING REMUNERATION

A “REGULATED” POPULATION OF 827 INDIVIDUALS (INCLUDING CORPORATE OFFICERS)

Employees identified because their activities may have a significant influence on the Company’s risk profile

The average remuneration for regulated population has dropped (excluding severance pay, Chief Executive Officers and Board. At constant exchange rates)

CHANGE IN AVERAGE REMUNERATION OF REGULATED STAFF BETWEEN 2017 AND 2018



3 CULTURE & CONDUCT AND HUMAN CAPITAL

ANCHORING A CULTURE OF RESPONSIBILITY



STRONG HISTORY OF CULTURE:

SG culture underpinned by a strong history of **client service**.



FOUR GROUP VALUES:

- Team Spirit
- Responsibility
- Commitment
- Innovation



A COMMON LEADERSHIP MODEL:

Describing **required management and individual** behaviour



A GROUP CODE OF CONDUCT:

A Group Code of Conduct that sets out the commitments and principles we must all observe while fulfilling our duties, **and 2 complementary codes** focusing on particular conduct matters:

- **Tax Code of Conduct**
- **Code governing the fight against corruption and influence peddling**

THREE-YEAR CULTURE AND CONDUCT PROGRAMME ACCELERATING CULTURAL TRANSFORMATION

A CLEAR ROADMAP WITH 3 MAIN OBJECTIVES...

- 1 Accelerate **SG's cultural transformation**
- 2 Achieve the highest standards of quality of service, integrity and behaviour
- 3 Make **SG's culture a differentiating factor**: quality of service, performance and attractiveness

...TO BE ACHIEVED OVER 3 YEARS

2017

- **Develop** the Programme **architecture** and roadmap
- **Communicate** to business and service units
- **Launch** first deliverables

2018

- Ensure the Programme **becomes highly visible**
- **Deliver** on our **core conduct priorities**

2019

- **Complete Programme roll-out**: fully embedding deliverables and **alignment of HR processes**
- Prepare the **transition to full ownership by business and service units**

RELYING ON A MULTI-PRONGED APPROACH..



GOVERNANCE

- Culture & Conduct programme **launched January 2017: regular follow up by the Board**
- **Overall responsibility for the programme is with General Management** : the Group Head of Culture & Conduct reports directly to the CEO and delivers an annual dashboard of indicators
- **Managers and Excos of each Business/Service Unit champion and lead on culture and conduct which is directly under their responsibility**



CODE OF CONDUCT

- The **Board formally endorsed** the updated Code of Conduct in 2016 and the Anti-Corruption and Anti-Bribery Code in 2017
- **2018 global roll-out** of a mandatory Conduct Journey Workshop to all active staff, with an annual mandatory test thereafter



CONDUCT RISK MANAGEMENT

- **Redefining and broadening our definition of conduct risk and embedding** this definition into **overall Group risk management framework**, so that risks can be better identified, assessed and mitigated across the Group



DASHBOARD

- **Annual dashboard for Board and General Management with indicators on culture and conduct** covering regulatory training, compliance dysfunctions, operational losses resulting from misconduct, sanctions and compensation reviews, results of internal staff survey



CULTURAL TRANSFORMATION

- **Alignment of HR processes**, including sanctions, performance evaluation and compensation, recruitment and induction, talent development
- Providing tools to **support and encourage an ethical approach and a speak-up culture**



COMMUNICATION AND AWARENESS

- **Communication on 3 levels (General Management, Business/ Service Unit and local level)** to embed culture and conduct topics into the daily lives of staff

... AND WITH CLEAR DELIVERABLES

PROGRAMME KEY ACHIEVEMENTS

93% of active employees, worldwide, completed **training** on the appropriation of the Group Code of Conduct through **17 000** workshops

6 conduct indicators and **8 culture indicators** * followed annually by the Board and Executive Management

Implementation of **action plans** within each Business and Service Unit, covering awareness of conduct risk, prevention of misconduct, best practices

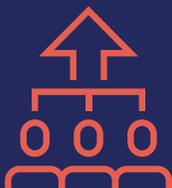
Continued **alignment with HR processes** particularly in managing inappropriate behaviour, harassment, disciplinary sanctions and recruitment processes

