



**SUPPLEMENT DATED 6 APRIL 2021  
PURSUANT TO THE BASE PROSPECTUS DATED 5 JUNE 2020**

**SOCIETE GENERALE** and **SG ISSUER**  
as Issuer and Guarantor as Issuer  
(incorporated in France) (incorporated in Luxembourg)

## **Debt Instruments Issuance Programme**

This supplement dated 6 April 2021 (the **Supplement**) constitutes a supplement for the purposes of Article 23 of the Regulation (EU) 2017/1129 (the **Prospectus Regulation**) to the Debt Instruments Issuance Programme prospectus dated 5 June 2020 (the **Base Prospectus**).

The purpose of this Supplement is to:

- incorporate by reference the English version of the 2021 Universal Registration Document of Societe Generale published on 19 March 2021 and amend the sections “Risk Factors”, “Documents Incorporated by Reference”, “Description of Societe Generale” and “General Information” of the Base Prospectus accordingly; and
- update the sections “Regulatory Information” and “Description of Societe Generale Indices (“SGI INDICES”)” to include new SGI Indices.

Any websites included in the Prospectus are for information purposes only and do not form part of the Prospectus.

The amendments included in this Supplement shall only apply to final terms, the date of which falls on or after the approval of this Supplement.

This Supplement completes, modifies and must be read in conjunction with the Base Prospectus, the first supplement dated 17 July 2020, the second supplement dated 20 August 2020, the third supplement dated 21 September 2020 and the fourth supplement dated 11 December 2020 (the **“Previous Supplements”**).

Full information on the Issuers and the offer of any Notes is only available on the basis of the combination of the Base Prospectus, the Previous Supplements and this Supplement.

Unless otherwise defined in this Supplement, terms used herein shall be deemed to be defined as such for the purposes of the relevant Terms and Conditions of the Notes set forth in the Base Prospectus.

To the extent that there is any inconsistency between (i) any statement in this Supplement and (ii) any other statement in the Base Prospectus, the statements in (i) above will prevail.

In accordance with Article 23.2 of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for the securities before this Supplement is published have the right, exercisable

within a time-limit of three business days after the publication of this Supplement (no later than 9 April 2021) to withdraw their acceptances. Investors may contact the financial intermediary or the issuer, as the case may be, should they wish to exercise the right of withdrawal.

## I. SECTION “RISK FACTORS”

*Paragraph 1 “Risks relating to the Group” on page 12 is modified as follows, with provisions added in red and deleted in green:*

“Risk factors relating to Societe Generale Group are detailed on pages 148 to 156 of the 2020 Universal Registration Document, pages 29 to 30 of the First Amendment to the 2020 Universal Registration Document, pages 45 to 59 of the Second Amendment to the 2020 Universal Registration Document, ~~and~~ page 8 of the Third Amendment to the 2020 Universal Registration Document **and pages 152 to 162 of the 2021 Universal Registration Document** incorporated by reference (see Section “Documents Incorporated by Reference”).”

## II. SECTION “DOCUMENTS INCORPORATED BY REFERENCE”

(i) *Paragraph 1.1 “Documents incorporated by reference relating to Societe Generale” on page 67 is modified as follows, with figure added in red and deleted in green:*

“To the extent that each of the documents incorporated by reference relating to Societe Generale incorporates itself documents by reference, such documents shall not be deemed incorporated by reference herein. Any reference to documents incorporated by reference relating to Societe Generale shall be deemed to exclude the parts referred to in (i), (ii) and (iii) in the paragraphs 1.1.1 to 1.1.~~5~~**6** below.”

(ii) *In paragraph 1 “List of the documents incorporated by reference”, in paragraph 1.1 “Documents incorporated by reference relating to Societe Generale”, sub-paragraph 1.1.6 is added as follows on page 67:*

### **“1.1.6 2021 Universal Registration Document**

The expression “**2021 Universal Registration Document**” means the English version of the *Document d’Enregistrement Universel 2021* of Societe Generale, the French version of which was filed with the AMF on 17 March 2021 under no. D.21-0138, except for (i) the cover page containing the AMF textbox, (ii) the statement of the person responsible for the universal registration document and the annual financial report made by Mr. Frédéric Oudéa, Chief Executive Officer of Societe Generale, page 628 and (iii) the cross reference tables, pages 629 to 632.

