

MiFID II product governance – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Certificates, taking into account the five categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018, as well as the determination of the appropriate distribution channel, has been made by the manufacturer. Any person subsequently offering, selling or recommending the Certificates (a distributor) should confirm with the manufacturer the manufacturer's target market assessment and suggested distribution strategy for the Certificates; however, a distributor subject to MiFID II remains responsible for undertaking its own target market assessment in respect of the Certificates (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

Dated 13/02/2020

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Certificates are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (EEA). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, MiFID II); or (ii) a customer within the meaning of Directive 2016/97/EU (as amended or superseded, the Insurance Distribution Directive), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Directive. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the PRIIPs Regulation) for offering or selling the Certificates or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Certificates or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

SG Issuer

Legal entity identifier (LEI): 549300QNMBVTHX8H127

**Issue of 150 Certificates in an aggregate principal amount of EUR 3 000 000 Certificates due
19/02/2024**

**Unconditionally and irrevocably guaranteed by Société Générale
under the**

Debt Instruments Issuance Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth under the heading "*Terms and Conditions of the English Law Certificates*" in the Base Prospectus dated 14 June 2019. This document constitutes the Final Terms of the Certificates described herein and must be read in conjunction with the Base Prospectus and the supplement(s) to such Base Prospectus dated 19 August 2019 and 11 October 2019 and 29 November 2019 and 15 January 2020 and any supplement published prior to the Issue Date (as defined below) (the **Supplement(s)**); provided, however, that to the extent such Supplement (i) is published after these Final Terms have been signed or issued and (ii) provides for any change to the Conditions as set out under the heading "*Terms and Conditions of the English Law Certificates*", such change shall have no effect with respect to the Conditions of the Certificates to which these Final Terms relate. Full information on the Issuer, the Guarantor and the offer of the Certificates is only available on the basis of the combination of these Final Terms, the Base Prospectus and any Supplement(s). Prior to acquiring an Interest in the Certificates described herein, prospective investors should read and understand the information provided in these Final Terms, the Base Prospectus and any Supplement(s) and be aware of the restrictions applicable to the offer and sale of such Certificates in the United States or to, or for the account or benefit of, persons that are not Permitted Transferees. 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 Certificates 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) and, in the case of Certificates offered to the public or admitted to trading on a Regulated Market in the European Economic Area; on the website of the Issuer (<http://prospectus.socgen.com>).

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|-----|--|---|
| 1. | (i) Series Number: | 192108EN/20.2 |
| | (ii) Tranche Number: | 1 |
| | (iii) Date on which the Certificates become fungible: | Not Applicable |
| 2. | Specified Currency: | EUR |
| 3. | Aggregate Nominal Amount: | |
| | (i) - Tranche: | 150 Certificates in an aggregate principal amount of EUR 3 000 000 |
| | (ii) - Series: | 150 Certificates in an aggregate principal amount of EUR 3 000 000 |
| 4. | Issue Price: | EUR 20 000 per Certificate of EUR 20 000 Specified Denomination |
| 5. | Specified Denomination(s): | EUR 20 000 |
| 6. | (i) Issue Date:
(DD/MM/YYYY) | 17/02/2020 |
| | (ii) Interest Commencement Date: | Issue Date |
| 7. | Final Exercise Date:
(DD/MM/YYYY) | 19/02/2024 |
| 8. | Governing law: | English law |
| 9. | (i) Status of the Certificates: | Unsecured |
| | (ii) Date of corporate authorisation obtained for the issuance of Certificates: | Not Applicable |
| | (iii) Type of Structured Certificates: | Share Linked Certificates |
| | | The provisions of the following Additional Terms and Conditions apply:
Additional Terms and Conditions for Share Linked Certificates and Depositary Receipts Linked Certificates |
| | (iv) Reference of the Product: | Not Applicable |
| 10. | Interest Basis: | See section "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE" below. |
| 11. | Redemption/Payment Basis: | See section "PROVISIONS RELATING TO REDEMPTION" below. |
| 12. | Issuer's/Certificateholders' redemption option: | See section "PROVISIONS RELATING TO REDEMPTION" below. |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 13. | Fixed Rate Certificate Provisions: | Not Applicable |
| 14. | Floating Rate Certificate Provisions: | Not Applicable |
| 15. | Structured Interest Certificate Provisions: | Applicable as per Condition 3.3 of the General Terms and Conditions |
| | (i) Structured Interest Amount(s) | Unless previously redeemed, on each Interest Payment Date(i) (i from 5 to 52), the Issuer shall pay to the |

