

MiFID II product governance / Retail investors, professional investors and ECPs – 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 (5) categories referred to in item 19 of the Guidelines published by the European Securities and Markets Authority (ESMA) on 3 August 2023, has led to the conclusion that: (i) the target market for the Certificates is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, **MiFID II**) MiFID II; (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the determination of the appropriate channels for distribution of the Certificates to retail clients has been made and is available on the website <https://regulatory.sgmarkets.com/#/mifid2/emt>, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Certificates (a **distributor**) should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is 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, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

UK MiFIR product governance / Professional investors and ECPs only target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Certificates, has led to the conclusion that: (i) the target market for the Certificates is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (COBS), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**UK MiFIR**); and (ii) all channels for distribution of the Certificates to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Certificates (a **distributor**) should take into consideration the manufacturer's target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the **UK MiFIR Product Governance Rules**) is 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 22/01/2026

PROHIBITION OF SALES TO UK 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 United Kingdom (UK). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (EUWA); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended (the FSMA) and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the UK PRIIPs Regulation) for offering or selling the Certificates or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Certificates or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

SG Issuer

Legal entity identifier (LEI) : 549300QNMDVBVTHX8H127

Issue of up to 5 000 Certificates in an aggregate principal amount of EUR 5 000 000 due 10/01/2031 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 "*General Terms and Conditions of the English Law Certificates*" in the Base Prospectus dated 30 May 2025, which constitutes a base prospectus for the purposes of Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**). This document constitutes the Final Terms of the Certificates described herein for the purposes of Article 8(4) of the Prospectus Regulation and must be read in conjunction with the Base Prospectus and the supplement(s) to such Base Prospectus dated 2 July 2025 and 26 September 2025 and 15 October 2025 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 "*General 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. A summary of the issue of the Certificates is annexed to these Final Terms. Copies of the Base Prospectus, any Supplement(s) and these Final Terms are available, 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.luxse.com) and in the case of Non-Exempt Offers, on the website of the Issuer (<http://prospectus.socgen.com>).

1. (i) **Series Number:** 335244EN/26.2
 - (ii) **Tranche Number:** 1
 - (iii) **Date on which the Certificates become fungible:** Not Applicable
 2. **Specified Currency:** EUR
 3. **Aggregate Nominal Amount:**
 - (i) - **Tranche:** up to 5 000 Certificates in an aggregate principal amount of EUR 5 000 000
 - (ii) - **Series:** up to 5 000 Certificates in an aggregate principal amount of EUR 5 000 000
 4. **Issue Price:** EUR 1 000 per Certificate of EUR 1 000 Specified Denomination
 5. **Specified Denomination(s):** EUR 1 000
 6. (i) **Issue Date:** 04/02/2026
(DD/MM/YYYY)
 - (ii) **Interest Commencement Date:** Issue Date
 7. **Final Exercise Date:** 10/01/2031
(DD/MM/YYYY)
- (such date being the Scheduled Final Exercise Date), subject to the provisions of paragraph 24(iv) "Credit Linked Certificates Provisions" and the Additional Terms and Conditions for Credit Linked Certificates.
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:** Credit Linked Certificates
- The provisions of the following Additional Terms and Conditions apply:
Additional Terms and Conditions for Credit Linked Certificates
- (iv) **Reference of the Product:** 3.10.1 applicable, as described in the Additional Terms and Conditions relating to Formulae.
 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

13. **Fixed Rate Certificate Provisions:** Applicable as per Condition 4.1 of the *General Terms and Conditions*, subject to the provisions of paragraph 24(iv) "Credit Linked Certificates Provisions" and the Additional Terms and Conditions for Credit Linked Certificates.
- (i) **Rate(s) of Interest:** 5.15% per annum payable annually in arrear.
- (ii) **Specified Period(s) / Interest Payment Date(s):** means the 10 January in each year from and including the 10 January 2027 to and including the Scheduled Final Exercise Date.
- (iii) **Business Day Convention:** Following Business Day Convention (unadjusted)
- (iv) **Fixed Coupon Amount:** Unless previously redeemed, on each Interest Payment Date, the Issuer shall pay to the Certificateholders, for each Certificate, an amount determined by the Calculation Agent as follows:
Rate of Interest x Relevant Proportion of the Interest Calculation Amount x Day Count Fraction
- (v) **Day Count Fraction:** 30/360 convention
- (vi) **Broken Amount(s):** In case of a long or short Interest Period (with regard to paragraph 13(ii) "Specified Period(s)/Interest Payment Date(s)" above), the amount of Interest will be calculated in accordance with the formula specified in paragraph 13(iv) "Fixed Coupon Amount" above.
- (vii) **Determination Date(s):** Not Applicable
14. **Floating Rate Certificate Provisions:** Not Applicable
15. **Structured Interest Certificate Provisions:** 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:** Not Applicable
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:
Final Exercise Amount = Specified Denomination x 100%

Provided that if one or more Credit Event Determination Date(s) occur(s) (as such term is defined in the Additional Terms and Conditions for Credit Linked Certificates), the Issuer will, on the Final Exercise Date, redeem each Certificate at the Cash Redemption Amount, subject to provisions of the Additional Terms and Conditions for Credit Linked Certificates.

Cash Redemption Amount means, an amount, subject to a minimum of zero, equal for each Certificate to (i) the Relevant Proportion of the difference between the Aggregate Nominal Amount and the Aggregate Loss Amount minus (ii) the aggregate of

- the Unwind Costs calculated in respect of all Credit Event Determination Dates, as at the Final Exercise Date.
21. **Physical Delivery Provisions:** Not Applicable
22. **Trigger redemption at the option of the Issuer:** Not Applicable
23. **(i) Redemption in respect of Non Eligible Certificates:** Early Redemption or Monetisation until the Final Exercise Date
Redemption for Tax Event, Special Tax Event, Regulatory Event, Force Majeure Event, Administrator Benchmark Event or Event of Default : Early Redemption Amount : Market Value
- (ii) Redemption in respect of Eligible Certificates:** Not Applicable
Redemption for Tax Event, Special Tax Event, MREL Disqualification Event; Amounts Due in case of Bail-In of Eligible Certificates

PROVISIONS APPLICABLE TO THE UNDERLYING(S) IF ANY

24. **(i) Underlying(s):** As provided in paragraph "Credit Linked Certificates Provisions"
- (ii) Information relating to the past and future performances of the Underlying(s) and volatility:** Not Applicable
- (iii) Provisions relating, amongst others, to the Market Disruption Event(s) and/or Extraordinary Event(s) and/or any additional 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 Credit Linked Certificates
- (iv) Credit Linked Certificates Provisions:** Applicable, subject to the provisions of the Additional Terms and Conditions for Credit Linked Certificates.
- (a) Type of Credit Linked Certificates:** Tranche Certificates
- (b) Terms relating to Settlement:**
- (A.) Settlement Type:** European Settlement
- (B.) Settlement Method:** Cash Settlement, as per Condition 1.1.3 of the Additional Terms and Conditions for Credit Linked Certificates
- (C.) Final Value:** Fixed Recovery: 0 per cent
- (D.) Unwind Costs:** Not Applicable : the Unwind Costs in respect of each Certificate will be equal to zero
- (c) Provisions relating to Basket Certificates:** Applicable
- (A.) Relevant Proportion:** As per Condition 2 of the Additional Terms and Conditions for Credit Linked Certificates
- (B.) Aggregate Loss Amount:** As per Condition 2 of the Additional Terms and Conditions for Credit Linked Certificates, means at any time for a Tranche Certificate, the lowest of (i) the Tranche Notional Amount; and (ii) the highest of (x) zero and (y) the difference between (xx) the aggregate of the Loss

