

2012

KEY ELEMENTS

OF THE HUMAN RESOURCES POLICY



SOCIAL REPORT

DEVELOPPONS ENSEMBLE

L'ESPRIT
D'EQUIPE



SOCIÉTÉ
GÉNÉRALE



Editorial



After a period of great turbulence against the backdrop of a liquidity crisis, the year 2012 was marked by the Group's ongoing transformation and the reinforcement of its financial solidity. The adaptation endeavour is still not totally finished, and new efforts have been announced in order to lower the company's cost base and return to a higher profitability level. However, the company has sound fundamentals: Societe Generale can now look to the future with confidence.

Since our banking business primarily rests on the quality of the service provided, we must focus our attention on satisfying our customers, by mobilising the sense of useful innovation and team spirit which are the hallmark of the Group's employees. Our ambition is to become THE relationship-focused bank, a reference on its markets, chosen for the quality and commitment of its teams. As we know, our customers will choose us for the quality of our products, but also and most importantly for the quality of our employees. It is the employees' commitment and positive energy that will make the difference.

Once again this year, we present you with our HR policy and our actions in the following main areas:

- | career paths and talent,
- | the quality of working conditions,
- | diversity,
- | the Group's development and managerial practices.

Happy reading!

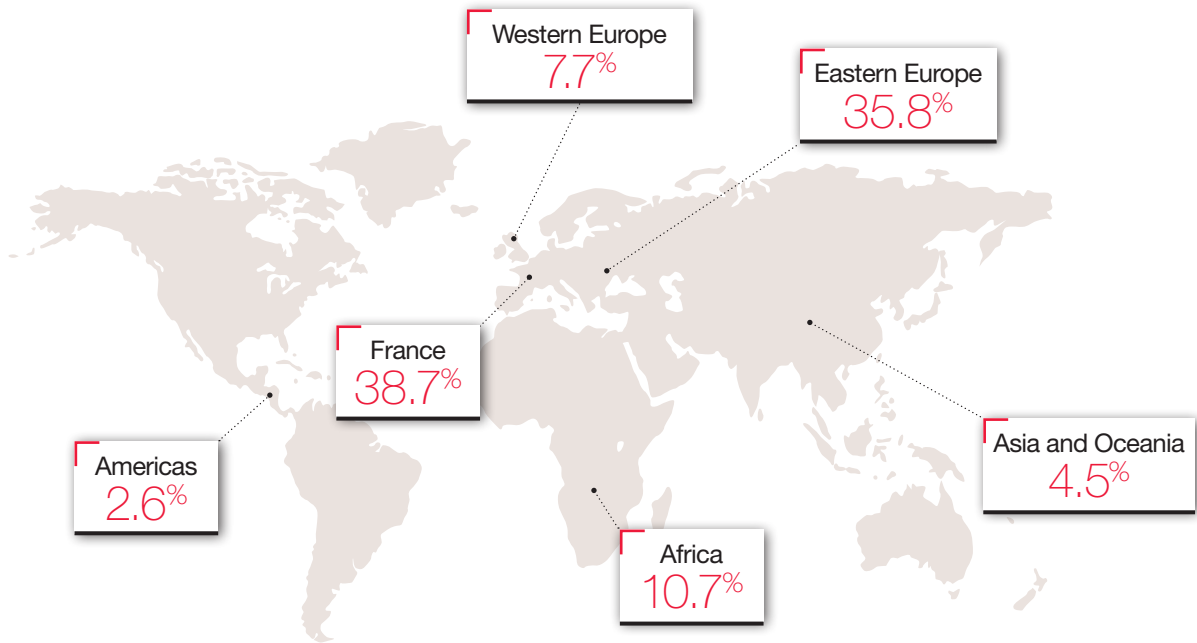
Edouard-Malo Henry
Group Head of Human Resources



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Breakdown of global workforce



154,009

EMPLOYEES IN **76** COUNTRIES

118

NATIONALITIES

12,323

NEW PERMANENT HIRES

61.3%

OF EMPLOYEES BASED OUTSIDE
METROPOLITAIN FRANCE

60%

OF WOMEN AMONG
THE TOTAL WORKFORCE

Building...

