

SOCIETE GENERALE
A French Company with a share capital of EUR 1,000,024,292.50
Registered office: 29, boulevard Haussmann – 75009 PARIS
552 120 222 RCS Paris

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Notice to attend the Joint General Meeting

Mrs. and Messrs. the shareholders and unit holders of the FCPE “Société Générale Actionnariat” fund are hereby informed that they are convened to the Joint General Meeting to be held on 20 May 2014 at 4:00 p.m. at Paris Expo, Espace Grande Arche, la Grande Arche, 92044 Paris-La Défense, in order to deliberate on the following agenda:

Agenda

For consideration by the Meeting as an Ordinary Meeting

1. Approval of the consolidated financial statements for the 2013 financial year.
2. Approval of the annual financial statements for the 2013 financial year.
3. Allocation of the 2013 income; setting of the dividend.
4. Approval of the related party agreements.
5. Advisory opinion on remuneration due or awarded to Frédéric Oudéa for the 2013 financial year.
6. Advisory opinion on remuneration due or awarded to Deputy Chief Executive Officers for the 2013 financial year.
7. Advisory opinion on remuneration paid in 2013 to regulated persons pursuant to article L. 511-71 of the French Monetary and Financial Code.
8. Authorisation to increase the variable part of the total compensation awarded to the regulated persons mentioned in article L. 511-71 of the French Monetary and Financial Code without exceeding double their fixed compensation.
9. Renewal of Mr. Robert Castaigne as a Director.
10. Appointment of Mr. Lorenzo Bini Smaghi as a Director.
11. Authorisation granted to the Board of Directors in order to buy and sell Société Générale ordinary shares within the limit of 5% of the share capital.

For consideration by the Meeting as an Extraordinary Meeting

12. Delegation of authority granted to the Board of Directors in order to undertake an increase in the share capital with pre-emptive subscription rights.
13. Delegation of authority granted to the Board of Directors in order to undertake an increase in the share capital without pre-emptive subscription rights.
14. Authorisation granted to the Board of Directors in order to increase the number of securities to be issued in the event of surplus demand for a capital increase with or without pre-emptive subscription rights.
15. Delegation of authority granted to the Board of Directors in order to undertake an increase in the share capital in order to remunerate in-kind contributions without pre-emptive subscription rights.
16. Delegation to the Board of Directors in order to undertake an issue of contingent convertible bonds without pre-emptive subscription rights, through private placement pursuant to paragraph II of article L. 411-2 of the French Monetary and Financial Code.

17. Delegation to the Board of Directors in order to undertake capital increases or the sale of shares reserved for subscribers to a company or group Employee Savings Plan, without pre-emptive subscription rights.
18. Authorisation granted to the Board of Directors in order to award free performance shares, existing or to be created, without pre-emptive subscription rights, to employees.
19. Authorisation granted to the Board of Directors to cancel Company's own shares.
20. Delegation of Authority

1. Participation in the General Meeting

Any shareholder or unit holder of the FCPE "Société Générale Actionnariat" fund (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 15 May 2014, at midnight, Paris local time (hereafter, "D-3").

For the registered shareholders and FCPE unit holders, 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 authorised intermediaries who hold the bearer accounts (hereafter, "the bearer accounts"), who shall confirm their client's shareholder status directly to the centralising bank of the General Meeting either by sending the unique voting form by post or by proxy or card admission (hereafter, "the unique form") or by using the voting website.

1.2 How to participate in the General Meeting

Shareholders or FCPE unit holders 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) provide a proxy to the Chairman of the General 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 shareholders and FCPE unit holders the option to request an admission card to the General Meeting, to provide a proxy or to vote, via internet.

Websites will be open from 9:00 a.m. on 18 April 2014 until 3:00 p.m. on 19 May 2014 (Paris time). In order to avoid any overloading, we advise shareholders and FCPE unit holders not to wait until the last minute to use this service.

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, he or she will indicate how to proceed.

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

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

Registered shareholders registered for at least one month before the date of the convening notice shall receive by post, or by e-mail if so requested, the notice of meeting to which shall be appended the unique form.

They may obtain their 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 website www.nominet.socgen.com, with their usual credentials.

Holders of bearer shares shall either log in on the website of their authorised intermediary who holds their bearer account with their usual credentials in order to access the **Votaccess** website and then they will follow the instructions on the screen to print their admission card, or will ask their holder of bearer accounts for a unique form. In this case, if they have not received their admission card by 15 May 2014, they shall have to ask their intermediary to issue a participation certificate which will allow them to justify their status as shareholder by D-3 in order to attend the General Meeting.