- Amount for all Reference Entities in respect of which a Credit Event Determination Date has occurred and (xy) the Tranche Subordination Amount.
- (C.) Loss Amount:** In relation to each Reference Entity in respect of which a Credit Event Determination Date has occurred, an amount equal to the product of:
- (i) the Reference Entity Notional Amount and
 - (ii) the difference between the Reference Price and the Final Value, subject to a minimum of zero.
- (D.) Reference Entity Notional Amount:** For each Reference Entity comprised in the Reference Portfolio: the amount equal to the product of the Reference Entity Weighting and the Reference Portfolio Notional Amount
- (E.) Tranche Certificates:** Applicable
- (1.) Tranche Subordination Amount:** The Reference Portfolio Notional Amount multiplied by the Attachment Point
 - (2.) Tranche Notional Amount:** The Aggregate Nominal Amount
 - (3.) N-to-M-to-Default:** Not Applicable
 - (4.) Attachment Point:** 2.40%
 - (5.) Detachment Point :** 5.60%
- (F.) Reference Portfolio Notional Amount:** An amount equal to the Aggregate Nominal Amount divided by the difference between the Detachment Point and the Attachment Point.
- (G.) Reference Price:** For each Reference Entity comprised in the Reference Portfolio: the percentage specified as such in "Annex for Credit Linked Certificates" hereto or, if not specified, 100%.
- (H.) Reference Entity Weighting:** For each Reference Entity comprised in the Reference Portfolio: the proportion specified as such in "Annex for Credit Linked Certificates" hereto which will be adjusted in accordance with the provisions of the Additional Terms and Conditions for Credit Linked Certificates.
- (I.) Interest Recovery:** Fixed Interest Recovery with an Interest Recovery Rate of 0 per cent.
- (d) Transaction Type:** For each Reference Entity comprised in the Reference Portfolio, as specified in "Annex for Credit Linked Certificates" hereto
 - (e) Selected Obligation(s):** Not Applicable
 - (f) Accrual of Interest upon Credit Event:** No Accrued Interest upon Credit Event
 - (g) Observed Interest:** Not Applicable
 - (h) First Credit Event Occurrence Date : (DD/MM/YYYY)** 17/11/2025
 - (i) Scheduled Last Credit Event Occurrence Date :** 20/12/2030
 - (j) Reference Entity(ies):** The Reference Entities comprised in the Reference Portfolio as described in "Annex for Credit Linked Certificates" hereto (or any Successor thereto)

- | | |
|--|--|
| (k) Multiple Successor(s): | Not relevant. The provisions of Condition 1.4 of the Additional Terms and Conditions for Credit Linked Certificates do not apply. For the avoidance of doubt, splits into several resulting entities are dealt with in the definition of Successor as per Condition 2 of the Additional Terms and Conditions for Credit Linked Certificates. |
| (l) Reference Obligation(s): | For each Reference Entity comprised in the Reference Portfolio, the Reference Obligation(s) specified in "Annex for Credit Linked Certificates" hereto (or any obligation replacing such original Reference Obligation as per the Additional Terms and Conditions for Credit Linked Certificates). |
| (m) Credit Events: | For each Reference Entity comprised in the Reference Portfolio, the Credit Event(s) specified in "Annex for Credit Linked Certificates" hereto |
| (n) Notice of Publicly Available Information: | For each Reference Entity comprised in the Reference Portfolio, as specified in "Annex for Credit Linked Certificates" hereto |
| (o) Obligation(s): | |
| (A.) Obligation Category: | For each Reference Entity comprised in the Reference Portfolio, the Obligation Category specified in "Annex for Credit Linked Certificates" hereto |
| (B.) Obligation Characteristics: | For each Reference Entity comprised in the Reference Portfolio, the Obligation Characteristics specified in "Annex for Credit Linked Certificates" hereto |
| (p) All Guarantees: | For each Reference Entity comprised in the Reference Portfolio, as specified in "Annex for Credit Linked Certificates" hereto |
| (q) Additional Provisions relating to certain specific Reference Entities: | Applicable, if relevant, as per Condition 1.8 of the Additional Terms and Conditions for Credit Linked Certificates. |
| (r) Business Days (for the purposes of the Additional Terms and Conditions for Credit Linked Certificates): | The Business Days specified in "Annex for Credit Linked Certificates" hereto |
| (s) (s) Reference Entities Switch and/or Maturity Extension at the option of the Issuer : | Not Applicable |
| (t) Other applicable options as per the Additional Terms and Conditions for Credit Linked Certificates: | Not Applicable |
| (v) Bond Linked Certificates Provisions: | Not Applicable |

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

- | | |
|---|----------------|
| 25. (i) Definitions relating to date(s): | Not Applicable |
| (ii) Definitions relating to the Product: | Not Applicable |

PROVISIONS RELATING TO SECURED CERTIFICATES

- | | |
|--------------------------------------|----------------|
| 26. Secured Certificates Provisions: | Not Applicable |
|--------------------------------------|----------------|

GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES

-
27. **Provisions applicable to payment date(s):**
- **Payment Business Day:** Following Payment Business Day
 - **Financial Centre(s):** London & T2
28. **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
29. **Redenomination:** Not Applicable
30. **Consolidation:** Applicable as per Condition 14.2 of the *General Terms and Conditions*
31. **Partly Paid Certificates Provisions:** Not Applicable
32. **Instalment Certificates Provisions:** Not Applicable
33. **Masse:** Not Applicable
34. **Dual Currency Certificate Provisions:** Not Applicable
35. **Additional Amount Provisions for Italian Certificates:** Not Applicable
36. **Interest Amount and/or the Redemption Amount switch at the option of the Issuer:** Not Applicable
37. **Portfolio Linked Certificates Provisions:** Not Applicable

THIRD PARTY INFORMATION

Information or summaries of information included herein with respect to the Underlying(s) have 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.

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (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, provided that if Borsa Italiana S.p.A. does not release its decision of admission to trading within the day immediately preceding the Issue Date, Section 10 – paragraph “Conditions to which the offer is subject” of these Final Terms shall apply

- (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, the Certificates being indexed on the occurrence or non occurrence of one or more Credit Event(s), Société Générale may, at any time, (i) hold Obligations of the Reference Entity(ies), (ii) be in possession of information in relation to any Reference Entity(ies) that may be material in the context of the issue of the Certificates and that may not be publicly available (or known), (iii) participate in any of the ISDA Credit Derivatives Determinations Committee or participate as a dealer in any auction process used to determine the Final Value of any Reference Entity in relation to which a Credit Event has occurred, which may, in each case, be in conflict with the interests of the Certificateholders.

4. REASONS FOR THE OFFER AND USE OF PROCEEDS

- (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 value of the Certificates is linked to the credit risk of reference entity(ies) and the financial indebtedness of such reference entity(ies), the amounts due under the Certificates are determined according to the occurrence of credit event(s) and in the case of the occurrence of credit event(s), according to the cash redemption amount.