... career paths and developing talent

Preparing the future means anticipating our needs in terms of skills. For this purpose, Societe Generale is implementing a recruitment policy focused on opening its doors to young talent, by offering a comprehensive range of internships, work-study contracts and international work experience programs (VIE). Societe Generale is also recruiting numerous young people on permanent contracts, a policy which is reinforced by an efficient integration process.



SOCIETE GENERALE* IN FRANCE

39,428

PERMANENT EMPLOYEES

1,802

NEW PERMANENT HIRES

1,107

YOUNG PEOPLE ON
WORK-STUDY CONTRACTS,
WORK EXPERIENCE OR
APPRENTICESHIP CONTRACTS



PURSuing AN ONGOING RECRUITMENT POLICY

In 2012, with 3,494* **recruitments** in France, Societe Generale SA** in France remains a major employer.

Societe Generale attracts students through an active recruitment policy and numerous partnerships with higher education institutions in France and abroad.

The Group is committed to a proactive approach in terms of professional integration of young people. Over recent years, it has developed a dynamic **work-study policy**, making use of apprenticeship and work experience programmes. It thus goes beyond the regulatory threshold by reaching 4.11% of the staff for Societe Generale SA in France, with more than 2,800 young people on work-study and VIE contracts at the end of 2012.

Societe Generale is France's leading **VIE recruiter**. In March 2012, the bank won the prize for being "the major French Group with the most Volunteers for International Work Experience" awarded by the Ministry of Economy, Finance and Industry.

Regarding internships, Societe Generale meets the needs in terms of professional integration of young people as most establishments have made internships compulsory for them to obtain their diplomas.

EASING OUR NEW EMPLOYEES' INTEGRATION PROCESS

"**Starting**" is the welcome and induction programme that offers each new employee a common path to the entire Societe Generale Group.

Starting from the new employees' arrival and lasting up to 12 to 18 months, it helps them become more familiar with the Group, its strategy, businesses, functions, and values, as well as the career prospects offered to them.

Several tools are available to these new employees, including:

- the "Starting" intranet which features all the information and key points of reference they need in order to understand the company's strategies;
- appropriate teaching tools tailored to each entity: a Welcome email, an introductory booklet, the "Starting" brochure, a welcome letter from the Chairman and Chief Executive Officer, induction best practices etc.;
- a distance training module, "**Starting Online**", is available in English, French and Russian.

It is currently being reviewed and will be available by the end of 2013 in two additional languages – Romanian and Czech. This module enables employees to improve their knowledge of the Group.

**Corresponding to 1,802 permanent contracts and 1,692 fixed-term contracts.*

***Societe Generale excluding subsidiaries.*

FOCUS ON... social networks

In 2012, Societe Generale received awards for its HR communication on the web. The "Employer Branding Online Awards" ranked Societe Generale No. 1 in France, out of the top 100 largest companies in Europe. The Group also ranked 1st in the overall classifications of the "Digidust HR IDEA 2012" study on the attractiveness and commitment of CAC 40 companies

with regard to their digital HR identity. Societe Generale also ranked 1st in the Twitter HR classification and 2nd in the LinkedIn classification. These awards are the fruit of efforts conducted for nearly 5 years, both on professional social networks (Viadeo and LinkedIn) and general social networks (Facebook and Twitter).

Boosting career prospects

The Group's success requires everyone's commitment and involvement. By enabling everyone to develop their skills throughout their careers within the Group, offering attractive career prospects and promoting internal advancement, Societe Generale acknowledges and encourages individual performance, which is a major driving force for the Group.

