

**FOURTH SUPPLEMENT DATED 30 OCTOBER 2012
TO THE BASE PROSPECTUS DATED 27 APRIL 2012**

**SOCIÉTÉ GÉNÉRALE SFH
€25,000,000,000
Euro Medium Term Note Programme
for the issue of obligations de financement de l'habitat**

This fourth supplement (the *Fourth Supplement*) is supplemental to, and should be read in conjunction with, the base prospectus dated 27 April 2012 (the *Base Prospectus*), prepared by Société Générale SFH (the *Issuer*) with respect to its €25,000,000,000 Euro Medium Term Note Programme (the *Programme*), with the first supplement dated 23 July 2012 (the *First Supplement*), with the second supplement dated 19 September 2012 (the *Second Supplement*) and the third supplement dated 5 October 2012 (the *Third Supplement*), which were respectively granted visa no. 12-188 on 27 April 2012, visa no.12-375 on 23 July 2012, visa no. 12-453 on 19 September 2012 and visa no. 12-475 on 5 October 2012.

The Issuer has prepared this Fourth Supplement pursuant to article 16.1 of the Directive 2003/71/EC of 4 November 2003 on the prospectus to be published when securities are offered to the public or admitted to trading, as amended pursuant to Directive 2010/73/EC of 24 November 2010 (the *Prospectus Directive*) and article 212-25 of the *Règlement Général* (the *AMF General Regulations*) of the *Autorité des marchés financiers* (the *AMF*) for the purpose of amending the Base Prospectus as a consequence of the dissolution of the FCT RED & BLACK - GUARANTEED HOME LOANS on 26 October 2012.

The Base Prospectus, as supplemented pursuant to this Fourth Supplement, constitutes a base prospectus for the purpose of the Prospectus Directive.

Terms defined in the Base Prospectus have the same meaning when used in this Fourth Supplement.

Application has been made to the AMF in France for approval of this Fourth Supplement, in its capacity as competent authority pursuant to article 212-2 of the AMF General Regulations.

Save as disclosed in this Fourth Supplement, no other significant new factor, material mistake or inaccuracy relating to the information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the Base Prospectus. To the extent that there is any inconsistency between (a) any statement in this Fourth Supplement and (b) any other statement in, or incorporated by reference in, the Base Prospectus, the statements in (a) above will prevail.

To the extent applicable, and provided that the conditions of article 212-25, I of the AMF General Regulations are fulfilled, investors who have already agreed to purchase or subscribe for Notes to be issued under the Programme before this Fourth Supplement is published, have the right, according to Article 212-25 II of the AMF General Regulations, to withdraw their acceptances within a time limit of minimum two working days after the publication of this Fourth Supplement.

This Fourth Supplement will be published on the websites of (a) the AMF (www.amf-france.org) and (b) the Issuer (<http://prospectus.socgen.com>). For so long as any Notes may be issued pursuant to the Base Prospectus, copies of this Fourth Supplement will also, when published, be available free of charge during normal business hours on any weekday (Saturdays, Sundays and public holidays excepted), at the registered office of the Issuer and at the specified office of the Paying Agent(s).

This Fourth Supplement is governed by French law.



In accordance with articles L. 412-1 and L. 621-8 of the French Monetary and Financial Code and with the AMF General Regulations, in particular articles 212-31 to 212-33, the AMF has granted to this Fourth Supplement visa n° 12-528 on 30 October 2012. This Fourth Supplement was prepared by the Issuer and its signatories assume responsibility for it.

The visa, in accordance with article L. 621-8-1-I of the French Monetary and Financial Code, has been granted by the AMF after the AMF has examined of whether the document is complete and understandable, and the information it contains is consistent. It does not imply that the AMF has approved the interest of the operation, nor that the AMF has verified the accounting and financial data set out herein.