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 RATES 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:** XS2878539712

- **Common Code:** 287853971

(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
L- 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.**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: Société Générale shall pay to CHERRY BANK SPA (the **Distributor**), a remuneration of up to 2% of the nominal amount of Certificates effectively placed by such Distributor.

- (iii) **TEFRA Rules:** Not Applicable
- (iv) **Non-exempt Offer Consent of the Issuer to use the Base Prospectus during the Offer Period:** A Non-exempt offer of the Certificates may be made by the Dealer and any **Initial Authorised Offeror** below mentioned, any **Additional Authorised Offeror**, the name and address of whom will be published on the website of the Issuer (<http://prospectus.socgen.com>) in the Non-exempt Offer jurisdiction(s) (**Non-exempt Offer Jurisdiction(s)**) during the offer period (**Offer Period**) as specified in the paragraph "Terms and Conditions of the Offer" below.
- **Individual Consent / Name(s) and address(es) of any Initial Authorised Offeror:** Applicable
 CHERRY BANK SPA
 Via San Marco, 11, 35129 Padova PD, Italy
- **General Consent/ Other conditions to consent:** Not Applicable
- (v) **U.S. federal income tax considerations:** The Certificates are not Specified Certificates for purposes of Section 871(m) Regulations.
- (vi) **- Prohibition of Sales to EEA Retail Investors:** Not Applicable
- **Prohibition of Sales to EEA Non Retail Clients:** Not Applicable
- (vii) **- Prohibition of Sales to UK Retail Investors:** Applicable
- **Prohibition of Sales to UK Non Retail Clients:** Not Applicable
- (viii) **Prohibition of Sales to Swiss Non Retail Clients:** Not Applicable

10. TERMS AND CONDITIONS OF THE OFFER

- **Non-Exempt Offer Jurisdiction(s):** Italy
- **Offer Period:** From and including 26/01/2026 to and including 30/01/2026, subject to any early closing of the Offer Period as described below. The Certificates will be distributed:
- (a) within the premises of the Distributor[s] (at its offices and branches) and,
- (b) through door-to-door selling (fuori sede) pursuant to Articles 30 and 31 of the Italian Legislative Decree No. 58 of 24th February 1998, as amended from time to time (the "Italian Financial Act") from and including 26/01/2026 to and including 27/01/2026, save in case of early termination.
- The Distributor intending to distribute Certificates through door-to-door selling (fuori sede) pursuant to article 30 of the Italian Financial Services Act will collect the acceptance forms - other than directly at their branches and offices – through financial advisors for door-to-door selling (consulenti finanziari abilitati all'offerta fuori sede) pursuant to Article 31 of the Italian Financial Services Act. Pursuant to Article 30, paragraph 6, of the Italian Financial Services Act, the validity and enforceability of contracts entered into through door-to-door selling (fuori sede) is suspended for a period of 7 (seven) days from the date of subscription of the acceptance form by the relevant investor. Within such period investors may notify the relevant Distributor of their withdrawal without payment of any charge or commission.
- **Offer Price:** The Certificates will be offered at the Issue Price, of which up to a maximum of 2% is represented by a distribution fee payable upfront by Société Générale to the Distributor
- **Conditions to which the offer is subject:** Offers of the Certificates are conditional on their issue and, on any additional conditions set out in the standard terms of business of the

financial intermediaries, notified to investors by such relevant financial intermediaries.

The Issuer reserves the right to close the Offer Period prior to its stated expiry for any reason. The Issuer reserves the right to withdraw the offer and cancel the issuance of the Certificates for any reason at any time on or prior to the Issue Date.

For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such right, no potential investor shall be entitled to subscribe or otherwise acquire the Certificates.

The validity of the offer is subject to the condition that the decision of admission to trading on EuroTLX is released by Borsa Italiana S.p.A. by not later than on the day immediately preceding the Issue Date; otherwise, the offer will be deemed withdrawn and the issuance cancelled. The Issuer undertakes to file the relevant application with Borsa Italiana S.p.A. in due time to allow Borsa Italiana S.p.A. to release a decision, according to its rules, within the day immediately preceding the Issue Date.

In each case, a notice to the investors on the early termination or the withdrawal, as applicable, will be published on the website of the Issuer (<http://prospectus.socgen.com>).

- | | |
|---|---|
| - Description of the application process: | The distribution activity will be carried out in accordance with the financial intermediary's usual procedures. Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer in relation to the subscription of the Certificates. |
| - Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: | Not Applicable |
| - Details of the minimum and/or maximum amount of application: | Minimum amount of application : EUR 100 000 (i.e. 100 Certificates) |
| - Details of the method and time limits for paying up and delivering the Certificates: | <p>The Certificates will be issued on the Issue Date against payment to the Issuer of the net subscription moneys. However, the settlement and delivery of the Certificates will be executed through the Dealer mentioned above. Investors will be notified by the relevant financial intermediary of their allocations of Certificates and the settlement arrangements in respect thereof.</p> <p>The settlement and the delivery of the securities will be executed through the Dealer mentioned above only for technical reasons. However, the Issuer will be the only offeror and as such will assume all the responsibilities in connection with the information contained in the Final Terms together with the Base Prospectus.</p> |
| - Manner and date in which results of the offer are to be made public: | Publication on the website of the Issuer (http://prospectus.socgen.com) and in a daily newspaper of general circulation in the relevant place(s) of listing and/or public offer at the end of the subscription period if required by local regulation. |
| - Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: | Not Applicable |
| - Whether tranche(s) has/have been reserved for certain countries: | Not Applicable |
| - Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: | Not Applicable |
| - Amount of any expenses and taxes specifically charged to the subscriber or purchaser: | Taxes charged in connection with the subscription, transfer, purchase or holding of the Certificates must be paid by the Certificateholders and neither the Issuer nor the Guarantor shall |

have any obligation in relation thereto; in that respect, Certificateholders shall consult professional tax advisers to determine the tax regime applicable to their own situation.

Punctual costs (entry costs), recurrent costs and potential anticipated exit penalties may have an impact on the return the investor may obtain from his investment.

11. ADDITIONAL INFORMATION

- **Minimum investment in the Certificates:** EUR 100 000 (i.e. 100 Certificates)
- **Minimum Trading Lot:** EUR 1 000 (i.e. 1 Certificates)
- **Location where the Prospectus, any Supplements thereto and the Final Terms can be collected or inspected free of charge in Italy:** Société Générale, Via Olona n.2, 20123 Milano Italy

12. PUBLIC OFFERS IN SWITZERLAND

Not Applicable

13. EU BENCHMARKS REGULATION

Benchmark: Not Applicable

ANNEX FOR CREDIT LINKED CERTIFICATES

(This Annex forms a part of the Final Terms to which it is attached)

Index : iTraxx Europe Series 44 Version 1

Source : the WM Company

Annex Date : 16 January 2026

Reference Portfolio:

Reference Entities	Transaction Type	Reference Entity Weighting	Reference Obligation	Reference Price	Seniority Level	ISIN Code
ACCOR	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0014006ND8
ALSTOM	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013453040
ASSICURAZIONI GENERALI - SOCIETA PER AZIONI	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2747590896
ASTRAZENECA PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1411404426
AVIVA PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1908273219
AXA	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1410426024
Airbus SE	Standard European Corporate	0.008	Standard Reference	100%	Senior Level	XS1410582586