SOCIETE GENERALE* IN FRANCE

35,812

EMPLOYEES TRAINED IN 2012, FOR A TOTAL OF **1,062,964 HOURS** OF TRAINING (ALL TYPES OF COURSES COMBINED)

4.06%

OF THE PAYROLL WAS DEDICATED TO TRAINING IN 2012, I.E. AN AVERAGE OF **€2,503** PER EMPLOYEE

9,379

EMPLOYEES CHANGED JOBS IN 2012, OF WHICH **64%** IN RETAIL BANKING

€52,680

AVERAGE GROSS ANNUAL REMUNERATION (FIXED PORTION, VARIABLE PORTION AND BONUSES), EXCLUDING INCENTIVE SCHEMES, PROFIT-SHARING AND EMPLOYER MATCHING CONTRIBUTIONS

OUT OF THE TOTAL NUMBER OF EMPLOYEES TRAINED:

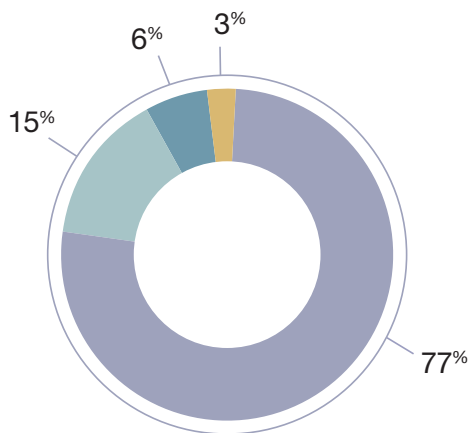
50%

TECHNICIANS

59.8%

WOMEN

BREAKDOWN OF REMUNERATION (SOCIETE GENERALE SA* IN FRANCE)



- Fixed remuneration
- Variable remuneration
- Incentive scheme, profit-sharing and employer matching contribution
- Other (commissions, retirement saving scheme, provident scheme, health scheme, family benefits, etc.)

SUSTAINING INVESTMENT IN TRAINING

The Group, whose development rests on that of its employees, strives to identify their effective and potential skills, and help them in their development.

Innovative teaching tools have been deployed to enable employees to gain new skills. The **“My Learning” platform** is a collaborative learning space available to all Group employees. It gives employees the opportunity to enhance their employability by proposing personalised courses.

In addition, in 2012, the Group’s training division initiated a series of actions to streamline and optimise the training programme and information on risks, in keeping with the measures taken to revitalise the risk culture developed under the **ERM (Enterprise Risk Management)** programme.

Several priority actions were conducted: homogenisation of the “risk” training offer within the Group, the creation of new “risk” training programmes, and the launch of an intranet site open to all Group employees where they can assess their knowledge on the various “risks” to which the Group may be exposed, access a document collection, and identify the risk training courses available.

PROMOTING INTERNAL ADVANCEMENT

The internal advancement measures make it possible to recognise employee skills and promote their professional development. In France, the **“Cursus Cadre”** 18-month training programme, enables high-potential employees to obtain “executive” status, thereby preparing them for greater responsibility, possibly including team leadership.

“Cursus Cadre” is an internal process which fosters equal opportunity for advancement in the company and helps ensure diversity among employees who achieve executive status. The programme is currently open to all employees of Societe Generale SA* in France, regardless of their division, as the content of the training applies to all business lines and focuses on case studies from across the Group. In 2012, 247 employees successfully completed the course.

**Societe Generale excluding subsidiaries.*

PROMOTING PROFESSIONAL DEVELOPMENT

The Group’s objective is to motivate and safeguard the commitment of its employees with attractive career opportunities that will ensure their own personal and professional fulfilment. Internal mobility is at the heart of Societe Generale group’s human resources management policies in order to ensure the development of employee skills and contribute to the necessary adaptations of our business lines.

Employee growth is facilitated by special access to internal opportunities. They are supported in their procedures by management and Human Resources.

In 2012, close to **9,379 employees** of Societe Generale SA* in France were able to boost their careers by changing jobs.

A PAY POLICY WHICH REWARDS PERFORMANCE

To keep pace with its development, Societe Generale needs to attract, motivate, and retain employees by offering them **competitive pay packages** consisting of a salary that reflects each individual’s contribution to the Group’s development, as well as employee benefits. The Group actively pursues an employee shareholding policy with the aim of involving employees in its development thus promoting its cohesion.

CONTINUING THE DEPLOYMENT OF THE EVALUATION PROCESS

The evaluation process comprises two key steps: the setting of objectives at the beginning of the year, and the year-end evaluation interview. These interviews give the employee and the manager the opportunity to discuss the results obtained, but also the behaviour which led to these results, in order to identify and encourage lasting value-creating behaviour.

