

AFEP/MEDEF information

Supplementary retirements scheme in favour of Messrs Sammarcelli and Sanchez-Incera

Extract from the Board of Directors' report for the General Meeting of May 25, 2010

The **seventh resolution** seeks your vote on the approval of an agreement related to retirement benefit commitments covered by article L.225-42-1 of the French Commercial Code, authorised by the Board of Directors dated 12 January 2010, in favour of Mr. Jean-François Sammarcelli.

According to this agreement, the supplementary retirement scheme for senior group managers from which benefited Mr. Jean-François Sammarcelli as an employee before his first appointment as chief executive officers is maintained.

It is noted that at 31 December 2009, Mr. Jean-François Sammarcelli has acquired, as an employee, rights to pension payable by Societe Generale equal to 43% of his 2009 basic salary. From 1 January 2010, the calculation asset for his rights to pension remains unchanged and will be equal to his last basic salary before his nomination as a Chief Executive Officer. The annuities retained will include the period of his mandate as a Chief Executive Officer and will increase each year the aforementioned percentage of 1.66%.

This agreement is detailed in the Registration Document and in the Statutory auditors' special report.

The **eighth resolution**, in accordance with Article L.225-42-1 of the French Commercial Code, seeks your approval of the agreement relating to retirement benefit commitments decided by The Board of Directors dated 12 January 2010, in favour of Mr. Bernardo Sanchez Incera.

In accordance with this agreement, Mr. Bernardo Sanchez Incera retains the benefit of the supplementary pension plan set out in 1991, for the Company's senior managers, which applied to him as an employee prior to his appointment as Chief Executive Officer.

This supplementary pension is equal to the product of the following:

- the average, over the last ten years of his career, of the proportions of basic salaries exceeding "Tranche B" of the AGIRC pension augmented by a variable component limited to 5% of basic salary;
- the rate equal to the ratio between a number of annuities corresponding to the years of professional service within Societe Generale and 60.

The AGIRC "Tranche C" pension acquired in respect of their professional service within Societe Generale is deducted from this total pension. The additional allocation to be paid by Societe Generale is increased for beneficiaries who have brought up at least three children, as well as for those retiring after 60. It may not be less than a third of the full rate service value of the AGIRC "Tranche B" points acquired by the executive concerned since gaining "Outside Classification" status.

The rights are subject to the employee being present in the Company upon liquidation of his pension.

This agreement is detailed in the Registration Document and in the Statutory auditors' special report.