



**SUPPLEMENT DATED 21 SEPTEMBER 2020  
PURSUANT TO THE BASE PROSPECTUS DATED 5 JUNE 2020**

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

**Debt Instruments Issuance Programme**

This supplement dated 21 September 2020 (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 Third Amendment to the 2020 Universal Registration Document of Societe Generale published on 7 September 2020 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 a new SGI Index.

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 and the second supplement dated 20 August 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 two business days after the publication of this Supplement (no later than 23 September 2020) to withdraw their acceptances.

## 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, ~~and~~ 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~~ 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:*

### **"1.1 Documents incorporated by reference relating to Societe Generale"**

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 1.1.4~~5~~ below."

*(ii) Paragraph 1.1.5 "Third Amendment to the 2020 Universal Registration Document" on page 68 is added as follows:*

### **"1.1.5 Third Amendment to the 2020 Universal Registration Document"**

The expression "**Third Amendment to the 2020 Universal Registration Document**" means the English version of the *Troisième Amendement du Document d'enregistrement universel 2020* of Societe Generale, the French version of which was filed with the AMF on 7 September 2020 under no. D.20-0122-A03, except for (i) the cover page containing the AMF textbox, (ii) the statement of the person responsible for the third amendment to the universal registration document made by Mr. Frédéric Oudéa, Chief Executive Officer of Societe Generale, page 9 and (iii) the cross reference tables, pages 11 to 13.

The cross reference table in relation to the Third Amendment to the 2020 Universal Registration Document appears in the paragraph 2.1.5 below.

The Third Amendment to the 2020 Universal Registration Document is available on the Societe Generale website ([https://www.societegenerale.com/sites/default/files/societe\\_generale\\_-\\_urd\\_-\\_3rd\\_amendment\\_-\\_07092020.pdf](https://www.societegenerale.com/sites/default/files/societe_generale_-_urd_-_3rd_amendment_-_07092020.pdf)).

(iii) Paragraph 2.1.5 “Third Amendment to the 2020 Universal Registration Document” on page 75 is added as follows:

**“ 2.1.5 Third Amendment to the 2020 Universal Registration Document**

| <b>Commission Delegated Regulation (EU) No 2019/980</b>   | <b>Third Amendment to the 2020 Universal Registration Document</b> |
|---|--|
| <b>RISK FACTORS</b>   | 8  |
| <b>TREND INFORMATION</b>  | 7  |
| <b>ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND SENIOR MANAGEMENT</b>  |  |
| Board of Directors and general management   | 3-7  |
| <b>FINANCIAL INFORMATION CONCERNING THE ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES OF THE ISSUER</b> |  |
| Significant changes in the Issuer's financial position  | 7  |

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”**

Paragraph 5 “Trend information” on page 707 is modified as follows, with provisions added in red and word deleted in green:

“Save as disclosed on pages 3 and 4 of the First Amendment to the 2020 Universal Registration Document, and 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**, 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.

For information on any known trends regarding Societe Generale, please refer to page 16 of the 2020 Universal Registration Document, and pages 3 to 28 of the First Amendment to the 2020 Universal Registration Document, ~~and~~ 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** incorporated by reference herein.”

#### IV. SECTION “GENERAL INFORMATION”

Paragraph 5.(b) “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, ~~and~~ the First Amendment to the 2020 Universal Registration Document, ~~and~~ the Second Amendment to the 2020 Universal Registration Document **and the Third Amendment to the 2020 Universal Registration Document;**”

#### V. SECTION “REGULATORY INFORMATION”

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

| <b>Benchmark</b>                                 | <b>Administrator</b>                    | <b>Register</b>  |
|--|---|--|
| 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  |

| <b>Benchmark</b>  | <b>Administrator</b>                       | <b>Register</b> |
|---|--|-----------------|
| 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         |
| 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         |

## VI. 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 provision 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”**

## **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**

To the best of the knowledge and belief of each Issuer 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 and, save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the Base Prospectus and the Previous Supplements.

Accordingly each Issuer and the Guarantor accept responsibility for the information contained in this Supplement.