Integration of conduct risk into the overall Group risk management framework, facilitating a **Risk and Control Self Assessment** for each Business and Service Unit

Reinforcing a **culture of responsibility** and **ethical reasoning** through dedicated action plans with each Business and Service Unit

* Indicators cover compliance and operational incidents of misconduct, major sanctions, overdue mandatory regulatory training, Code of Conduct training, incidents of variable remuneration being reduced following a review by Risk and Compliance, client service (Net Promoter Score), employee commitment and cooperation rate (measured through employee barometer), whistleblowing cases, speak-up score, managers' ethics score and proportion of women among group strategic talents

COMMITTED TO BE A RESPONSIBLE EMPLOYER



DEVELOP THE SKILLS THAT EMPLOYEES NEED

To Adjust To Transformations On The Banking Landscape

- Develop employees' employability through training, learning and the formulation of diverse career paths
- Targeted recruitment for growing and emerging businesses
- Embrace digital transition by offering alternative working methods



DEVELOP A RESPONSIBLE BANKING CULTURE

based on the common values of the Group's 'Leadership Model'

- Commitment to diversity
- Highest standards of conduct and ethics
- Cascading a strong tone from the top

Encouraging a speak-up culture

- New whistleblowing system introduced end-2018



FOSTER EMPLOYEE COMMITMENT AND TEAM SPIRIT

- Recognising each individual's contribution to the Group's long-term performance
- Ensuring safety and well-being at work
- Involving employees in civic initiatives

WITH POLICIES TO SHAPE AND GROW OUR STAFF



STAFF

WORKFORCE

58% women
46% women managers
25% women in Top 1000
142 nationalities
58% non-French

RETENTION MANAGEMENT

8.3% voluntary turnover
5.3% voluntary turnover exc. Russia and India
9.7 average years of service

STRATEGIC WORKFORCE PLANNING

Using AI to connect competencies with needs
18% group internal mobility rate
56% jobs filled internally worldwide



SUCCESSION PLANNING

Redefined talent detection,
Focusing on a diversity of critical skills

KEY GROUP POSITIONS

150 positions, reviewed annually



FUTURE EXECUTIVES

Next generation of KGP



HIGH POTENTIALS

Managerial or expert role

2.4% of the Group Workforce
40% women
42% non-French



TARGETED DEVELOPMENT

83% employees completed at least one training programme
28.3 hours in average of training hours per employee

Executives programme

« Boost your leadership signature »

Focused on KGP and Management Committee
Tailored modular training; dedicated coach
Integrated with CSR and Culture & Conduct trainings

Future Executives programme « Lead »

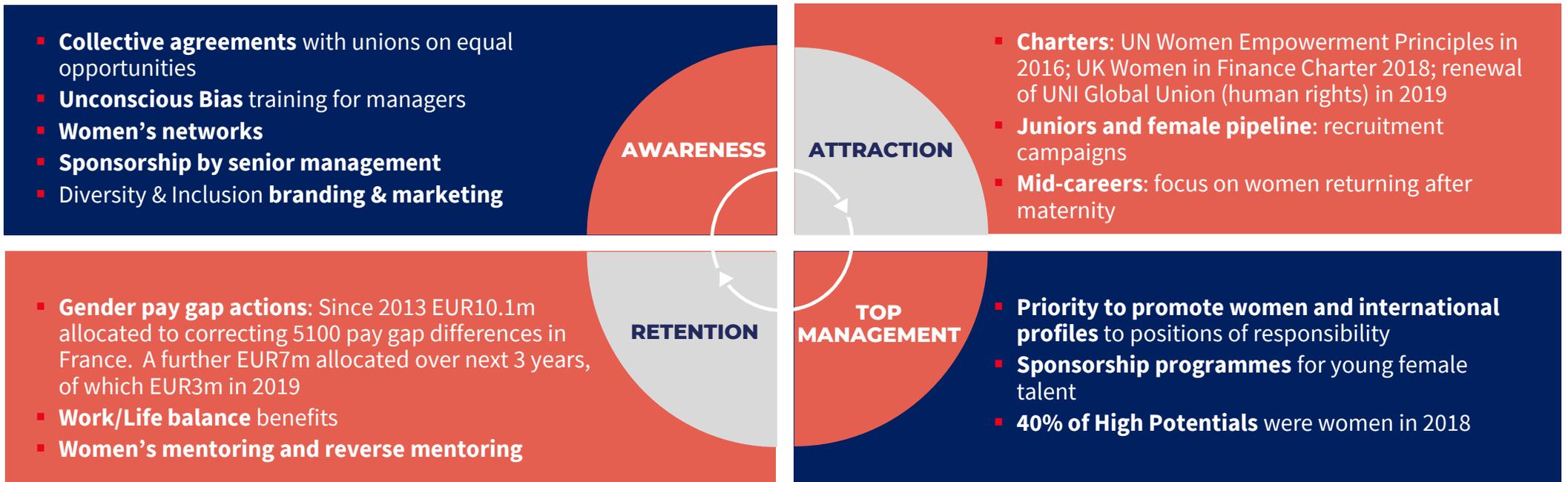
27 selected p.a. with internal and external assessments
Internal mentoring by a Management Committee member
External agency assesses values and development plans