In accordance with article 212-32 of the AMF General Regulations, any issuance or admission to trading of Notes on the basis of this Base Prospectus will be subject to prior publication of the final terms and conditions of the Notes to be issued

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DISSOLUTION OF THE FCT RED & BLACK - GUARANTEED HOME LOANS

On 26 October 2012, all the FCT Notes held by the Issuer were totally redeemed and the FCT RED & BLACK - GUARANTEED HOME LOANS has been dissolved as at such date following the extinction of its last receivables. As a result, the Base Prospectus is amended as follows:

- The FCT Base Prospectus is no longer incorporated by reference in the Base Prospectus.
- All references, occurrences, sections, paragraphs, tables and definitions referring to and relating to the FCT, FCT Notes, FCT Base Prospectus, FCT Red & Black – Guaranteed Home Loans, FCT Regulations, FCT Issue Date, FCT Programme and the Master Subscription Agreement (as these terms are defined in the Base Prospectus) are to be considered as deleted and are no longer part of the Base Prospectus.

In particular, and without limitation, it results from the above that:

- on page 10 of the Base Prospectus, the third paragraph of sub-section entitled "Issuer" under section entitled "THE PARTIES UNDER THE PROGRAMME" is deleted in its entirety;
- on page 23, the sub-section entitled "Risks related to the FCT and the FCT Notes" under section "RISK FACTORS RELATING TO THE ASSETS OF THE ISSUER" is deleted in its entirety;
- on page 26 of the Base Prospectus, the third paragraph of sub-section entitled "Interest and currency risks" under section entitled "RISK FACTORS RELATING TO THE OPERATIONS OF THE ISSUER" is deleted and restated as follows:

"With respect to the rate risks relating to the Issuer's assets, the Issuer's assets may bear interest at a floating rate plus a margin, whereas the interest of the Notes can be on a fixed rate or a floating rate based on an index different from the index on which the floating rate of the Issuer's assets may be based. In order to hedge the Issuer against this interest rate risk, the Issuer entered into the Swap Agreement with Société Générale (see the section entitled "Relationship between Société Générale SFH and Société Générale"). The sums due by the Issuer under the Swap Agreement shall benefit from the Privilège (for further details, see the section entitled "Relationship between Société Générale SFH and Société Générale"). With respect to the rate risks relating to the home loans granted as Collateral Security under the Collateral Security Agreement (for further details on the Collateral Security Agreement, see the section entitled "Relationship between Société Générale SFH and Société Générale") that could arise following the enforcement of the Collateral Security, the Issuer has entered on the date of this Base Prospectus, into two sets of hedging agreements and related hedging transactions with Société Générale (for further details, see the section entitled "Relationship between Société Générale SFH and Société Générale")."