The 2021 Universal Registration Document is available on the Societe Generale website (<https://www.societegenerale.com/sites/default/files/documents/2021-03/2021%20Universal%20Registration%20Document.pdf>).

The cross reference table in relation to the 2021 Universal Registration Document appears in the paragraph 2.1.6 below.”

(iii) In paragraph 2 “Cross reference tables of the documents incorporated by reference”, in paragraph 2.1 “Cross reference tables relating to Societe Generale”, sub-paragraph 2.1.6 is added as follows on page 75:

**“2.1.6 2021 Universal Registration Document**

<b>Commission Delegated Regulation (EU) No 2019/980</b>	<b>2021 Universal Registration Document</b>
<b>RISK FACTORS</b>	152-162
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The information incorporated by reference that is not included in the cross-reference list, is considered as additional information.”

### III. SECTION “DESCRIPTION OF SOCIETE GENERALE INDICES (“SGI INDICES”)”

The list of SGI Indices which may be used as underlyings under the Base Prospectus is modified on page 714 with the provisions added in red, as follows:

“The following SGI Indices may be used as underlyings:

- SGMDGRFE index - Global Rotation Funds EUR Index
- SGMDGPPB Index - SGI Global 85% Progressive Protection Bond Index
- IND1GMAS Index - Global Multi Asset Strategy EUR Index
- IND1BQSI Index - Banor Quality Equity Selection Index
- SGMDPP90 Index - SGI Progressive Protection 90 Index
- SGITEGD Index - SGI European Green Deal Index
- SGIXTLU Index - SGI World Travel and Leisure Index
- SGITGAMA Index - SGI Greener America Ahead Index
- ERIX Index - European Renewable Energy Total Return Index in EUR
- SGIXROBO Index - Rise Of The Robots Index (USD - Net Total Return)”

### IV. SECTION “REGULATORY INFORMATION”

The benchmark table is modified on pages 58 and 59 with the provisions added in red as follows:

Benchmark	Administrator	Register
LIBOR	ICE Benchmark Administration Limited	Appears
USD-LIBOR	ICE Benchmark Administration Limited	Appears

GBP-LIBOR	ICE Benchmark Administration Limited	Appears
EURIBOR	European Money Markets Institute (EMMI)	Appears
EUR-CMS	ICE Benchmark Administration Limited	Appears
USD-CMS	ICE Benchmark Administration Limited	Appears
SHIBOR	People's Bank of China	Does not appear and exempted
CIBOR	Danish Financial Benchmark Facility ApS	Appears
NIBOR	Norske Finansielle Referanser AS (NoRe)	NoRe applied for authorisation as administrator for NIBOR on 12 December 2019. NoRe has been included in the list of pending applications published by ESMA on 13 December 2019 and may therefore be used as benchmark after 1 January 2020.
STIBOR	Swedish Financial Benchmark Facility	Does not appear and non-exempted
FTSE MIB index	FTSE International Limited	Appears
SGMDGRFE index - Global Rotation Funds EUR Index	Societe Generale	Appears
SGMDGPPB Index - SGI Global 85% Progressive Protection Bond Index	Societe Generale	Appears
IND1GMAS Index – Global Multi Asset Strategy EUR Index	Societe Generale	Appears
IND1BQSI Index - Banor Quality Equity Selection Index	Societe Generale	Appears
SGMDPP90 Index - SGI Progressive Protection 90 Index	Societe Generale	Appears
SGITEGD Index - SGI European Green Deal Index	Societe Generale	Appears
SGI World Travel and Leisure Index	Societe Generale	Appears
SGITGAMA Index - SGI Greener America Ahead Index	Societe Generale	Appears
ERIX Index - European Renewable Energy Total Return Index in EUR	Societe Generale	Appears
SGIXROBO Index - Rise Of The Robots Index (USD - Net Total Return)	Societe Generale	Appears
AL	London Metal Exchange Limited (LME)	Appears
AL3	London Metal Exchange Limited (LME)	Appears
CU	London Metal Exchange Limited (LME)	Appears
CU3	London Metal Exchange Limited (LME)	Appears
GI	European Energy Exchange (EEX)	Appears

