

BOARD OF DIRECTORS AND GENERAL MANAGEMENT: PROPOSALS TO RENEW DIRECTORS AND RENEWAL OF THE GENERAL MANAGEMENT

Press release

Paris, 18 March 2018

The Board of Directors, based on the opinion of the Nomination and Corporate Governance Committee, will submit to the vote of the ordinary General Meeting dated 21st May 2019 the renewal of three Directors, for a four-year term:

- **Mr Frédéric Oudéa**, Director since 2009 and Chief Executive Officer;
- **Mrs Kyra Hazou**, independent Director since 2011, member of the Audit and Internal Control Committee and member of the Risk Committee; and
- **Mr Gérard Mestrallet**, independent Director since 2015, Chairman of the Nomination and Corporate Governance Committee and member of the Compensation Committee.

If these resolutions are passed, the Board of Directors will be composed of 14 members including two Directors representing the employees elected by the employees in March 2018 for three years. It will comprise five women elected by the Meeting, i.e. 41.6% of its members elected by the shareholders and five foreigners. Its composition will be balanced in terms of expertise. The independent Directors' rate will be of more than 91.6% (11/12) according to the calculation method of the AFEP-MEDEF Code which excludes the employees. The composition of the Committees will be unchanged.

Finally, at the close of the vote of the ordinary General Meeting dated 21st May 2019, the Board will renew the term of office of **Frédéric Oudéa** as Chief Executive Officer for four years, so that he may fully implement the strategic plan announced in 2017. The terms of office of **Séverin Cabannes** (Deputy Chief Executive Officer since 2008), **Philippe Aymerich**, **Philippe Heim** and **Diony Lebot** (Deputy Chief Executive Officers since May 2018) will also be renewed for four years.

Press contacts :

Antoine Lhéritier _ 01 42 13 68 99 _ antoine.lheritier@socgen.com

Corentin Henry _ 01 58 98 01 75 _ corentin.henry@socgen.com

Biographies :

Frédéric Oudéa

55 years old

Of French nationality, he was Chairman and Chief Executive Officer of Societe Generale from 2009 to 2015. In 2015, he was renewed as a Director and, following the decision to separate the offices of Chairman and Chief Executive Officer, he was appointed Chief Executive Officer. Mr Oudéa is a Director of Capgemini (French listed company) and does not hold any other term of office.

Kyra Hazou

62 years old

Of dual British and American nationality, she was head of legal of a large bank, lawyer in London and New York, director and member of the Audit Committee and Risk Committee of the Financial Services Authority in London. She has an extensive experience in financial and legal affairs and in particular in US law. Mrs Hazou does not hold any other term of office.

Gérard Mestrallet

69 years old

Of French nationality, he was Chairman of large French listed companies within the Suez/Engie Group. He has an extensive experience in the governance of large industrial companies and financial matters. Mr Mestrallet is currently the Chairman of Suez and no longer holds any other term of office. He will step down as Chairman of Suez on 14 May 2019.

Societe Generale

Societe Generale is one of the leading European financial services groups. Based on a diversified and integrated banking model, the Group combines financial strength and proven expertise in innovation with a strategy of sustainable growth, aiming to be the trusted partner for its clients, committed to the positive transformations of society and the economy.

Active in the real economy for over 150 years, with a solid position in Europe and connected to the rest of the world, Societe Generale has over 147,000 members of staff in 67 countries and supports on a daily basis 31 million individual clients, businesses and institutional investors around the world by offering a wide range of advisory services and tailored financial solutions. The Group is built on three complementary core businesses:

- **French Retail Banking** which encompasses the Societe Generale, Crédit du Nord and Boursorama brands. Each offers a full range of financial services with omnichannel products at the cutting edge of digital innovation;
- **International Retail Banking, Insurance and Financial Services to Corporates**, with networks in Africa, Russia, Central and Eastern Europe and specialised businesses that are leaders in their markets;
- **Global Banking and Investor Solutions**, which offers recognised expertise, key international locations and integrated solutions.

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