			Obligation: Applicable			
Aktiebolaget Electrolux	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2475919663
Aktiebolaget Volvo	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2887185127
Akzo Nobel N.V.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2462466611
Allianz SE	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	DE000A1HG1K6
Anglo American plc	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	USG0446NAP99
Anheuser-Busch InBev	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	BE6301510028
ArcelorMittal	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	US03938LBE39
BAE SYSTEMS PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	USG06940AE30
BANCO BILBAO VIZCAYA ARGENTARIA, SOCIEDAD ANONIMA	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	XS1678372472
BANCO SANTANDER, S.A.	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	XS1557268221
BASF SE	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1718418103
BNP PARIBAS	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	US09659X2A94
BOUYGUES	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013222494
BP P.L.C.	Standard European Corporate	0.008	Standard Reference	100%	Senior Level	XS2135799679

			Obligation: Applicable			
BRITISH AMERICAN TOBACCO p.l.c.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1203859928
BRITISH TELECOMMUNICATIONS public limited company	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS0097283096
Barclays PLC	Standard European Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	US06738ECJ29
Bayer Aktiengesellschaft	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2630111982
Bayerische Motoren Werke Aktiengesellschaft	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2010447238
Bertelsmann SE & Co. KGaA	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1400165350
CARLSBERG BREWERIES A/S	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2624683301
CNH Industrial N.V.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	US12594KAB89
COMMERZBANK Aktiengesellschaft	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	DE000CZ302M3
COMPAGNIE DE SAINT-GOBAIN	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1627193359
COMPASS GROUP PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1079317167
CREDIT AGRICOLE SA	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	US22536PAA93
Carrefour	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0014009DZ6
Cellnex Telecom, S.A.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2102934697

Centrica plc	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS0753789980
Continental Aktiengesellschaft	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2178586157
Coooperatieve Rabobank U.A.	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	XS2068969067
DANONE	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013495181
DANSKE BANK A/S	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	XS1799061558
DEUTSCHE BANK AKTIENGESELLSCHAFT	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	DE000DL19TX8
DIAGEO PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	US25243YBG35
Deutsche Lufthansa Aktiengesellschaft	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2265369657
Deutsche Telekom AG	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2024715794
E.ON SE	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2177580250
EDP, S.A.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	PTEDPNOM0015
ENEL S.P.A.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS0306646042
ENGIE	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013245867
ENI S.P.A.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2176783319

EQUINOR ASA	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2178833427
Electricite de France	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS0162990229
Fortum Oyj	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2606264005
Glencore International AG	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2228892860
HOCHTIEF Aktiengesellschaft	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	DE000A2YN2U2
HSBC HOLDINGS plc	Standard European Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS0605521185
Hannover Rueck SE	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1808482746
Heidelberg Materials AG	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2577874782
Heineken N.V.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1401174633
Henkel AG & Co. KGaA	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2057835808
Holcim AG	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2286441964
IMPERIAL BRANDS PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1951313763
ING Groep N.V.	Standard European Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2443920249
INTESA SANPAOLO SPA	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	XS2529233814
ITV PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2050543839

Iberdrola, S.A.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1398476793
International Consolidated Airlines Group, S.A.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2020581752
Kering	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013165677
Koninklijke Ahold Delhaize N.V.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	US008685AB51
Koninklijke KPN N.V.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS0707430947
Koninklijke Philips N.V.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2001175657
L'AIR LIQUIDE SOCIETE ANONYME POUR L'ETUDE ET L'EXPLOITATION DES PROCESSES GEORGES CLAUDE	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013241346
LEONARDO SOCIETA' PER AZIONI	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2199716304
LLOYDS BANKING GROUP PLC	Standard European Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1681050610
LVMH MOET HENNESSY LOUIS VUITTON	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013482833
Louis Dreyfus Company B.V.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2332552541
MARKS AND SPENCER p.l.c.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2024535036
MEDIOBANCA BANCA DI CREDITO FINANZIARIO SOCIETA PER AZIONI	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	XS2106861771
Mercedes-Benz Group AG	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	DE000A2GSLY0
Muenchener Rueckversicherungs-Gesellschaft	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	-

Aktiengesellschaft in Muenchen						
NATIONAL GRID PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2231259305
NATURGY ENERGY GROUP, S.A.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1755428502
NEXT PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1410414954
NatWest Group plc	Standard European Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS0997797054
Nestle S.A.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2464407514
Orange	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013241676
PEARSON plc	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2044910466
PERNOD RICARD	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR001400KPB4
PRUDENTIAL PUBLIC LIMITED COMPANY	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS0096874671
PUBLICIS GROUPE SA	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013425147
PostNL N.V.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2047619064
REPSOL, S.A.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1148073205
ROLLS-ROYCE PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS0944831154
SANOFI	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013201639
SHELL PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1135277140

SMURFIT KAPPA ACQUISITIONS UNLIMITED COMPANY	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1117298759
SOCIETE GENERALE	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	US83368TAF57
SODEXO	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1080163964
STANDARD CHARTERED PLC	Standard European Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2102360315
STMicroelectronics N.V.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2211997239
Siemens Aktiengesellschaft	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	USN82008AU28
Solvay	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	BE6350791073
Stellantis N.V.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2325733413
Stora Enso Oyj	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1624344542
Suedzucker AG	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2550868801
Svenska Handelsbanken AB	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	XS2049582542
Swedbank AB	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	XS2343563214
Swiss Reinsurance Company Ltd	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	CH0262881441
TELEFONICA, S.A.	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	US879385AD49

TELENOR ASA	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2001737324
TESCO PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2086868010
Telekom Austria Aktiengesellschaft	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1405762805
Telia Company AB	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS0826189028
TotalEnergies SE	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	US89152UAH59
UBS Group AG	Standard European Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	CH0520042489
UNIBAIL-RODAMCO-WESTFIELD SE	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1569845404
UNICREDIT, SOCIETA PER AZIONI	Standard European Senior Non Preferred Financial Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Non-Preferred Level	XS1754213947
UNILEVER PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS2008921277
UNITED UTILITIES PLC	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	US91311QAC96
VEOLIA ENVIRONNEMENT	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013505542
VINCI	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013409166
VODAFONE GROUP PUBLIC LIMITED COMPANY	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1372839214
VOLKSWAGEN AKTIENGESELLSCHAFT	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1586555945
WENDEL	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	FR0013417128

WPP 2005 LIMITED	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	XS1112013666
Zurich Insurance Company Ltd	Standard European Corporate	0.008	Standard Reference Obligation: Applicable	100%	Senior Level	CH1170565712

Terms applicable to a Reference Entity are the ones specified in the tables below for the Transaction Type of such Reference Entity as determined in the table above.

In the tables below, "X" shall mean "Applicable" conversely, when left in blank, means "Not Applicable".