Certificateholders, for each Certificate, an amount determined by the Calculation Agent as follows:

Scenario 1:

If on Valuation Date(i), Performance(i, Strike) is higher than or equal to -50% , then:

Structured Interest Amount(i) = Max(0; Specified Denomination x ((i-4) x 0.26%) - SumCouponsPaid(i-1))

Scenario 2:

If on Valuation Date(i), Performance(i, Strike) is lower than -50% , then:

Structured Interest Amount(i) = 0 (zero)

Definitions relating to the Structured Interest Amount are set out in paragraph 27(ii) "Definitions relating to the Product"

(ii) Specified Period(s)/Interest Payment Date(s): (DD/MM/YYYY)	Interest Payment Date(i) (i from 5 to 52): 17/03/2020; 21/04/2020; 18/05/2020; 17/06/2020; 17/07/2020; 17/08/2020; 17/09/2020; 19/10/2020; 17/11/2020; 17/12/2020; 18/01/2021; 17/02/2021; 17/03/2021; 19/04/2021; 17/05/2021; 17/06/2021; 19/07/2021; 17/08/2021; 17/09/2021; 18/10/2021; 17/11/2021; 17/12/2021; 17/01/2022; 17/02/2022; 17/03/2022; 20/04/2022; 17/05/2022; 17/06/2022; 18/07/2022; 17/08/2022; 19/09/2022; 17/10/2022; 17/11/2022; 19/12/2022; 17/01/2023; 17/02/2023; 17/03/2023; 18/04/2023; 17/05/2023; 19/06/2023; 17/07/2023; 17/08/2023; 18/09/2023; 17/10/2023; 17/11/2023; 18/12/2023; 17/01/2024; 19/02/2024
(iii) Business Day Convention:	Following Business Day Convention (unadjusted)
(iv) Day Count Fraction:	Not Applicable
(v) Business Centre(s):	Not Applicable
16. Zero Coupon Certificate Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17. Redemption at the option of the Issuer:	Not Applicable
18. Redemption at the option of the Certificateholders:	Not Applicable
19. Automatic Early Redemption:	Applicable as per Condition 5.10 of the General Terms and Conditions
(i) Automatic Early Redemption Amount(s):	<p>Unless previously redeemed, if an Automatic Early Redemption Event has occurred, then the Issuer shall redeem early the Certificates on Automatic Early Redemption Date(i) (i from 13 to 51) in accordance with the following provisions in respect of each Certificate:</p> <p>Automatic Early Redemption Amount(i) = Specified Denomination x (100%)</p> <p>Definitions relating to the Automatic Early Redemption Amount are set out in paragraph 27(ii) "Definitions relating to the Product".</p>