The **evaluation process** is part of the company’s managerial culture; in particular, it encourages managers to develop a feedback approach in order to support employees and contribute to their personal development. In 2012, nearly 110,000 Group employees underwent an evaluation interview.

FOCUS ON... Passerell’E

The year 2012 was marked by the deployment of Passerell’E, a 10-month qualifying course, designed to help employees develop their skills in order to achieve France’s banking classification Level E. The restructuring of this qualifying

course (formerly TMB: Techniciens des Métiers de la Banque) made it possible to upgrade the contents of the course, now open to all employees of Societe Generale SA* across all Group core businesses.

Being attentive...

... to the quality of working conditions

For many years now, Societe Generale has been striving to improve its employees' working conditions. It has set up concrete measures to on the one hand promote their personal and professional equilibrium, such as a platform of services to make their lives easier and partnerships with child-care centres and on the other hand preserve their health and safety.



SOCIETE GENERALE IN FRANCE*

9,816

PEOPLED TRAINED
IN SECURITY

1,207

EMPLOYEES VACCINATED
AGAINST THE SEASONAL FLU,
MAINLY AMONG THE STAFF
OF THE CENTRAL DIVISIONS

19,000

EMPLOYEES RESPONDED
TO A QUESTIONNAIRE TO
ASSESS THEIR STRESS LEVEL

21

CHILDCARE CENTRES
IN PROVINCIAL CITIES
AND TOWNS DEDICATED
TO EMPLOYEES

FOCUS ON... defibrillators

96 automatic external defibrillators have been installed in Societe Generale buildings in Ile-de-France (Paris and its surrounding region); their installation is being extended to some of the other establishments in the French network. At the same time, Societe Generale launched a cardiovascular

disease prevention campaign with its employees; conferences led by leading figures in the medical profession, exhibitions and workshops were set up in the bank's premises by Societe Generale's health service.



MAKING LIFE EASIER FOR EMPLOYEES

In France, in addition to the offer of long-term childcare throughout the country thanks to a partnership with two childcare centre networks, the emergency childcare plan “**Flexi-crèche**” allows employees to book a temporary seat in a childcare centre in the event of a problem with their usual method of childcare.

In 2012, there were 26 childcare centres available in Ile-de-France and 21 in other parts of France; nearly 400 families have used this service since its launch in September 2009.

Moreover, the platform of services “**Mon Quotidien et Moi**” (“me and my daily life”) provides information concerning family life and housing. It is also tasked with the full management of childcare, academic support, and other such services, from the search of a service provider to invoicing.

ACTIONS TO PROMOTE HEALTH AND SAFETY

Societe Generale France is continuing to implement its **stress prevention** and **management** programme initiated in 2008, with the cooperation of union representatives.

The aim is to determine action plans to effectively prevent stress.

FOCUS ON... Handiproline

A free and anonymous help line, available 24/7 was set up, offering advice to all employees, whether disabled or not. The objectives of this initiative are to:

- provide support to employees with queries concerning disabilities and/or encountering personal difficulties in the performance of their work due to their disabilities;

A stress “observatory” was set up in collaboration with the occupational health service and a specialised firm.

During their periodic check-ups, employees are asked to fill in a questionnaire which aims at assessing their potential stress level.

By the end of 2012, nearly 19,000 employees had responded to the questionnaire. This analysis is continuing in 2013.

In 2012, **numerous actions** were conducted in France concerning health, hygiene and safety, including the following:

- an annual vaccination campaign against seasonal flu;
- careful supervision of hygiene by caterers working with the company;
- the deployment of the National Plan on Nutrition and Health with employees, through a nutrition awareness-raising campaign in company restaurants;
- Societe Generale’s sustainable catering programme “Restauration durable” was awarded the good-eating logo “Bien manger c’est l’affaire de tous” by the French Food Department. This programme aims to preserve and improve employees’ health while reducing our environmental footprint.

- provide expert advice and information to employees at any time, with total confidentiality, and prevent any aggravation of their difficulties;
- steer employees towards the appropriate professionals in-house (Social Service, Disability Care Service (Mission Handicap), Occupational Health Service).