Credit Events and related options	Standard European Corporate	Standard European Financial Corporate	Standard European Senior Non Preferred Financial Corporate
Bankruptcy	X	X	X
Failure to Pay	X	X	X
Grace Period Extension			
Notice of Publicly Available Information	X	X	X
Payment Requirement	X (USD 1,000,000)	X (USD 1,000,000)	X (USD 1,000,000)
Obligation Default			
Obligation Acceleration			
Repudiation/Moratorium			
Restructuring	X	X	X
Mod R			
Mod Mod R	X	X	X
Multiple Holder Obligation	X	X	X
Default Requirement	X (USD 10,000,000)	X (USD 10,000,000)	X (USD 10,000,000)
All Guarantees	X	X	X
Governmental Intervention		X	X
Financial Reference Entity Terms		X	X
Subordinated European Insurance Terms			
2014 Coco Supplement			
No Asset Package Delivery			
Senior Non-Preferred Supplement			X
Credit Deterioration Requirement	X	X	X
Fallback Discounting	X	X	X
Business Days (for the purposes of the Additional Terms and Conditions for Credit Linked Certificates)	London & T2	London & T2	London & T2

Obligation Category	Standard European Corporate	Standard European Financial Corporate	Standard European Senior Non Preferred Financial Corporate
Payment			
Borrowed Money	X	X	X
Reference Obligation Only			
Bond			
Loan			
Bond or Loan			

Obligation Characteristics	Standard European Corporate	Standard European Financial Corporate	Standard European Senior Non Preferred Financial Corporate
Not Subordinated			
Specified Currency - Standard Specified Currencies			
Specified Currency - Standard Specified Currencies and Domestic Currency			
Not Sovereign Lender			
Not Domestic Currency			
Not Domestic Law			
Listed			
Not Domestic Issuance			

ISSUE SPECIFIC SUMMARY**SECTION A – INTRODUCTION INCLUDING WARNINGS**

ISIN code: XS2878539712

Issuer : SG Issuer

Domicile: 10, Porte de France, L-4360 Esch-sur-Alzette, Luxembourg

Telephone number : + 352 27 85 44 40

Legal entity identifier (LEI) : 549300QNMDBVTHX8H127

Offeror and/or entity requesting the admission to trading :

Société Générale

Tour Société Générale - 17 Cours Valmy

92987 Paris La Défense Cedex, France

Domicile : 29, boulevard Haussmann, 75009 Paris, France.

Legal entity identifier (LEI) : O2RNE8IBXP4R0TD8PU41

Identity and contact details of the competent authority approving the prospectus:

Approved by the Commission de Surveillance du Secteur Financier (CSSF)

283, route d'Arlon L-2991, Luxembourg

Telephone number: (352) 26 25 11

E-Mail : direction@cssf.lu

Date of approval of the prospectus: 30/05/2025

WARNINGS

This summary must be read as an introduction to the base prospectus (the **Base Prospectus**).

Any decision to invest in the Certificates (the **Certificates**) should be based on a consideration of the Base Prospectus as a whole by the investor.

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.

Where a claim relating to the information contained in the Base Prospectus and the applicable Final Terms is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.

Civil liability attaches only to those persons who have tabled this summary, including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Certificates.

You are about to buy a product which is not simple and which may be difficult to understand.

SECTION B – KEY INFORMATION ON THE ISSUER

WHO IS THE ISSUER OF THE SECURITIES?

Issuer : SG Issuer (or the Issuer)

Domicile: 10, Porte de France, L-4360 Esch-sur-Alzette,

Legal form: Public limited liability company (*société anonyme*).

Legal entity identifier (LEI) : 549300QNMDBVTHX8H127

Legislation under which the Issuer operates: Luxembourg law.

Country of incorporation: Luxembourg.

Statutory auditors : PriceWaterhouseCoopers

The principal activity of SG Issuer is raising finance by the issuance of warrants as well as debt securities designed to be placed to institutional customers or retail customers through the distributors associated with Société Générale. The financing obtained through the issuance of such debt securities is then lent to Société Générale and to other members of the Group.

Shares of SG Issuer are held at 99.8 per cent. by Societe Generale Luxembourg and at 0.2 per cent. by Societe Generale. It is a fully consolidated company.

In accordance with its bylaws, the Issuer is managed by an Executive Board.

The members of the board of directors are Laurent Simonet, Thierry Bodson, Yves Cacclin, Olivier Pelsser, Samuel Worobel and Francois Caralp (individually a "**Director**" and collectively the **Board of Directors**).

Laurent Simonet, Thierry Bodson, Yves Cacclin, Olivier Pelsser, Samuel Worobel and Francois Caralp hold full-time management positions within the Societe Generale group.

WHAT IS THE KEY FINANCIAL INFORMATION REGARDING THE ISSUER?

Income statement

(in K€)	31 December 2024 (audited)	31 December 2023 (audited)
Operating profit/loss	234	15

Balance sheet

(in K€)	31 December 2024 (audited)	31 December 2023 (audited)
Net financial debt (long term debt plus short term debt minus cash) *	-15 575	5 990
Current ratio (current assets/current liabilities)	N/A	N/A
Debt to equity ratio (total liabilities/total shareholder equity)	N/A	N/A
Interest cover ratio (operating income/interest expense)	N/A	N/A

*the Net financial debt is calculated on the basis of the following elements :

Net financial debt	31/12/2024	31/12/2023
Convertible Bond into Share (1)	48 000	48 000
Cash and cash equivalents (2)	-63 575	-42 010
Total	-15 575	5 990

(1) classified within the line Financial liabilities at amortized cost, see note 4.3 in the 2024 financial statements and in the 2024 condensed interim financial statements

(2) classified in the Balance Sheet.

Cash flow

(in K€)	31 December 2024 (audited)	31 December 2023 (audited)
Net cash flows from operating activities	55 941	28 259
Net cash flows used in financing activities	34 376	22 425
Net cash flows from investing activities	0	0

WHAT ARE THE KEY RISKS THAT ARE SPECIFIC TO THE ISSUER?

In the event of default or bankruptcy of the Issuer, the investor has recourse only against Société Générale and there is a risk of total or partial loss of the amount invested or conversion into securities (equity or debt) or postponement of maturity, in the event of bail-in affecting the Issuer's securities or Société Générale's structured Certificates, without any guarantee or compensation.

SECTION C. KEY INFORMATION ON THE SECURITIES
WHAT ARE THE MAIN FEATURES OF THE SECURITIES?

ISIN Code : XS2878539712 Number of Certificates : up to 5 000

Product Currency	EUR	Settlement Currency	EUR
Listing	EuroTLX, a Multilateral Trading Facility organized and managed by Borsa Italiana S.p.A	Nominal Value	EUR 1,000 per Certificate
Minimum Investment	EUR 100,000	Issue Price	EUR 1,000 per Certificate
Maturity Date	10/01/2031	Minimum Reimbursement	No, you can lose up to the full invested amount
Annual Coupon Rate (gross annual)	5.15%	Attachment Point	2.40% (corresponding to the occurrence of 3 Credit Events)
Thickness	3.20%	Detachment Point	5.60% (corresponding to the occurrence of 7 Credit Events)

Reference Entity	Seniority of the Reference Bond	Type of Reference Entity	Weight
125 Entities forming part of the iTraxx Europe Series 44 Version 1 (Reference Index). The complete list of Reference Entities is indicated in the Final Terms	Senior* / Senior Non-Preferred*	Standard European Corporate* / Standard European Financial Corporate* / Standard European Senior Non Preferred Financial Corporate*	0.80%**

* depending on the Reference Entity.

