



**SUPPLEMENT DATED 17/03/2023
TO THE BASE PROSPECTUS DATED 01/06/2022**

SG ISSUER
as Issuer

(incorporated in Luxembourg)

Legal entity identifier (LEI): 549300QNMDVBVTHX8H127

**Issue of up to RON 30 000 000 Notes due 02/06/2028 unconditionally and irrevocably guaranteed by Société
Générale**

under the Debt Instruments Issuance Programme

Series: 251708EN/23.3

Tranche 1

ISIN CODE: XS2558300401

(the "Notes")

This supplement (the "**Supplement**") constitutes a supplement for the purposes of Article 23(1) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, as amended (the "**Prospectus Regulation**"). It is supplemental to, and should be read in conjunction with, (i) the base prospectus dated 1 June 2022 which was approved by the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") on 1 June 2022 (the "**Base Prospectus**"), as supplemented by the first supplement to the Base Prospectus dated 15 February 2023 which was approved by the CSSF on 15 February 2023 and the second supplement to the Base Prospectus dated 7 March 2023 in relation to the applicable final terms dated 2 February 2023 which was approved by the CSSF on 7 March 2023 (together, the "**EMTN Supplements**") and (ii) the applicable final terms dated 27 February 2023 (the "**Final Terms**" and, together with the Base Prospectus (as supplemented by the EMTN Supplements), the "**Prospectus**") relating to the offer to the public in Romania of the Notes.

This Supplement has been approved by the CSSF, which is the Luxembourg competent authority for the purposes of the Prospectus Regulation. The CSSF only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation and such approval shall not be considered as an endorsement of the Issuer, the Guarantor and of the quality of the Notes. The CSSF gives no undertaking as to the economic and financial soundness of the Notes or the quality or solvency of the Issuer. Investors should make their own assessment as to the suitability of investing in the Notes.

The Issuer has prepared this Supplement for the purposes of updating the Final Terms following the increase of the maximum aggregate nominal amount of the Notes. For a better understanding of this Supplement, the strikethrough elements are those deleted and the underlined elements are those added to the Final Terms. **The amendments included in this Supplement shall only apply to the Final Terms.**

Hyperlinks of websites referred to in this Supplement are exclusively for information purposes and must not be regarded as part of the Prospectus itself, unless the information to which they refer is incorporated by reference in the Prospectus.

This Supplement completes, modifies and must be read in conjunction with the Base Prospectus and the Final Terms.

Full information on the Issuer and the Notes is only available on the basis of the combination of the Prospectus and this Supplement.

Unless otherwise defined in this Supplement, terms defined in the Prospectus shall have the same meaning when used in this Supplement.

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

In accordance with Article 23(2) of the Prospectus Regulation, investors who had already agreed to purchase or subscribe for the Notes before the Supplement was published have the right, exercisable within a time-limit of two (2) working days after the publication of this Supplement (*i.e.* no later than 21 March 2023), to withdraw their acceptances provided that the new factor, material mistake or material inaccuracy referred to in Article 23(1) of the Prospectus Regulation arose or was noted before the final closing of the offer or the delivery of the Notes, whichever occurs first. Investors should contact the Authorised Offeror for the exercise of the right of withdrawal.

AMENDMENTS TO THE FINAL TERMS

1. COVER PAGE

On page 1, the description of the issue of the Notes is modified as follows:

"SG Issuer

Legal entity identifier (LEI): 549300QNMDBVTHX8H127

Issue of up to RON ~~30 000 000~~100 000 000 Notes due 02/06/2028 Unconditionally and irrevocably guaranteed by Société Générale under the Debt Instruments Issuance Programme"

2. PART A – CONTRACTUAL TERMS

The last sentence of the introductory paragraph of Part A "CONTRACTUAL TERMS" on pages 1 and 2 of the Final Terms is modified as follows:

"Copies of the Base Prospectus, any Supplement(s) and these Final Terms are available for inspection from the head office of the Issuer, the Guarantor, the specified offices of the Paying Agents and, in the case of Notes admitted to trading on the Regulated Market or on Euro MTF of the Luxembourg Stock Exchange, on the website of the Luxembourg Stock Exchange (~~www.bourse.lu~~www.luxse.com) and in the case of Non-Exempt Offers; on the website of the Issuer (<http://prospectus.socgen.com>)."

Item 3 "Aggregate Nominal Amount" of Part A "CONTRACTUAL TERMS" on page 2 of the Final Terms is modified as follows:

3. Aggregate Nominal Amount:

(i) – Tranche: up to RON ~~30 000 000~~100 000 000

(ii) – Series: up to RON ~~30 000 000~~100 000 000

3. ISSUE SPECIFIC SUMMARY

Item "Number of Notes" of sub-section "WHAT ARE THE MAIN FEATURES OF THE SECURITIES?" of SECTION C "KEY INFORMATION ON THE SECURITIES" of the ISSUE SPECIFIC SUMMARY on page 13 of the Final Terms is modified as follows:

"Number of Notes:~~30 000~~100 000"

DOCUMENTS AVAILABLE

Copies of this Supplement can be obtained, without charge, from the head office of the Issuer, the Guarantor and the specified office of the Paying Agent, 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.luxse.com) and on the website of Société Générale (<http://prospectus.socgen.com>).

RESPONSIBILITY STATEMENT

Each of the Issuer and the Guarantor accepts responsibility for the information contained in this Supplement. To the best of their knowledge, 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.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Prospectus which is capable of affecting the assessment of the Notes since the publication of the Final Terms.