

Société Générale
A French limited company with a share capital of EUR 976,447,673.75
Head Office: 29, boulevard Haussmann – 75009 PARIS
552 120 222 RCS Paris

Free translation - In the event of discrepancies between the French and the English version, the French version shall prevail.

Notice to attend the Annual General Meeting

Mrs. and Messrs. the shareholders and unit-holders of FCPE “Société Générale Actionnariat” are hereby notified that they are convened to the Annual General Meeting to be held on May 22, 2013 at 4:00p.m at Paris Expo, Espace Grande Arche, la Grande Arche, 92044 Paris-La Défense, in order to deliberate on the following agenda:

Agenda

1. Approval of the parent company financial statements for the 2012 financial year
2. Allocation of the 2012 income; Fixation of the dividend
3. Option for the payment of dividend in new shares
4. Approval of the consolidated financial statements for the 2012 financial year
5. Approval of the related party agreements
6. Renewal of Mr. Jean-Bernard Levy as a Director
7. Appointment of Mrs. Alexandra Schaapveld as a Director
8. Authorization to buy and sell Société Générale shares, up to a maximum of 5% of the Company’s share capital
9. Delegation of authority

1. Participation in the General Meeting

Any shareholder and any unit-holder of the FCPE “Société Générale Actionnariat” (hereafter the “FCPE”), regardless of how many shares or units he or she holds, has the right to attend the General Meeting.

1.1 Preliminary formalities to accomplish in order to take part in the General Meeting

In accordance with the provisions of article R. 225-85 of the French Commercial Code, the shareholders or unit-holders shall be able to justify their status with the accounting registration of the shares. This must be done either in their name or in the name of the intermediary registered as stipulated in article L. 228-1 of the French Commercial Code, three business days before the General Meeting, i.e on May 17, 2013, at midnight, Paris local time (hereafter “D-3”).

For the nominative shareholders and the unit-holders of the FCPE, this registration of shares by D-3 in the registered shareholders accounts shall be sufficient to allow them to take part in the General Meeting.

For holders of bearer shares, it is the authorized intermediaries who hold the bearer accounts (“the bearer accounts”) who shall confirm their client’s shareholder quality directly to the centralising bank

of the Shareholders' Meeting during the transmission of the unique form of vote by post or by proxy, or card admission ("the unique form") or while using the Internet voting site.

If a shareholder of bearer shares intends to take part in the General Meeting but has not received his/her admission card by May 17, 2013, he/she shall ask his/her financial intermediary to issue a participation certificate that will allow him/her to justify his/her status as a shareholder by D-3 in order to be allowed to attend the General Meeting.

A shareholder or unit-holder who requested an admission card and who would not have received it before May 17, 2013, may contact Société Générale dedicated operators at 0 825 315 315 (cost from France: 0.125€/min excluding VAT) from Monday to Friday, between 8:30 a.m. and 6:00 p.m. Paris local time, in order to obtain any information in this respect.

A shareholder who is not domiciled in France as defined in Article 102 of the French Civil Code, can ask the authorized intermediary to transmit their vote pursuant to the legal and regulatory provisions in force.

1.2 How to participate in the General Meeting

Shareholders or unit-holders of the FCPE have different ways to participate in the General Meeting.

They can:

- either attend the General Meeting in person,
- or not attend the General Meeting but i) give a proxy to the Chairman of the Shareholders' Meeting, to their spouse or partner by a civil solidarity pact, or to any other person of their choice, or ii) vote by post.

Shareholders who have already chosen to vote by post, or by proxy or have already requested an admission card, are no longer entitled to choose any other way to participate in the General Meeting but are entitled to sell all or part of their shares.

In order to facilitate their participation in the General Meeting, Société Générale offers the shareholders and unit-holders of the FCPE the possibility to request an admission card, to give a proxy, or to vote by post via Internet.

Internet websites will be opened from Monday April 22, 2013, 9:00 am until Tuesday May 21, 2013, 3:00 pm (Paris local time). In order to avoid any overloading, we advise shareholders and unit-holders of the FCPE not to wait for the ultimate date to connect on the Internet.

The holders of bearer shares will use the Votaccess Platform; if his or her holder of the bearer accounts is not affiliated to Votaccess system or does not offer this service, the latter will indicate how to proceed.

A. Shareholders or unit-holders of the FCPE who wish to attend the General Meeting in person

Shareholders or unit-holders of the FCPE wishing to attend the General Meeting in person have to request an admission card.

A nominative shareholder registered for at least one month before the date of the convening notice shall receive by post, or by e-mail if he/she requested it, the notice of meeting to which shall be appended the unique form.

He/she may obtain his/her admission card either by sending the duly completed and signed unique form to Société Générale, Service des assemblées générales, CS 30812, 44308 Nantes Cedex 3, or by using the Internet. In case he/she is a holder of direct registered shares, he/she will log in on the www.nominet.socgen.com website using his/her usual username and password, or in case he/she is a holder of administered registered shares, he/she will log in on the dedicated secure website www.ag.societegenerale.com using the username and password that shall be sent to him/her by post. Then he/she will follow the instructions on the screen.

A holder of bearer shares shall either log in on the website of his/her authorized intermediary who holds his/her bearer account with his/her usual username and password in order to access the Votaccess website and then he/she will follow the instructions on the screen to print his/her admission card, or will ask his/her holder of bearer accounts for a unique form. In this case, if he/she has not received his/her admission card by May 17, 2013, he/she shall have to ask his/her intermediary to issue a participation certificate that will allow him/her to justify his/her status as shareholder by D-3 in order to attend the General Meeting.