Involving employees in the company's performance

Being both an employee and a shareholder of the company, receiving additional pay at the end of the year through the profit-sharing and incentive schemes... Societe Generale offers numerous employee benefits reflecting its ongoing wish to share its success with all its employees.

GROUP EMPLOYEE SHARE OWNERSHIP

7.61%

OF SOCIETE GENERALE'S
SHARE CAPITAL IS HELD BY
ITS EMPLOYEES WORLDWIDE

PROFIT-SHARING AND INCENTIVE SCHEMES

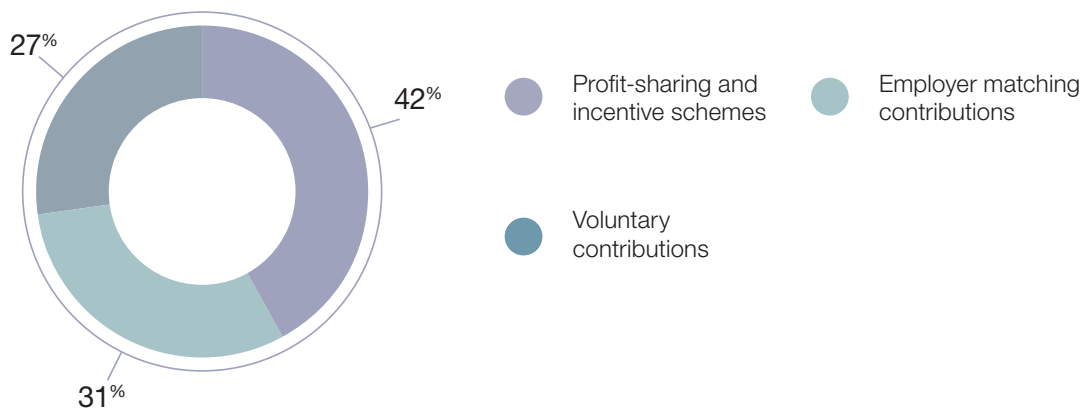
€69mn

FINANCIAL REMUNERATION
(PROFIT-SHARING AND
INCENTIVE SCHEMES) PAID IN
2012 IN RESPECT OF 2011
EARNINGS
(SOCIETE GENERALE SA* IN FRANCE)

845

AVERAGE NUMBER OF COMPANY
SHARES PER EMPLOYEE
OF SOCIETE GENERALE FRANCE
AT END-2012

2012 BREAKDOWN OF GROUP SHARE SUBSCRIPTION BY EMPLOYEES OF SOCIETE GENERALE SA* IN FRANCE



FOSTERING EMPLOYEE SHARE OWNERSHIP

In 2012, nearly 130,000 current and former employees in more than 250 different entities and 58 countries were offered the opportunity to take part in the reserved **capital increase**. In total, 23% of beneficiaries subscribed to the issue, i.e. 32% of those eligible in France (for Societe Generale SA in France and the French subsidiaries) and 10% of those eligible outside France. This year, this operation created 4.19 million shares representing an investment of more than €80 million.

Over 101,000 current and former employees worldwide are Societe Generale shareholders; at end-2012, they held 7.61% of the company's capital.

ACKNOWLEDGING COLLECTIVE PERFORMANCE THROUGH PROFIT-SHARING, AN INCENTIVE SCHEME AND AN EMPLOYEE SAVING SCHEME

In France, current and former employees are involved in the long-term development of the Group and receive a share of its earnings via **profit-sharing** and/or **incentive schemes** (the "financial remuneration"). The latter make it possible to fund a project or even receive extra income.

They are tied to the company's overall performance and regulated by company agreements signed with the trade unions every three years. The financial remuneration may be invested in the **Company Savings Plan** (Plan d'Épargne d'Entreprise "PEE").

The PEE offers medium/long-term savings with the possibility of building up capital under special financial* and tax conditions through appropriate management of a portfolio of investment securities. This portfolio consists of a diversified range of eight funds, including the employee shareholding mutual fund (Fund E).

In addition to the PEE, which builds up capital over a 5-year period, Societe Generale also offers employees a **Group Retirement Savings Plan** (Plan d'Épargne Retraite Collectif "PERCO"). The PERCO enables employees to build up additional retirement income, with matching contributions from the company and attractive tax conditions.