High Potentials

Selection of candidates by Business and Service Units
Programmes with Eve and Octave, in Europe, Asia, Africa
Regular engagement with Executive Management
Leader Expert Programmes requiring specific training
(incl for data scientists, economists, IT)
PanAfricanValley regional talent programme

FOCUS ON GENDER DIVERSITY IN THE GROUP

Gender diversity embedded in all HR processes



GENDER DIVERSITY PROGRAMMES:



#WomenByLyxor



THE CIRCLE

WOMEN IN MARK



Global Compact Network UAE

4 ENVIRONMENTAL & SOCIAL

CLEAR GOVERNANCE OF E&S RISK MANAGEMENT



THE BOARD

approves climate strategy and risk appetite



GENERAL MANAGEMENT

reviews CSR strategy and climate-related risks and opportunities

Deputy CEO Diony Lebot has overall responsibility for climate strategy and supervision of control functions



GROUP MANAGEMENT COMMITTEE

Consultative committee of 60 executives, 4 of which have dedicated climate responsibilities

CSR team defines, proposes, supports and monitors the deployment of climate strategy

Dedicated team offering sustainable and positive impact solutions



GROUP RISK COMMITTEE

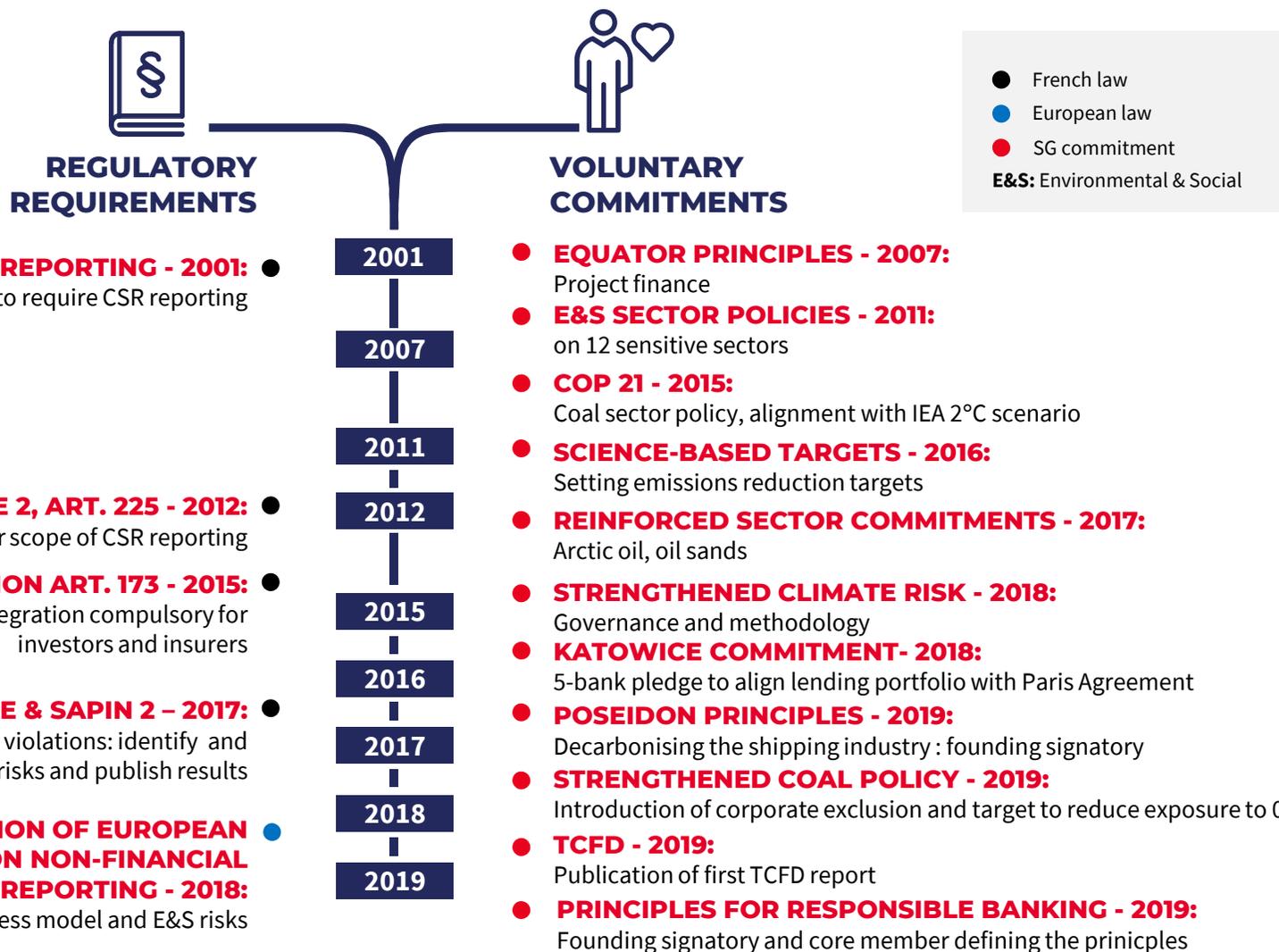
Reviews climate-related risks at least annually and validates action plan

LOD1 : Business and Service Units implement the strategy; integration of E&S policies in the SG Code

LOD2: Risk team establishes risk management and monitoring

LOD2: Compliance risk prevention and control framework

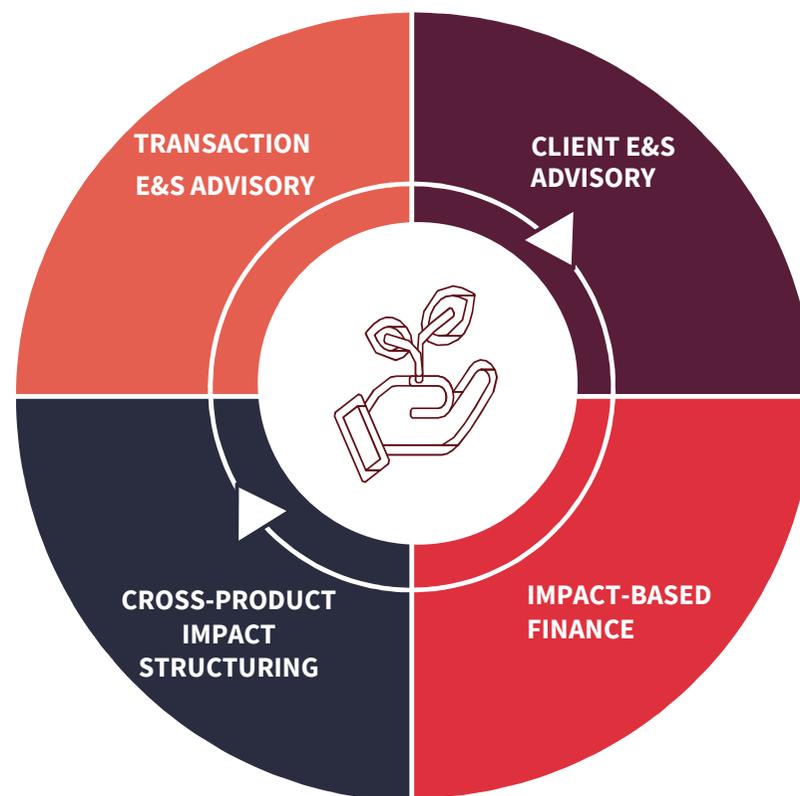
VOLUNTARY AND RESPONSIBLE POLICY



A UNIQUE EXPERTISE FOR CLIENTS

A team of 25 experts:

- E&S advisory **to maximise positive and minimise negative** E&S impacts of transactions
- Projects assessed against the **Equator Principles and UNEP-FI Positive Impact Finance** Framework
- **300 projects reviewed and 100 monitored** in 2018 to ensure adequate execution and implementation of E&S related mitigants or covenants
- The Cross-Product Impact Structuring team is at the **forefront of financial innovation** and supports the positive impact development of our clients
- The team has been instrumental to structure key **inaugural transactions** and landmark new structures:
 - Green, social and positive impact bonds
 - Green and impact loans
 - Positive impact notes supporting ESG investors portfolios



- Provides advisory services to put in place the adequate **E&S set-up at corporate** level and **optimise** extra-financial performance and ESG rating
- The team manages a portfolio of **8,500 wholesale corporate clients** from an E&S perspective in collaboration with commercial relationship managers
- Over **500 client E&S reviews** in 2018
- R&D team dedicated to developing **thought leadership and co-constructing impact-based** business models, following two principles:
 - From impact to solution, integrate all impacts
 - Favour multi-impact value chains
- In close **cooperation** with leading international bodies such as the UNEP-FI, public authorities, multilaterals and the private sector

CLIMATE STRATEGY

3 strategic priorities

- 1 MANAGING RISK
- 2 SEIZING OPPORTUNITIES
- 3 MANAGING OWN IMPACT

UNDERPINNED BY COLLECTIVE COMMITMENTS

Principles for Responsible Banking

Strategically aligning business to the UN SDGs and the Paris Agreement on Climate Change : SG part of core group defining the initiative

Katowice Agreement

5-bank pledge : Measuring the climate alignment of lending portfolio and exploring ways to progressively steer financial flows towards the goals of the Paris Agreement

Poseidon Principles

SG founding signatory: Decarbonising the shipping industry by integrating climate considerations into bank portfolios and credit decisions

CLIMATE STRATEGY: MANAGING RISK



GOVERNANCE

Climate-related risks incorporated into Group risk, with **Board approval**, and reviewed annually through the General Management Group Risk Committee.

A variety of risks identified with potential financial impact: **reputation, physical, transition and liability**, with time horizons to 2050.

Climate-related risks do not constitute a new risk category: rather, **they aggravate** credit, market, operational and insurance risks.



TRANSITION RISK

Transition risk methodology established in 2018, based on a selected climate scenario and a climate vulnerability assessment, **to assess the economic impact on sectors and clients.**

This evaluation is mandatory for clients in key sectors (oil & gas, metals & mining, transport, energy)

Credit is the activity most sensitive to transition risk : the analyses carried out on the loan portfolio conclude a low global impact and concentrated in CO2 emitting sectors.

Selection of a **climate scenario of below 2°C**, consistent with the Paris Agreement.

This new risk framework complements the **existing E&S guidelines and policies** implemented operationally on clients and transactions.

CLIMATE DISCLOSURE: AMONGST THE FIRST BANKS TO PUBLISH TCFD REPORT *

* <https://www.societegenerale.com/sites/default/files/documents/Document%20RSE/climate-disclosure-societe-generale-tcdf-report-june.pdf>

CLIMATE STRATEGY : SEIZING OPPORTUNITIES

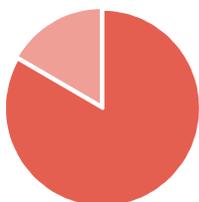


KEY TARGET

EUR 120bn

to support energy transition
2019-2023:

EUR 20bn
renewable energy
advisory and financing



EUR100bn
sustainable bond issues



FOCUS

Leading role in the creation of the
UN Environment Programme
Positive Impact Finance
initiative



SELECTED RESULTS

Renewable Energy:

#4 MLA worldwide,
#2 EMEA (2018 Dealogic)

Development of
Positive Impact Notes
financing SMEs located
in areas of high
unemployment

SDG-linked derivative hedging solution:

Linking the remuneration
of a hedging swap to the
achievement of energy
transition targets

Setting standards in Sustainable Finance:

Inaugural EUR1bio Positive
Impact covered bond in
July 2019 on carbon-
efficient home loans

Awarded **Best Sustainable
Export Finance Deal of the
Year** for Abidjan drinking
water supply plant

Setting standards in Responsible Finance:

Incorporation of CSR
targets in loans with
incentive mechanisms to
support clients with
ambitious CSR policies (no
sectors excluded)

CLIMATE STRATEGY: MANAGING OWN IMPACT



KEY TARGETS and INITIATIVES

The Group will **progressively reduce to zero its exposure to the thermal coal sector**, at the latest in 2030 for companies with thermal coal assets located in the EU or OECD countries and 2040 elsewhere.

No new financing of Arctic oil or oil sands; and to finance other oil and gas activities only if environmental and social risks are identified and mitigated.

Internal Carbon Tax levied annually on the greenhouse gas emissions of each of the Group's activities : the sums collected are redistributed as rewards for environmentally efficient initiatives.



COLLECTIVE COMMITMENTS

Katowice Commitment: 5-bank pledge in December 2018 to co-develop tools and metrics to measure the alignment of lending portfolios with the climate goals of the Paris Agreement

Poseidon Principles: founding signatory, in June 2019, decarbonising the global shipping industry

Getting to Zero Coalition: targeting commercially-viable zero emission vessels operating along deep sea trade routes by 2030

WORKING WITH REGULATION TO SHAPE STRATEGY

FRANCE CONTINUES TO ENHANCE ITS SUSTAINABLE AND CLIMATE-RELATED REGULATION, STRENGTHENING THE PIONEERING ROLE OF THE PARIS MARKETPLACE IN GREEN FINANCE

LAW ON ENERGY TRANSITION FOR GREEN GROWTH - ARTICLE 173

In August 2015 France became the first country to introduce mandatory climate change-related reporting.

Article 173 makes it compulsory for investors to explain how they take climate risks and ESG criteria in their investment decisions, in line with the voluntary recommendations of the Financial Stability Board's Taskforce on Climate-related Financial Disclosures (TCFD).



SG is an active member of the UNEP FI working group on the TCFD disclosure and committed to align to these recommendations

GRENNELLE 2 LAW - ARTICLE 225 / EU NON FINANCIAL DIRECTIVE

In 2012, it became compulsory for French companies to report on the Environmental and Social impacts of their business and to have this information audited.

From 2018, the EU Non-Financial Information Directive will reinforce the article 225, and require companies to focus on their major E&S risks and on the management of the adverse impacts of their worldwide activities.



SG is fully supportive of these French and EU regulations, having reported on E&S impacts since 2003

DUTY OF CARE BILL

In March 2017, following the UK Modern Slavery Act, France made it compulsory for companies with over 5,000 employees to implement a vigilance plan whose objective is to map, measure and mitigate human rights and environmental risks, on a worldwide basis.



SG sees this as an opportunity to strengthen its existing E&S practices and published its Duty of Care Plan in February 2018

5 GROW WITH AFRICA

CONTRIBUTION TO THE SUSTAINABLE DEVELOPMENT OF AFRICA

LEVERAGING OPERATIONS IN 19 COUNTRIES AND HISTORICAL PRESENCE OVER A CENTURY

SUPPORT FOR AFRICAN SMEs

Creation of local “SME Centres” bringing together different public and private stakeholders to work together

🎯 Increase outstanding loans to African SMEs by 60% 2018-2023 (+ EUR 4bn)

INNOVATIVE FINANCING

Support of agriculture industries, through collaboration with farmers, cooperatives and SMEs