** Weight of each of the Reference Entities in the Reference Index.

This product is a certificate governed by English law.

The product has a fixed maturity term investment and provides you with an exposure to the creditworthiness of the 125 Reference Entities of the Reference Index. This product is designed to pay a periodic premium and a redemption at maturity, both linked to the occurrence or non-occurrence of a Credit Event on the Reference Entities. The product provides capital protection only at maturity if the Cumulative Loss generated by the occurrence of the Credit Events is lower than the Attachment Point. Your capital will be fully at risk when investing in this product. The categories of Credit Events applicable to the Reference Entities are: bankruptcy; failure to pay; intervention of Competent Authority (only for Senior European Financial and Senior Non-Preferred European Financial Reference Entities) and restructuring. The following is a general (non-exhaustive) description of such Credit Events, referring to the full definition of the Additional Terms and Conditions of the Credit Linked Certificates included in the Base Prospectus.

- Bankruptcy: the Reference Entity is dissolved, liquidated, becomes insolvent or unable to pay its debts when due; approves a global agreement with its creditors; is subject to insolvency proceedings, bankruptcy or other similar proceedings; the Reference Entity is subject to other event with analogous effects to the foregoing;
- Non-payment: the Reference Entity fails to pay its debts (in an amount of not less than USD 1,000,000 or equivalent) when due (after the expiry of the "grace period" applicable from time to time), in respect of amounts borrowed (including deposits or letters of credit);
- Intervention of Competent Authority: a Competent Authority (including Government, Market Authority, Judicial Authority) imposes changes on the nature and terms of a Reference Entity's debt (in an amount of not less than USD 10,000,000 or equivalent), including expropriation or cancellation of such debts, either reduction of the interest rate or principal repayment in percentage, extension of the date of payment or repayment or change in the ranking in priority of payments
- Restructuring: one or more debts (in an amount of not less than USD 10,000,000 or equivalent) of the Reference Entity are subject to modification as a result of an agreement between the Reference Entity and its creditors regarding one or more terms of the debt.

Coupon

On each Coupon Payment Date:

- (1) From the First Credit Event Occurrence Date, if the Cumulative Loss of the Entities that have suffered a Credit Event is at or below the Attachment Point, you will receive the Coupon. The 30/360 Convention apply.
- (2) From the First Credit Event Occurrence Date, if the Cumulative Loss of the Entities that have suffered a Credit Event is above the Attachment Point and below the Detachment Point, you will receive the coupon, which, for each Credit Event occurring during the period between the First Credit Event Occurrence Date (included) and the Coupon Payment Date (excluded), will be reduced by a percentage equal to the difference between the Cumulative Loss and the Attachment Point, divided by the Thickness. The 30/360 Convention apply.
- (3) Otherwise, from the First Credit Event Occurrence Date, if the Cumulative Loss of the Entities that have suffered a Credit Event is at or above the Detachment Point, no coupon will be paid on the next Coupon Payment Date and any future Coupon Payment Dates.

Final Redemption:

On the Maturity Date, you will receive a conditional final amount:

- (1) From the First Credit Event Occurrence Date, if the Cumulative Loss of the Entities that have suffered a Credit Event is at or below the Attachment Point, you will receive 100% of the Nominal Value.
- (2) From the First Credit Event Occurrence Date, if the Cumulative Loss of the Entities that have suffered a Credit Event is above the Attachment Point and below the Detachment Point, you will receive 100% of the Nominal Value, which, for each Credit Event occurring during the period between the First Credit Event Occurrence Date (excluded) and the Last Credit Event Occurrence Date (included), will be reduced by a percentage equal to the difference between the Cumulative Loss and the Attachment Point, divided by the Thickness.
- (3) Otherwise, from the First Credit Event Occurrence Date, if the Cumulative Loss of the Entities that have suffered a Credit Event is at or above the Detachment Point, you will sustain a complete loss on your initial investment.

Further Information

- Coupons are expressed as a percentage of the Nominal Value.
- The Cumulative Loss is the sum of the weights of the Reference Entities that have suffered a Credit Event.
- For information purposes, the Author makes available, free of charge and upon request, financial parameters relating to the creditworthiness of the Reference Entities. The Author may be contacted at the telephone number indicated above.

- The occurrence of extraordinary events could cause changes to the terms of the product or its early redemption. This could lead to losses on the invested capital.

Issue Date	04/02/2026
Maturity Date	10/01/2031
Coupon Payment Dates	10/01/2027, 10/01/2028, 10/01/2029, 10/01/2030, 10/01/2031
First Credit Event Occurrence Date	17/11/2025
Last Credit Event Occurrence Date	20/12/2030

Waiver of Set-off rights

The Certificateholders waive any right of set-off, compensation and retention in relation to the Certificates, to the extent permitted by law.

Submission to jurisdiction:

The Issuer accepts the competence of the courts of England in relation to any dispute against the Issuer, but accepts that such Certificateholders may bring their action before any other competent court.

Ranking:

The Certificates will be direct, unconditional, unsecured and unsubordinated obligations of the Issuer and will rank at least *pari passu* with all other outstanding direct, unconditional, unsecured and unsubordinated obligations of the Issuer, present and future.

The Certificateholder acknowledge that in case of resolutions pursuant to Directive 2014/59/UE in relation to the Issuer's liabilities or the non subordinated, senior preferred, structured and LMEE ratio eligible liabilities of Société Générale, the Certificates may be subject to the reduction of all, or a portion, of the amounts due, on a permanent basis, a conversion of all, or a portion, of the amounts due into shares or other securities of the Issuer or the Guarantor or another person; cancellation; and/or the amendment on maturity of the Certificates or amendment on the calendar or the amount of the interests.

RESTRICTIONS ON THE FREE TRANSFERABILITY OF THE SECURITIES :

Not Applicable. There is no restriction on the free transferability of the Certificates, subject to selling and transfer restrictions which may apply in certain jurisdictions including restrictions applicable to the offer and sale to, or for the account or benefit of, persons other than Permitted Transferees.

A Permitted Transferee means any person who (i) is not a U.S. person as defined pursuant to Regulation S; (ii) is not a person who comes within any definition of U.S. person for the purposes of the CEA or any CFTC Rule, guidance or order proposed or issued under the CEA (for the avoidance of doubt, any person who is not a "Non-United States person" defined under CFTC Rule 4.7(a)(1)(iv), but excluding, for purposes of subsection (D) thereof, the exception for any qualified eligible person who is not a "Non-United States person," shall be considered a U.S. person); and (iii) is not a "U.S. Person" for purposes of the final rules implementing the credit risk retention requirements of Section 15G of the U.S. Securities Exchange Act of 1934, as amended (the **U.S. Risk Retention Rules**) (a **Risk Retention U.S. Person**).

WHERE THE SECURITIES WILL BE TRADED

Admission to trading:

Application will be made for the Certificates to be admitted to trading on the Multilateral Trading Facility ("**MTF**") EuroTLX organized and managed by Borsa Italiana S.p.A.

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., provided that if Borsa Italiana S.p.A. does not release its decision of admission to trading within the day immediately preceding the Issue Date, paragraph "Conditions to which the offer is subject" of these Issue Specific Summary shall apply.

IS THERE A GUARANTEE ATTACHED TO THE SECURITIES?