**Employer matching contribution and discount on the Societe Generale share price during the reserved capital increase.*

FOCUS ON... the Free Grant of Shares Plan

In November 2010, the Group set up a "Free Grant of Shares Plan for all employees", awarding 40 shares to each employee present. The acquisition of these shares is subject to the employee's presence within the company and collective performance conditions.

In 2012, this plan's financial performance condition, which governs the acquisition of the 1st tranche, i.e. 16 shares out of the 40 awarded, was modified. As the economic and regulatory assumptions under which the financial performance condition was set drastically changed, the level of requirement of this condition targeting an ROE of 10% for fiscal 2012 was no longer relevant.

Consequently, the General Meeting of 22 May 2012 authorised the replacement of this condition with the generation of a positive Group share of net earnings for fiscal year 2012. As this condition was met, the beneficiaries residing in France and still employed by the company on 29 March 2013 definitively acquired 16 Societe Generale shares.

The second tranche, corresponding to the acquisition of 24 shares, is scheduled for 31 March 2014 and depends on the achievement of a Group customer satisfaction objective.

Promoting...

... all forms of diversity

Societe Generale considers diversity to be a major driver of performance. The diversity present in our teams reflects that of our businesses and customers. The intelligence, creativity and energy of our employees, in all their diversity, give us the required leverage to adapt to our changing environment and be a relationship-focused bank. Within Societe Generale SA* in France, diversity means promoting gender parity, the employment of people with disabilities and older people, as well as supporting professional integration.

SOCIETE GENERALE* IN FRANCE

56%

WOMEN IN THE GROUP'S PAID WORKFORCE

43%

OF EXECUTIVES ARE WOMEN

260

COMMITTED EMPLOYEES WORKING WITH **520 YOUNG** GRADUATES FROM SENSITIVE URBAN AREAS

2/3

OF THE **50** YOUNG TRAINEES UNDER THE PROGRAMME "COUP DE POUCE POUR L'INSERTION" ("BOOSTING PROFESSIONAL INTEGRATION") WERE HIRED ON PERMANENT CONTRACTS

1,595

EMPLOYEES WITH DISABILITIES, WITHIN THE MEANING OF THE FRENCH LABOUR CODE

FOCUS ON... the professional integration of young women

"Capital Filles" is a partnership involving the French Ministry of Education and several French companies including Societe Generale. This partnership aims at facilitating and shedding light on the professional integration of young women at the start of their careers.

Three types of objectives are pursued:

- encouraging female students from priority education areas to believe in their professional future;

- supporting these young women throughout their studies via individual tutoring;
- identifying and supporting those liable to choose fields traditionally occupied by men, in order to combat this type of stereotype.

In 2012, over 70 committed female employees of Societe Generale acted as "mentors" to provide these young women with personalised advice.



CONTINUING TO PROMOTE GENDER PARITY

Because parity between men and women is crucial to meet tomorrow's challenges, Societe Generale managers are expected to uphold the strictest standards of gender equality in their day-to-day work just as the Group actively seeks to even the balance at the highest levels of the company in order to ensure a true balance in its decision-making process. Overall, over 60% of the Group's employees are women.

Greater **gender parity is also promoted** through training and networking designed especially for women. To date, more than 800 women have been assisted through this training. Societe Generale promotes gender parity by actively supporting women's networks throughout the Group. Focused on skills development, these networks organise mentoring, coaching and/or co-development initiatives.

PROMOTING THE EMPLOYMENT OF PERSONS WITH DISABILITIES

In France, Societe Generale SA** employs 1,595 people with disabilities*, equivalent to an employment rate of 2.78%. By recruiting 118 disabled workers at the end of the first two years of the **second disability agreement** (2011-2013), Societe Generale achieved 80% of the objective set for end-2013. Examples of concrete actions coordinated in 2012 by Mission Handicap:

- fourth **"Pass pour l'emploi"** forum held at La Défense (near Paris), a day dedicated to supporting job seekers with disabilities;
- development of qualifying work-study programmes enabling people with disabilities to obtain more appropriate job skills (**"HandiFormaBanques"**).