Promotion of energy inclusion and renewable energy

🎯 Provide access to range of banking and non-banking services (healthcare, education, advisory) to one million farmers, 2018-2023, via YUP platform



INFRASTRUCTURE FINANCING

Four areas of focus: energy, transport, water and waste management and sustainable cities

🎯 Double Africa workforce dedicated to structured finance by 2019

🎯 Increase financial commitments related to structured finance in Africa by 20%, 2018-2021

FINANCIAL INCLUSION

Launch of YUP mobile money in 2017

Continue to grow microfinance business

🎯 Reach 1 million clients with YUP by 2020 and roll out to 4 additional countries

🎯 Double outstanding loans to microfinance organisations by 2022

AWARDED ‘AFRICA’S BEST BANK FOR CORPORATE RESPONSIBILITY’ (2019 EUROMONEY)

6 CYBER SECURITY

GOVERNANCE OF CYBER SECURITY



STONE FROM THE TOP

- **Cyber security is monitored by the Board of Directors' Risk Committee** and receives a quarterly IT and cyber dashboard
- The Group Risk Committee monitors quarterly the progress of the cyber security strategy
- Additional quarterly reporting to the ECB and local regulators
- **Group CSO** (Chief Security Officer), in charge of the Group Security Department
- **Group CISO** sets the Information Systems Security strategy, ensuring policies are observed across the Bank
- **Computer Emergency Response Team "CERT"** (the first of its kind to be registered by a French company in 2009) centralizes and coordinates response to security incidents
- **REDTEAM SG** tests Group defense and response to targeted attacks, based on Threat Intelligence which goes far beyond classic penetration testing. The approach is aligned with the TIBER-EU Framework established by the ECB. At the end of each mission an action plan is established and followed in project mode.
- **Development of two IT hubs in Africa**, since 2016, strengthening local IT and security
- **Security policies aligned with international standards** and compliant with regulation
- **Mandatory training for all staff and external providers**, in addition to special awareness actions, and specific training for cyber specialists (eg ISO 27005 certification, GIAC Advanced Smartphone Forensics)
- **EUR 650m investment in security** over 3 years 2017-20



CONTEXT and COLLABORATION

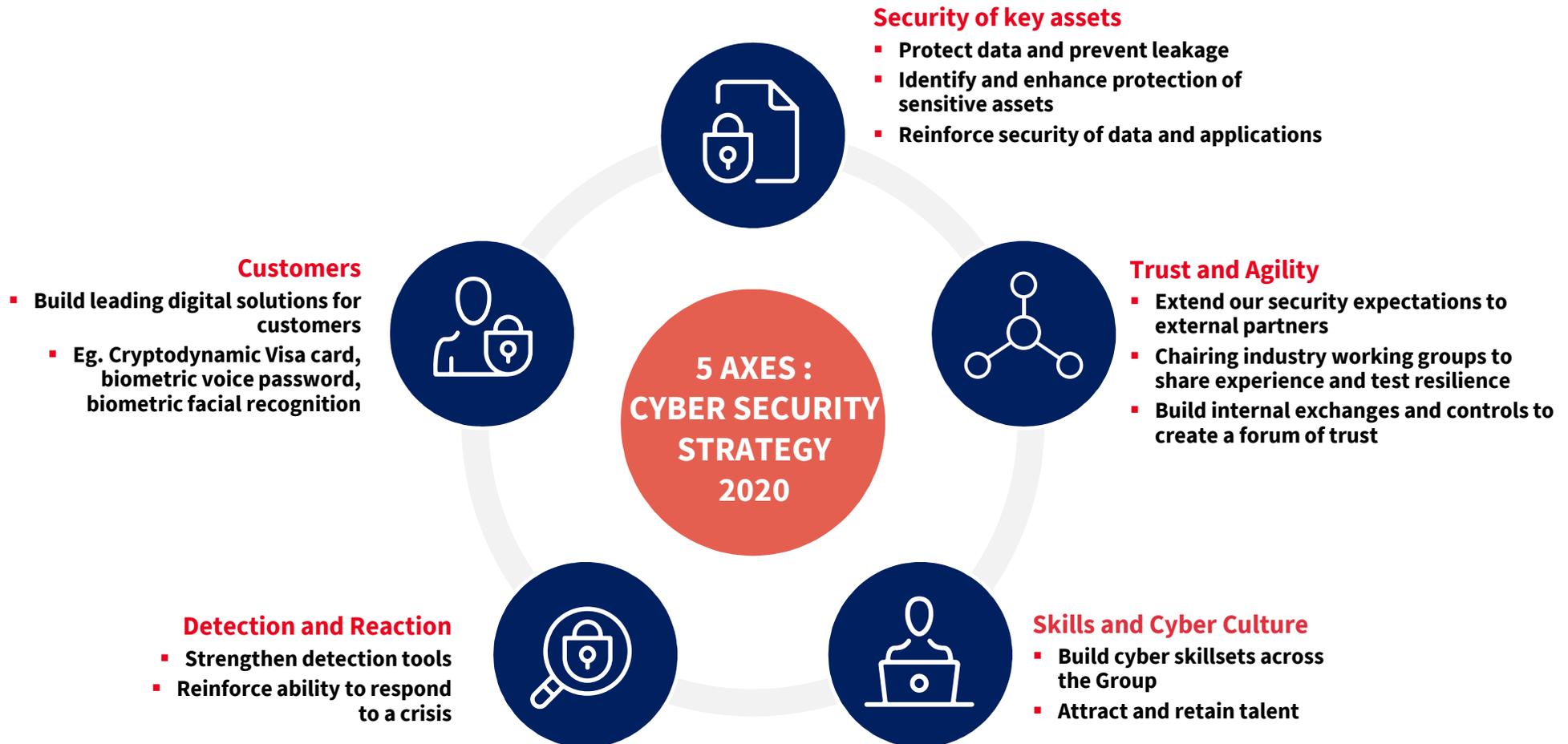
The EU regulatory framework for cyber and data security is evolving:

- the **Network and Information Security ("NIS") Directive** was adopted in August 2016 and currently being implemented across member states: it provides legal measures to increase the level of cyber security in the EU, facilitating cross-border exchanges of information and cooperation.
- the **EU General Data Protection Regulation ("GDPR")** was introduced in May 2018 and improves data governance and protection.

The French State acts with the finance sector in the event of a global attack having a national impact (Loi de Programmation Militaire). The European Directive NIS is currently being implemented across Europe to offer support at a European level.

SG works on collective initiatives with the industry to share cyber experience and strengthen procedures. SG's Group CISO chairs the Federation Bancaire Française working group. CERT teams across France and internationally meet on a regular basis.

PROTECTION OF ASSETS AND DIGITAL TRUST IS A STRATEGIC ISSUE



DISCLAIMER

This presentation contains forward-looking statements relating to the targets and strategies of the Societe Generale Group.

These forward-looking statements are based on a series of assumptions, both general and specific, in particular the application of accounting principles and methods in accordance with IFRS (International Financial Reporting Standards) as adopted in the European Union, as well as the application of existing prudential regulations.

These forward-looking statements have also been developed from scenarios based on a number of economic assumptions in the context of a given competitive and regulatory environment. The Group may be unable to:

- anticipate all the risks, uncertainties or other factors likely to affect its business and to appraise their potential consequences;
- evaluate the extent to which the occurrence of a risk or a combination of risks could cause actual results to differ materially from those provided in this document and the related presentation.

Therefore, although Societe Generale believes that these statements are based on reasonable assumptions, these forward-looking statements are subject to numerous risks and uncertainties, including matters not yet known to it or its management or not currently considered material, and there can be no assurance that anticipated events will occur or that the objectives set out will actually be achieved. Important factors that could cause actual results to differ materially from the results anticipated in the forward-looking statements include, among others, overall trends in general economic activity and in Societe Generale's markets in particular, regulatory and prudential changes, and the success of Societe Generale's strategic, operating and financial initiatives.

More detailed information on the potential risks that could affect Societe Generale's financial results can be found in the Registration Document filed with the French Autorité des Marchés Financiers.

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Figures in this presentation are unaudited.

**THE FUTURE
IS YOU**



**SOCIÉTÉ
GÉNÉRALE**