- (ii) **Automatic Early Redemption Date(s):**
(DD/MM/YYYY)
- Automatic Early Redemption Date(i) (i from 13 to 51):
 17/11/2020; 17/12/2020; 18/01/2021; 17/02/2021;
 17/03/2021; 19/04/2021; 17/05/2021; 17/06/2021;
 19/07/2021; 17/08/2021; 17/09/2021; 18/10/2021;
 17/11/2021; 17/12/2021; 17/01/2022; 17/02/2022;
 17/03/2022; 20/04/2022; 17/05/2022; 17/06/2022;
 18/07/2022; 17/08/2022; 19/09/2022; 17/10/2022;
 17/11/2022; 19/12/2022; 17/01/2023; 17/02/2023;
 17/03/2023; 18/04/2023; 17/05/2023; 19/06/2023;
 17/07/2023; 17/08/2023; 18/09/2023; 17/10/2023;
 17/11/2023; 18/12/2023; 17/01/2024
- (iii) **Automatic Early Redemption Event:** is deemed to have occurred, as determined by the Calculation Agent, if on a Valuation Date(i) (i from 13 to 51), Performance(i, Strike) is higher than or equal to 0%
20. **Final Exercise Amount:** Unless previously redeemed, the Issuer shall redeem the Certificates on the Final Exercise Date, in accordance with the following provisions in respect of each Certificate:
- Scenario 1:**
- If on Valuation Date(52), Performance(52, Strike) is higher than or equal to -50% , then:
- Final Exercise Amount = Specified Denomination x [100%]
- Scenario 2:**
- If on Valuation Date(52), Performance(52, Strike) is lower than -50% , then:
- Final Exercise Amount = Specified Denomination x [100% + Performance(52, Strike)]
- Definitions relating to the Final Exercise Amount are set out in paragraph 27(ii) "Definitions relating to the Product".
21. **Physical Delivery Certificates Provisions:** Not Applicable
22. **Credit Linked Certificates Provisions:** Not Applicable
23. **Bond Linked Certificates Provisions:** Not Applicable
24. **Trigger redemption at the option of the Issuer:** Not Applicable
25. **Early Redemption for tax reasons, special tax reasons, regulatory reasons, Force Majeure Event, Event of Default, or at the option of the Calculation Agent pursuant to the Additional Terms and Conditions:** Early Redemption Amount: Market Value

PROVISIONS APPLICABLE TO THE UNDERLYING(S) IF ANY

26. (i) **Underlying(s):** The following Share as defined below:

Company	Bloomberg Ticker	Exchange	Website
Bayer AG	BAYN GY	XETRA TRADING SYSTEM	www.bayer.com

- (ii) **Information relating to the past and future performances of the Underlying(s) and volatility:** The information relating to the past and future performances of the Underlying(s) and volatility are available on the source specified in the table above.

- (iii) **Provisions relating, amongst others, to the Market Disruption Event(s) and/or Extraordinary disruption event(s) as described in the relevant Additional Terms and Conditions:** The provisions of the following Additional Terms and Conditions apply:
Additional Terms and Conditions for Share Linked Certificates and Depositary Receipts Linked Certificates
- (iv) **Other information relating to the Underlying(s):** Information or summaries of information included herein with respect to the Underlying(s), has been extracted from general databases released publicly or by any other available information.

Each of the Issuer and the Guarantor confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published, no facts have been omitted which would render the reproduced information inaccurate or misleading.

DEFINITIONS APPLICABLE TO INTEREST (IF ANY), REDEMPTION AND THE UNDERLYING(S) IF ANY

27. (i) **Definitions relating to date(s):** Applicable
- Valuation Date(0):** 10/02/2020
(DD/MM/YYYY)
- Valuation Date(i) (i from 1 to 52)** 11/02/2020; 12/02/2020; 13/02/2020; 14/02/2020;
(DD/MM/YYYY) 10/03/2020; 10/04/2020; 11/05/2020; 10/06/2020;
10/07/2020; 10/08/2020; 10/09/2020; 12/10/2020;
10/11/2020; 10/12/2020; 11/01/2021; 10/02/2021;
10/03/2021; 12/04/2021; 10/05/2021; 10/06/2021;
12/07/2021; 10/08/2021; 10/09/2021; 11/10/2021;
10/11/2021; 10/12/2021; 10/01/2022; 10/02/2022;
10/03/2022; 11/04/2022; 10/05/2022; 10/06/2022;
11/07/2022; 10/08/2022; 12/09/2022; 10/10/2022;
10/11/2022; 12/12/2022; 10/01/2023; 10/02/2023;
10/03/2023; 10/04/2023; 10/05/2023; 12/06/2023;
10/07/2023; 10/08/2023; 11/09/2023; 10/10/2023;
10/11/2023; 11/12/2023; 10/01/2024; 12/02/2024
- (ii) **Definitions relating to the Product:** Applicable, all or part of the Definitions relating to the Product being those used in the Additional Terms and Conditions relating to Formulae
- SumCouponsPaid(i-1)** means $\text{SumCouponsPaid}(i-2) + \text{Structured Interest Amount}(i-1)$
(i from 6 to 52)
With:
 $\text{SumCouponsPaid}(4) = 0$ (zero)
- Performance(i, Strike)** means $(S(i) / \text{Strike}) - 100\%$
(i from 5 to 52)
- Price(i)** means $S(i)$
(i from 0 to 4)
- S(i)** means in respect of any Valuation Date(i) the Closing Price of the Underlying
(i from 0 to 52)
- Strike** means $\text{AverageTimePrice}(t1, t2)$