*Within the meaning of the French Labour Code.

DEVELOPING INITIATIVES TO SUPPORT PROFESSIONAL INTEGRATION

For three years, Societe Generale has developed a proactive action in France targeting people in working-class neighbourhoods to establish a long-term relationship with **talented young people** wishing to join the Group but also elected officials and local charities in order to reinforce its roots in the community. In March 2012, the Group thus signed a "national commitment from companies for employment in working-class neighbourhoods" with the Minister of Labour and the Minister of Urban Areas. **This agreement**, signed along with forty companies, aims to develop employment and promote ties between companies and residents. This commitment supplements the territorial commitment charters already signed with the cities of Nanterre and Fontenay-sous-Bois (near Paris).

PROMOTING THE EMPLOYMENT OF OLDER WORKERS

The Group is also committed to representing different generations, taking care to provide its older employees with guidance and assistance, while also making sure the next generation takes its place within the company. For Societe Generale SA** in France, 2012 saw the renewal of the 3-year agreement on the **employment of older staff** signed in 2009.

This agreement introduces various measures and quantitative targets aimed at supporting older employees and anticipating their career development. It provides for regular "career discussions" and easier access to professional training, in particular. Moreover, it offers measures for adapting work schedules towards the end of a career, in order to afford the best possible transition into retirement.

**Societe Generale excluding subsidiaries.

FOCUS ON... professional equality

The new agreement on professional equality between men and women was unanimously signed on 29 November 2012 by all trade unions. Applicable for a 3-year period starting on 1st January 2013, it carries over many of the provisions of the previous agreement signed in 2008, such as:

- promoting women at all classification levels (with a commitment of 45% women executives by end-2015);
- maternity interviews and wage revision upon the return of employees from maternity leave, adoption leave or parental leave.

Fostering

... the Group's development and improving managerial practices

To prepare for the future and keep up with the changes in its strategic needs, the Group is constantly evolving. On the one hand, Societe Generale must adapt to the new economic and regulatory environment, and on the other, it must prepare the next generation of managers in order to be ready for the company's global challenges.

KEEPING PACE WITH CHANGE

In January 2012, Societe Generale announced the signing of an **agreement for implementing** a voluntary departure plan within SG Corporate and Investment Banking (SG CIB).

This agreement, signed with the representative union organisations within the company, established a basis for social support guarantees for SG CIB employees affected by job eliminations resulting from the planned reorganisation of this entity, namely 880 positions in France (half in support functions, half in front office).

By promoting **internal mobility** and voluntary departures, Societe Generale has made a commitment to limit the impact of necessary adjustments in business lines affected by the new economic and regulatory environment on employment. The Group has promoted internal mobility through a dedicated Reassignment and Employment Advice Area. Outside support has also been implemented for employees who leave voluntarily. This plan was closed at the end of June 2012.

PROMOTING TALENT

The goal of the **"Promoting Talent"** initiative is to detect, develop, and build the loyalty of employees with high potential with the objective of recognising and preparing the next generation of managers. A Strategic Talent is defined as an employee who embodies the Group's values, performs well over the long term, and has strong potential for advancement.

Through a systematic approach, the Strategic Talents initiative allows each employee, anywhere in the world, to be identified on an objective basis, have the same chances of developing his/her potential and advancing within the Group. Formalised by the Group in 2010, this approach is now a full component of the managerial and HR cycle.

DEVELOPING THE CORPORATE UNIVERSITY

The **Corporate University** is an internal centre of expertise launched at the end of 2010. Its main purpose is to ensure the managerial development of the bank's strategic managers and its Strategic Talents. Through the Corporate University, the Group's leaders are able to take a major step forward in assuming their managerial duties.

The Corporate University aims to create a Leadership Community that shares the same vision and management culture and that will enable the Group's managers to improve their performance and efficiency in implementing the Group's strategic transformation projects.

The Corporate University also offers a series of professional development programmes designed in 2012 to recognise and promote women who have the ambition and potential to rise within the Group.

In 2012, more than 2,000 employees of Societe Generale Group throughout the world benefited from the programmes and tools of the Corporate University.



Building
Being attentive
Promoting
Fostering



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