GOA	ICE Benchmark Administration Limited (IBA)	Appears
MCU	London Metal Exchange Limited (LME)	Appears
NI	London Metal Exchange Limited (LME)	Appears
NI3	London Metal Exchange Limited (LME)	Appears
PB	London Metal Exchange Limited (LME)	Appears
PB3	London Metal Exchange Limited (LME)	Appears
GO	ICE Benchmark Administration Limited (IBA)	Appears
PDA	London Metal Exchange Limited (LME)	Appears
PD	London Metal Exchange Limited (LME)	Appears
PTA	London Metal Exchange Limited (LME)	Appears
PT	London Metal Exchange Limited (LME)	Appears
SI	ICE Benchmark Administration Limited (IBA)	Appears
ZN	London Metal Exchange Limited (LME)	Appears
ZN3	London Metal Exchange Limited (LME)	Appears

## V. SECTION “DESCRIPTION OF SOCIETE GENERALE”

(i) The first page of Paragraph 1 “Statutory Auditors” is amended on page 707, with the provision added in red and the provision deleted in green as follows:

“For the financial years ended 31 December 2018, ~~and~~ 31 December 2019 ~~and~~ 31 December 2020”

(ii) Paragraph 5 “Trend Information” on page 707 is modified, with the provisions added in red and the provisions deleted in green as follows:

“Save as disclosed on pages 3 and 4 of the First Amendment to the 2020 Universal Registration Document and the Second Amendment to the 2020 Universal Registration Document, including the impact that the health crisis resulting from the coronavirus (COVID-19) may have, ~~and~~ the Third Amendment to the 2020 Universal Registration Document, ~~and~~ the 2021 Universal Registration Document, there has been no material adverse change in the prospects of Societe Generale and its consolidated subsidiaries (taken as a whole) since 31 December ~~2019~~ 2020.

For information on any known trends regarding Societe Generale, please refer to page 16 of the 2020 Universal Registration Document, pages 3 to 28 of the First Amendment to the 2020 Universal Registration Document, pages 3 to 4 of the Second Amendment to the 2020 Universal Registration Document, ~~and~~ page 7 of the Third Amendment to the 2020 Universal Registration Document ~~and~~ pages 14 to 15 and 59 of the 2021 Universal Registration Document incorporated by reference herein.”

(iii) Subparagraph 9.1 “Legal and arbitration proceedings” on page 707 is amended with the provisions added in red and the word deleted in green as follows:

“Save as disclosed on pages 247, 466 to 468 and 533 to 535 of the 2020 Universal Registration Document, 35 to 37 of the First Amendment to the 2020 Universal Registration Document, ~~and~~ 54, 55, 70, 149 and 150 to 155 of the Second Amendment to the 2020 Universal Registration Document, **and pages 259, 519 to 522, 590 to 592 of the 2021 Universal Registration Document** for a period covering the last twelve months, there have been no legal or arbitration proceedings relating to claims or amounts which are material in the context of the issue of Notes thereunder to which Societe Generale is a party nor, to the best of the knowledge and belief of Societe Generale, are there any pending or threatened governmental, legal or arbitration proceedings relating to such claims or amounts which are material in the context of the issue of Notes thereunder which would in either case jeopardise the Issuer’s ability to discharge its obligations in respect of the Notes.

See also paragraphs 1.1 and 2.1 in the section “Documents Incorporated by Reference” of this Base Prospectus.”

(iv) Subparagraph 9.2 “Significant change in the financial or trading position” on page 708 is amended with the provisions added in red and the provisions deleted in green as follows:

“There has been no significant change in the financial position or performance of Societe Generale and its consolidated subsidiaries (taken as a whole) since ~~30 June~~ **31 December** 2020.”

## **VI. SECTION “GENERAL INFORMATION”**

*Subparagraph (b) in paragraphs 5 “Availability of Documents” on page 733 is modified as follows, with provisions added in red and word deleted in green:*

- (b) the 2019 Registration Document, the 2020 Universal Registration Document, the First Amendment to the 2020 Universal Registration Document, the Second Amendment to the 2020 Universal Registration Document, ~~and~~ the Third Amendment to the 2020 Universal Registration Document **and the 2021 Universal Registration Document;**”

## **DOCUMENTS AVAILABLE**

Copies of this Supplement can be obtained, without charge, from the head office of each Issuer and the specified office of each of the Paying Agents, in each case, at the address given at the end of the Base Prospectus.

This Supplement will be published on the website of:

- the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)); and
- the Issuers (<http://prospectus.socgen.com>).

## **RESPONSIBILITY**

Each of the Issuers and the Guarantor accept responsibility for the information contained in this Supplement. To the best of the knowledge of each of the Issuers and the Guarantor (each having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.