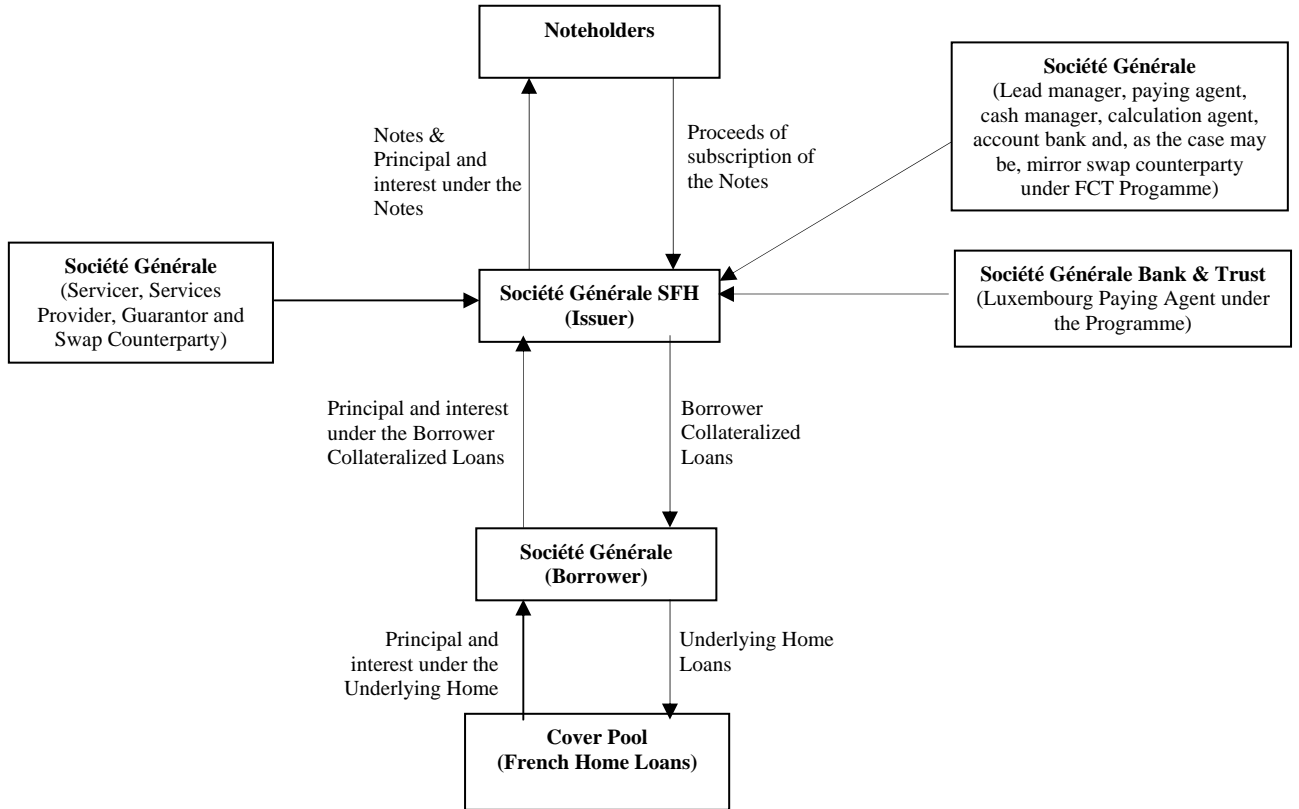
- on page 47 of the Base Prospectus, the sixth paragraph of sub-section entitled "Issuer's exclusive purpose and business overview" under section "DESCRIPTION OF THE ISSUER" is deleted in its entirety;
- on page 54 of the Base Prospectus, the third bulletpoint of the section entitled "RELATIONSHIP BETWEEN SOCIETE GENERALE SFH AND SOCIETE GENERALE" is deleted in its entirety;
- on page 54 of the Base Prospectus, the fourth bulletpoint of the section entitled "RELATIONSHIP BETWEEN SOCIETE GENERALE SFH AND SOCIETE GENERALE" is deleted and restated as follows:

"the Swap Agreement, pursuant to which Société Générale has agreed to act as swap counterparty in order to hedge any interest rate risk over the Notes due to the fact that the

Issuer's assets may bear interest at a floating rate plus a margin, whereas the interest of the Notes can be on a fixed rate or a floating rate based on an index different from the index on which the floating rate of the Issuer's assets may be based. Amounts due by the Issuer under the Swap Agreement benefit from the Privilège."

STRUCTURE DIAGRAM

The structure diagram set out in page 17 of the Base Prospectus is deleted and restated as follows:



**PERSON RESPONSIBLE FOR THE INFORMATION GIVEN IN THIS FOURTH
SUPPLEMENT**

In the name of the Issuer

After having taken all reasonable measures in this regard, I hereby certify that the information contained or incorporated by reference in this Fourth Supplement is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.

Paris, 30 October 2012

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Duly represented by Vincent Robillard
in its capacity as Deputy Chief Executive Officer (*Directeur général délégué*) and Director
(*Administrateur*) of the Issuer