Nature and scope of the guarantee:

The Certificates are unconditionally and irrevocably guaranteed by Société Générale (the **Guarantor**) pursuant to the guarantee governed by French law made as of 30/05/2025 (the **Guarantee**).

The Guarantee obligations constitute a direct, unconditional, unsecured and unsubordinated obligations of the Guarantor ranking as senior preferred obligations, as provided for in Article L. 613-30-3-I-3° of the French Code "*monétaire et financier*" and will rank at least *pari passu* with all other existing and future direct, unconditional, unsecured senior preferred obligations of the Guarantor, including those in respect of deposits.

Any references to sums or amounts payable by the Issuer which are guaranteed by the Guarantor under the Guarantee shall be to such sums and/or amounts as directly reduced, and/or in the case of conversion into equity, as reduced by the amount of such conversion, and/or otherwise modified from time to time resulting from the application of a bail-in power by any relevant authority pursuant to directive 2014/59/EU of the European Parliament and of the Council of the European Union.

Description of the Guarantor:

The Guarantor, Société Générale is the parent company of the Société Générale Group.
 Domicile: 29, boulevard Haussmann, 75009 Paris, France.
 Legal form: Public limited liability company (société anonyme).
 Country of incorporation: France.
 Legal entity identifier(LEI) : O2RNE8IBXP4R0TD8PU41

The Guarantor may on a regular basis, as defined in the conditions set by the French Banking and Financial Regulation Committee, engage in all transactions other than those mentioned above, including in particular insurance brokerage.

Generally speaking, the Guarantor may carry out, on its own behalf, on behalf of third parties or jointly, all financial, commercial, industrial, agricultural, personal property or real property, directly or indirectly related to the above-mentioned activities or likely to facilitate the accomplishment of such activities.

Key financial information on the Guarantor:

Income statement

(in million EUR)	First Quarter 2025 (audited)	31/12/2024 (audited)	First Quarter 2024 (audited)	31/12/2023 (audited)
Net interest income (or equivalent)	N/A	9,892	N/A	10,310
Net fee and commission income	N/A	6,226	N/A	5,588
Net impairment loss on financial assets	(344)	(1,530)	(400)	(1,025)
Net trading income	N/A	10,975	N/A	10,290
Measure of financial performance used by the issuer in the financial statements such as operating profit	2,135	8,316	1,265	6,580
Net profit or loss (for consolidated financial statements net profit or loss attributable to equity holders of the parent)	1,608	4,200	680	2,493

Balance sheet

(in billion EUR)	First Quarter 2025 (audited)	31/12/2024 (audited)	First Quarter 2024 (audited)	31/12/2023 (audited)	Value as outcome from the most recent supervisory review and evaluation process (SREP)
Total assets (Total Assets)	1,554.4	1,573.5	1,590.6	1,554.0	N/A
Senior debt (Debt securities issued)	154.3	162.2	166.6	160.5	N/A
Subordinated debt (Subordinated debts)	16.1	17	15.8	15.9	N/A
Loans and receivables to customers (Customer loans at amortised cost)	447.8	454.6	459.2	485.4	N/A
Deposits from customers (Customer deposits)	521.1	531.7	530.9	541.7	N/A
Total equity (Shareholders' equity, subtotal Equity, Group share)	70.6	70.3	67.3	66	N/A

Non-performing loans (based on net carrying amount / Loans and receivables) (Doubtful loans)	14.3	14.4	15	16.1	N/A
Common Equity Tier 1 capital (CET1) ratio (or other relevant prudential capital adequacy ratio depending on the issuance) (Common Equity Tier 1 ratio)	13.4% ⁽¹⁾	13.3% ⁽¹⁾	13.2% ⁽¹⁾	13.1% ⁽¹⁾	10.22%**
Total capital ratio (Total capital ratio)	19.1% ⁽¹⁾	18.9% ⁽¹⁾	18.7% ⁽¹⁾	18.2% ⁽¹⁾	N/A
Leverage ratio calculated under applicable regulatory framework	4.4% ⁽¹⁾	4.3% ⁽¹⁾	4.2% ⁽¹⁾	4.3% ⁽¹⁾	N/A

**Taking into account the combined regulatory buffers, the phased-in CET1 ratio level that would trigger the Maximum Distributable Amount (MDA) mechanism would be 10.22% as of 31/03/2025.

(1)Phased-in ratio.

The audit report does not contain any qualification.

Key risks that are specific to the guarantor :

Due to Société Générale's role as guarantor and counterparty to the Issuer's hedging transactions, investors are essentially exposed to Société Générale's credit risk and have no recourse against the Issuer in the event of the Issuer's default.

WHAT ARE THE KEY RISKS THAT ARE SPECIFIC TO THE SECURITIES?

The investor bears the risk of total or partial loss of the amount invested at redemption of the Certificates on the Final Exercise Date or the event the Certificates is sold by the investor before that date.

Although it is subject to market making agreement, the liquidity of the product may be affected by exceptional circumstances that make it difficult to sell the product or at a price that results in a total or partial loss of the amount invested.

The market value of the Certificates depends on the evolution of market parameters at the time of exit (price level of the Underlying(s), interest rates, volatility and credit spreads) and may therefore result in a risk of total or partial loss on the amount initially invested.

Events unrelated to the Underlying(s) (e.g. change in law, including tax law, force majeure, number of securities in circulation) may lead to early redemption of the Certificates and thus to total or partial loss of the amount invested.

Events affecting the Underlying(s) or hedging transactions may lead to adjustments, de-indexation, substitution of the Underlying(s), or early redemption of the Certificates and consequently to losses on the amount invested, including in the case of capital protection.

If the currency of the investor's main activities is different from that of the product, the investor is exposed to currency risk, especially in the event of exchange controls, which may reduce the amount invested.

From a date that may be before their investment decision, Certificateholders are exposed to events related to the creditworthiness of the reference entities. Upon the occurrence of such events, the redemption amount or the value of the assets received at maturity of the Certificates will be determined by reference to the debt value of such reference entities and may be (i) less than the invested amount and (ii) as the case may be, with no interest accruing from or before the date of occurrence of such events.

Redemption of the Credit Linked Certificates or as the case may be, notice that no amount is due under these Certificates, may occur several months after the occurrence of the credit event, including several months after the Scheduled Maturity Date of the Certificates.

Investment in the Certificates creates a leverage effect on the credit risk exposure of the Reference Entities compared to a direct investment in the bonds of the Reference Entities. When the trigger threshold for a credit event is reached, the closer the detachment point is and the faster the detachment point is positioned high in the tranche, the stronger Final Redemption Amount is impacted.

When the Fixed Recovery is set at zero, the investment in the Certificates creates a leverage effect on the credit risk exposure of the Reference Entities compared to a direct investment in the bonds of the Reference Entities

SECTION D - KEY INFORMATION ON THE OFFER OF SECURITIES TO THE PUBLIC AND/OR ADMISSION TO TRADING ON A REGULATED MARKET

UNDER WHICH CONDITIONS AND TIMETABLE CAN I INVEST IN THIS SECURITIES?