AverageTimePrice(t1,t2)
(t1=0, t2=4) means the Arithmetic Average, for i from t1 to t2, of Price(i)

PROVISIONS RELATING TO SECURED CERTIFICATES

28. **Secured Certificates Provisions:** Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES

29. **Provisions applicable to payment date(s):**
- **Payment Business Day:** Following Payment Business Day
 - **Financial Centre(s):** Not Applicable
30. **Form of the Certificates:**
- (i) **Form:** Non-US Registered Global Note registered in the name of a nominee for a common depository for Euroclear and Clearstream
 - (ii) **New Global Note (NGN – bearer notes) / New Safekeeping Structure (NSS – registered notes):** No
31. **Redenomination:** Not Applicable
32. **Consolidation:** Applicable as per Condition 14.2 of the General Terms and Conditions
33. **Partly Paid Certificates Provisions:** Not Applicable
34. **Instalment Certificates Provisions:** Not Applicable
35. **Masse:** Not Applicable
36. **Dual Currency Certificate Provisions:** Not Applicable
37. **Additional Amount Provisions for Italian Certificates:** Not Applicable
38. **Interest Amount and/or the Redemption Amount switch at the option of the Issuer:** Not Applicable
39. **Portfolio Linked Certificates Provisions:** Not Applicable

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

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| (i) | Listing: | None |
| (ii) | Admission to trading: | Application shall be made for the Certificates to be admitted to trading on the Multilateral Trading Facility (“MTF”) named EuroTLX organized and managed by Borsa Italiana S.p.A. with effect from or as soon as practicable after the Issue Date. Société Générale, directly or through a third party appointed by it, will act as specialist for the Certificates, in accordance with the rules and regulations of EuroTLX.

There can be no assurance that the listing and trading of the Certificates will be approved with effect on the Issue Date or at all. |
| (iii) | Estimate of total expenses related to admission to trading: | Not Applicable |
| (iv) | Information required for Certificates to be listed on SIX Swiss Exchange: | Not Applicable |

2. RATINGS

The Certificates to be issued have not been rated.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for fees, if any, payable to the Dealer, and so far as the Issuer is aware, no person involved in the issue of the Certificates has an interest material to the offer.

The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

Société Générale will ensure the roles of provider of hedging instruments to the Issuer of the Certificates and Calculation Agent of the Certificates.

The possibility of conflicts of interest between the different roles of Société Générale on one hand, and between those of Société Générale in these roles and those of the Certificateholders on the other hand cannot be excluded.

Furthermore, given the banking activities of Société Générale, conflicts may arise between the interests of Société Générale acting in these capacities (including business relationship with the issuers of the financial instruments being underlyings of the Certificates or possession of non public information in relation with them) and those of the Certificateholders. Finally, the activities of Société Générale on the underlying financial instrument(s), on its proprietary account or on behalf of its customers, or the establishment of hedging transactions, may also have an impact on the price of these instruments and their liquidity, and thus may be in conflict with the interests of the Certificateholders.

4. REASONS FOR THE OFFER AND USE OF PROCEEDS

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|-------|---|---|
| (i) | Reasons for the offer and use of proceeds: | The net proceeds from each issue of Certificates will be applied for the general financing purposes of the Société Générale Group, which include making a profit. |
| (ii) | Estimated net proceeds: | Not Applicable |
| (iii) | Estimated total expenses: | Not Applicable |

5. **INDICATION OF YIELD** (*Fixed Rate Certificates only*)
Not Applicable

6. **HISTORIC INTEREST RATES** (*Floating Rate Certificates only*)
Not Applicable

7. **PERFORMANCE AND EFFECT ON VALUE OF INVESTMENT**

(i) **PERFORMANCE OF FORMULA, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT**
(*Structured Certificates only*)

The Certificates may provide for an automatic early redemption linked to a specific event. Therefore, this may prevent the Certificateholders from benefitting from the performance of the underlying instrument(s) over the whole period initially envisaged.