A unit-holder of the FCPE shall receive a mail with his/her username and password enabling him/her to access the documentation relating to the General Meeting on the www.ag.societegenerale.com website and to print his/her admission card from the aforementioned website. If he/she does not have access to the internet, he/she can request the documentation by sending a mail to Société Générale (Service Assemblées, CS 30812, 44308 Nantes Cedex 3) no later than 6 days prior to the General Meeting, i.e. on May 16, 2013. The duly completed and signed unique form has to be received at the latter address at least two calendar days before the General Meeting, i.e. on May 20, 2013.

B. Shareholders or unit-holders of the FCPE who cannot attend the General Meeting in person

Shareholders or unit-holders of the FCPE unable to attend the General Meeting in person and wishing to take part in the General Meeting can participate remotely i) by giving a proxy, ii) by voting by post, or iii) by Internet voting.

i) Appointment and revocation of a proxy

Shareholders or unit-holders of the FCPE who chose to be represented by a proxy of their choice can appoint or revoke their proxy:

- by sending a mail, either directly for **nominative shareholders and unit-holders of the FCPE**, or through the holder of the bearer accounts for the **holders of bearer shares**, and received by Société Générale, Service des assemblées générales, CS 30812, 44308 Nantes Cedex 3, before May 20, 2013.
- or via the Internet, by logging in on the www.nominet.socgen.com website (for the **nominative holders of direct registered shares**) or on the www.ag.societegenerale.com website (for the **nominative holders of administered registered shares** and for the **unit-holders of the FCPE**), and for the **holders of bearer shares** on the Votaccess website following the process described in section iii) hereafter, before May 21, 2013, at 03:00 p.m.

ii) Voting by post with the unique form

A nominative shareholder registered for at least one month before the date of the convening notice shall receive by post, or by e-mail if he/she requested it, the notice of meeting to which shall be appended the unique form.

The holder of bearer shares shall ask for the unique form to his/her authorized intermediary. Once the holder of bearer shares has duly completed and signed such unique form, the authorised intermediary shall forward it together with a participation certificate to the centralizing bank of the General Meeting.

A unit-holder of the FCPE shall access the unique form on the dedicated secured website www.ag.societegenerale.com using the username and password he/she shall have received by mail. He/she can also ask for the unique form by sending a mail to Société Générale, Service des assemblées générales, CS 30812, 44308 Nantes Cedex 3.

Any request concerning the unique form shall be received by Société Générale at least six days before the General Meeting, i.e on May 16, 2013.

In any case, the duly completed and signed unique form, together with a share registration certificate for the holders of bearer shares, shall be received at the aforementioned address at least two calendar days before the date of the General Meeting, i.e on May 20, 2013.

iii) Voting by Internet

A holder of direct registered shares shall log in on the Nominet website www.nominet.socgen.com (website allowing the management of their assets) using his/her usual username and password. In his/her personal space, he/she shall click on the link "General Meeting" then on the link "Vote" in order to access the Voting website.

A holder of administered registered shares shall log in on the dedicated secure website www.ag.societegenerale.com using the username and password received by mail or by e-mail, and shall follow the procedure displayed on the screen.

A holder of bearer shares shall log in with his/her usual username and password on the internet website of his/her authorized intermediary in order to access Votaccess website and shall follow the procedure displayed on the screen.

A unit-holder of the FCPE will automatically receive a mail indicating his/her username and password necessary to log in on the dedicated secure website www.ag.societegenerale.com. He/she will thus be able to vote on the internet by following the procedure displayed on the screen.

Voting by Internet will be possible from April 22, 2013, 9:00 a.m, to May 21, 2013, 3:00 p.m (Paris local time). In order to avoid any overloading of the website, we advise shareholders and unit-holders of the FCPE not to wait for the ultimate date to connect to the website.

2. Written questions

In compliance with the provisions of article R. 225-84 of the French Commercial Code, any shareholder who wishes to submit written questions has to submit those questions as from the publication of the present notice and no later than four business days before the General Meeting, i.e on May 15, 2013. The questions have to be addressed to the Chairman of the Board of Directors and sent by registered mail with acknowledgement of receipt to the registered head office of the company.

In order to be considered, those questions have to be sent together with a share registration certificate.

3. Right of communication of shareholders

The preliminary notice of the Annual General Meeting under article R. 225-73 of the French Commercial Code was published in the *Bulletin des Annonces Légales Obligatoires* (BALO) dated February 27, 2013.

The documents that the Company must legally hold at the shareholders' disposal for the General Meeting will be made available at Société Générale head office, 17 Cours Valmy – 92972 Paris La Défense, as from the publication of the notice of convening of the General Meeting.

The documents and information mentioned under article R. 225-73-1 of the French Commercial Code and to be submitted to the General Meeting will be made available to the shareholders on Société Générale's website: www.societegenerale.com, at least 21 days before the General Meeting.

The results of voting and the quorum will be made available on the aforementioned website no later than two business days after the General Meeting, i.e on May 24, 2013.

4. Internet broadcast of the Meeting

The Meeting will be webcast live and recorded for later viewing on the www.societegenerale.com website.

The Board of Directors