FCPE unit holders shall receive a letter with their username and password enabling them to access the documentation relating to the General Meeting on the www.ag.societegenerale.com website and to print their admission card from the aforementioned website. If they do not have access to the internet, they can request the documentation by writing to Société Générale, Service Assemblées, CS 30812, 44308 Nantes Cedex 3, no later than six days prior to the General Meeting, i.e. on 14 May 2014. The duly completed and signed unique form must be received at the aforementioned address at least two calendar days before the General Meeting, i.e. on 18 May 2014.

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

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

i) Appointment - Revocation of a proxy

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

- by writing, either directly for **registered shareholders and unit holders of the FCPE**, or through the holder of the bearer accounts for the **holders of bearer shares**, to Société Générale, Service des assemblées générales, CS 30812, 44308 Nantes Cedex 3, before 18 May 2014;
- or online, by logging in on the www.nominet.socgen.com website, for the **registered holders of direct registered shares or administered registered shares**, or on the www.ag.societegenerale.com website 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 19 May 2014, at 3:00 p.m.

ii) Voting by post with the unique form

Registered shareholders shall receive the unique form by post (unless requested by e-mail).

Holders of bearer shares shall ask for the unique form from their authorised intermediary. Once the holder of bearer shares has duly completed and signed such form, the authorised intermediary shall forward it together with a participation certificate to the centralising bank of the General Meeting.

FCPE unit holders shall access the voting form on the dedicated secured website www.ag.societegenerale.com using the username and password received by mail. They can also ask for the unique form by writing to Société Générale, Service des assemblées générales, CS 30812, 44308 Nantes Cedex.

Any request for a unique form must be received by Société Générale at least six days before the General Meeting, i.e. on 14 May 2014.

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 18 May 2014.

iii) Voting online

Holders of direct registered shares or administrated registered shares shall log in on the Nominet website www.nominet.socgen.com using their Nominet username indicated on the unique form they received. The password enabling them to log in on the website was initially communicated to them by mail at the time of their first contact with Société Générale Securities Services. This password can be resent by clicking on “loss of your username and/or password” on the website homepage. Then they shall follow the instructions in their personal space by clicking on the link under the section “General Meeting”, and selecting the meeting concerned. After having validated/modified their personal information, they shall click on the “Vote” section in order to access the webpage on which they can vote.

Holders of bearer shares shall log in with their usual username and password on the internet website of their authorised intermediary in order to access Votaccess website and shall follow the procedure displayed on the screen.

FCPE unit holders will automatically receive a mail indicating their username and password necessary to log in on the dedicated secure website www.ag.societegenerale.com. They will thus be able to vote on the internet by following the procedure displayed on the screen.

Online voting will be open from 9:00 a.m. on 18 April 2014 until 3:00 p.m. on 19 May 2014 (Paris time). In order to avoid any overloading of the website, we advise shareholders and FCPE unit holders not to wait until the last minute to log on 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 shall do so no later than four business days before the General Meeting, i.e. on 14 May 2014. Questions shall be addressed to the Chairman of the Board of Directors and sent by recorded delivery mail to the registered head office of the company.

In order to be considered, those questions must be accompanied by a share registration certificate.

3. Right of communication of shareholders

The documents that the Company must be legally hold at the shareholders’ disposal for the General Meeting will be made available at Société Générale’s administrative head office, 17 Cours Valmy – 92972 Paris La Défense, as from the publication of the notice convening 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 22 May 2014.

4. Declaration of securities loans

Pursuant to article L. 225-126 of the French Commercial Code, any person, except persons mentioned in paragraph 3° of article L. 233-7 IV of the same code, who holds temporarily, alone or in concert, a number of shares representing more than 0.5% of the voting rights, shall send a declaration to the Company and to the French Markets Regulator (hereafter, AMF) not later than the third working day before the General Meeting at midnight, Paris time, i.e. on 15 May 2014. This declaration shall specify the number of shares acquired from a temporary sale transaction, the transferor's identity, the date and the termination of the agreement concerning the transaction and, if applicable, the voting agreement. The Company publishes this information under the terms and conditions provided by the AMF's general regulation.

Shareholders who do not inform the Company and the AMF may not exercise the rights attached to those shares for the shareholders' meeting in question and for any shareholders' meeting which may be held until the resale or return of the aforementioned shares.

The shareholder who must declare the securities loans shall send an email to the following addresses:

- DECLARATIONPRETSEMPRUNTS@amf-france.org.
- declaration.pretsemprunts@socgen.com

5. Internet broadcast of the Meeting

The Meeting will be webcast live and recorded for later viewing at www.societegenerale.com.

The Board of Directors