The terms and conditions of the Certificates may include provisions under which upon the occurrence of certain market disruptions delays in the settlement of the Certificates may be incurred or certain modifications be made. Moreover, in case of occurrence of events affecting the underlying instrument(s), the terms and conditions of the Certificates allow the Issuer to substitute the underlying instrument(s) by new underlying instrument(s), cease the exposure to the underlying asset(s) and apply a reference rate to the proceeds so obtained until the final exercise date of the Certificates, postpone the final exercise date of the Certificates, early redeem the Certificates on the basis of the market value of these Certificates, or deduct from any due amount the increased cost of hedging, and in each case without the consent of the Certificateholders.

Payments (whether in respect of principal and/or Interest and whether at final exercise or otherwise) on the Certificates are calculated by reference to certain underlying(s), the return of the Certificates is based on changes in the value of the underlying(s), which may fluctuate. Prospective investors should be aware that these Certificates may be volatile and that they may receive no Interest and may lose all or a substantial portion of their principal.

During the lifetime of the Certificates, the market value of these Certificates may be lower than the invested capital. Furthermore, an insolvency of the Issuer and/or the Guarantor may cause a total loss of the invested capital.

The attention of the investors is drawn to the fact that they could sustain an entire or a partial loss of their investment.

(ii) **PERFORMANCE OF RATE(S) OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT** (*Dual Currency Certificates only*)

Not Applicable

8. **OPERATIONAL INFORMATION**

(i) **Security identification code(s):**

- ISIN code: XS2108098133

- Common code: 210809813

(ii) **Clearing System(s):** Euroclear Bank S.A/N.V. (**Euroclear**) / Clearstream Banking *société anonyme* (**Clearstream**)

(iii) **Delivery of the Certificates:** Delivery against payment

(iv) **Calculation Agent:** Société Générale
Tour Société Générale
17 Cours Valmy

- 92987 Paris La Défense Cedex
France
- (v) **Paying Agent(s):** Société Générale Luxembourg SA
11, avenue Emile Reuter
2420 Luxembourg
Luxembourg
- (vi) **Eurosystem eligibility of the Certificates:** No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Certificates are capable of meeting them the Certificates may then be deposited with one of the ICSDs as common safekeeper and registered in the name of a nominee of one of the ICSDs acting as common safekeeper. Note that this does not necessarily mean that the Certificates will then be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.
- (vii) **Address and contact details of Société Générale for all administrative communications relating to the Certificates:** Société Générale
Tour Société Générale
17 Cours Valmy
92987 Paris La Défense Cedex
France
Name: Sales Support Services - Derivatives
Tel: +33 1 57 29 12 12 (Hotline)
Email: clientsupport-deai@sgcib.com
- 9. DISTRIBUTION**
- (i) **Method of distribution:** Non-syndicated
- **Dealer(s):** Société Générale
Tour Société Générale
17 Cours Valmy
92987 Paris La Défense Cedex
France
- (ii) **Total commission and concession:** There is no commission and/or concession paid by the Issuer to the Dealer or the Managers.
- Société Générale shall pay to Mediobanca - Banca di Credito Finanziario S.p.A., Piazzetta Enrico Cuccia, 1 20121 Milan, Italy (the **Distributor**), a remuneration of up to 1.00% of the nominal amount of Certificates effectively placed by such Distributor.
- (iii) **TEFRA rules:** Not Applicable
- (iv) **Non-exempt Offer:** Not Applicable
- (v) **U.S. federal income tax considerations:** The Certificates are not Specified Certificates for purposes of the Section 871(m) Regulations.
- (vi) **Prohibition of Sales to EEA Retail Investors:** Applicable
- 10. PUBLIC OFFERS IN EUROPEAN ECONOMIC AREA**
Not Applicable
- 11. ADDITIONAL INFORMATION**
- **Minimum investment in the** EUR 100 000 (i.e. 5 Certificates)

Certificates:

- **Minimum Trading Lot:** EUR 20 000 (i.e. 1 Certificate)

12. PUBLIC OFFERS IN OR FROM SWITZERLAND

Not Applicable

13. BENCHMARK REGULATION

Not Applicable