DESCRIPTION OF THE TERMS AND CONDITIONS OF THE OFFER:

Non Exempted Offer Jurisdiction(s): Italy

Offer Period: From and including 26/01/2026 to and including 30/01/2026, subject to any early closing of the Offer Period as described below. The Certificates will be distributed:

(a) within the premises of the Distributor[s] (at its offices and branches) and,

(b) through door-to-door selling (fuori sede) pursuant to Articles 30 and 31 of the Italian Legislative Decree No. 58 of 24th February 1998, as amended from time to time (the "Italian Financial Act") from and including 26/01/2026 to and including 27/01/2026, save in case of early termination.

The Distributor intending to distribute Certificates through door-to-door selling (fuori sede) pursuant to article 30 of the Italian Financial Services Act will collect the acceptance forms - other than directly at their branches and offices – through financial advisors for door-to-door selling (consulenti finanziari abilitati all'offerta fuori sede) pursuant to Article 31 of the Italian Financial Services Act. Pursuant to Article 30, paragraph 6, of the Italian Financial Services Act, the validity and enforceability of contracts entered into through door-to-door selling (fuori sede) is suspended for a period of 7 (seven) days from the date of subscription of the acceptance form by the relevant investor. Within such period investors may notify the relevant Distributor of their withdrawal without payment of any charge or commission.

Offer Price: The Certificates will be offered at the Issue Price, of which up to a maximum of 2% is represented by a distribution fee payable upfront by Société Générale to the Distributor: CHERRY BANK SPA, Via San Marco, 11, 35129 Padova PD, Italy (the **Distributor**).

Conditions to which the offer is subject:

Offers of the Certificates are conditional on their issue and, on any additional conditions set out in the standard terms of business of the financial intermediaries, notified to investors by such relevant financial intermediaries.

The Issuer reserves the right to close the Offer Period prior to its stated expiry for any reason. The Issuer reserves the right to withdraw the offer and cancel the issuance of the Certificates for any reason at any time on or prior to the Issue Date.

For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such right, no potential investor shall be entitled to subscribe or otherwise acquire the Certificates.

The validity of the offer is subject to the condition that the decision of admission to trading on EuroTLX is released by Borsa Italiana S.p.A.. by not later than on the day immediately preceding the Issue Date; otherwise, the offer will be deemed withdrawn and the issuance cancelled. The Issuer undertakes to file the relevant application with Borsa Italiana S.p.A.. in due time to allow Borsa Italiana S.p.A. to release a decision, according to its rules, within the day immediately preceding the Issue Date.

In each case, a notice to the investors on the early termination or the withdrawal, as applicable, will be published on the website of the Issuer (<http://prospectus.socgen.com>).

Issue Price: EUR 1 000 per Certificate of EUR 1 000 Specified Denomination

Estimate of total expenses related to the issuance or the offer, including estimated expenses charged to the investor by the issuer or the offeror:

Punctual costs (entry costs), recurrent costs and potential anticipated exit penalties may have an impact on the return the investor may obtain from his investment.

Distribution plan: The product is intended for retail investors and will be offered in Italy

WHO IS THE OFFEROR AND/OR THE PERSON ASKING FOR THE ADMISSION TO TRADING ?

Société Générale as Dealer

Tour Société Générale - 17 Cours Valmy

92987 Paris La Défense Cedex, France

Domicile : 29, boulevard Haussmann, 75009 Paris, France.

Legal form : Public limited liability company (*société anonyme*).

Applicable law : French law.

Country of incorporation : France

WHY IS THIS PROSPECTUS BEING PRODUCED?

This prospectus is drawn up for the purposes of the public offer of the Certificates.

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.

Estimated net proceeds: Not Applicable

Underwriting: There is an underwriting agreement on a firm commitment basis with: Société Générale

Interests of the individual and natural persons of the issuance/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, the Certificates being indexed on the occurrence or non occurrence of one or more Credit Event(s), Société Générale may, at any time, (i) hold Obligations of the Reference Entity(ies), (ii) be in possession of information in relation to any Reference Entity(ies) that may be material in the context of the issue of the Certificates and that may not be publicly available (or known), (iii) participate in any of the ISDA Credit Derivatives Determinations Committee or participate as a dealer in any auction process used to determine the Final Value of any Reference Entity in relation to which a Credit Event has occurred, which may, in each case, be in conflict with the interests of the Certificateholders.

NOTA DI SINTESI DELL'EMISSIONE**SEZIONE A – INTRODUZIONE COMPRENSIVA DELLE AVVERTENZE**

Codice ISIN: XS2878539712

Emittente: SG Issuer

Domicilio: 10, Porte de France, L-4360 Esch-sur-Alzette, Luxembourg

Numero di telefono : + 352 27 85 44 40

Legal entity identifier (LEI): 549300QNMDBVTHX8H127

Offerente e/o soggetto che richiede l'ammissione alle negoziazioni :

Societe Generale

Tour Société Générale - 17 Cours Valmy

92987 Paris La Défense Cedex, France

Sede legale : 29, boulevard Haussmann, 75009 Paris, France.

Legal entity identifier(LEI): O2RNE8IBXP4R0TD8PU41

Individuazione e contatti dell'autorità competente per l'approvazione del prospetto:

Approvato dalla Commission de Surveillance du Secteur Financier (CSSF)

283, route d'Arlon L-2991, Luxembourg

Numero di telefono : (352) 26 25 11

E-Mail :direction@cssf.lu

Data di approvazione del prospetto: 30/05/2025

AVVERTENZE

La presente nota di sintesi deve essere letta come un'introduzione al prospetto di base (il Prospectus). Qualsiasi decisione di investire nei Certificati (**I certificati**) emessi sulla base Prospetto deve basarsi su una valutazione complessiva del Prospetto da parte dell'investitore.

I potenziali investitori devono essere consapevoli del fatto che questi Certificati potrebbero essere volatili e che potrebbero non ricevere alcun interesse e potrebbero perdere tutto o una parte sostanziale del loro investimento.

Qualora sia proposto un ricorso dinanzi all'autorità giudiziaria in merito alle informazioni contenute nel Prospetto e nelle relative Condizioni Definitive, il ricorrente potrebbe essere tenuto a sostenere i costi della traduzione del Prospetto di Base prima dell'inizio del procedimento, ai sensi della legislazione nazionale degli Stati Membri.

Nessun soggetto che ha provveduto alla predisposizione della presente nota di sintesi, compresa l'eventuale traduzione, potrà essere ritenuto responsabile civilmente, salvo che questa risulti fuorviante, imprecisa o incoerente se letta congiuntamente alle altre parti del Prospetto, o non offra, se letta congiuntamente alle altre parti del Prospetto, informazioni essenziali volte ad agevolare la decisione dell'investitore di investire nei Certificati.

State per acquistare un prodotto che non è semplice e può essere di difficile comprensione.

SEZIONE B – INFORMAZIONI CHIAVE SULL'EMITTENTE

CHI È L'EMITTENTE DEI TITOLI?

Emittente : SG Issuer (o l'Emittente)

Domicilio: 10, Porte de France, L-4360 Esch-sur-Alzette, Luxembourg

Legal entity identifier (LEI) : 549300QNMDBVTHX8H127

Giurisdizione di riferimento: diritto lussemburghese.

Paese di costituzione: Lussemburgo.

Società di revisione : PriceWaterhouseCoopers

Le attività principali di SG Issuer sono rappresentate dalla raccolta di fondi tramite l'emissione di warrant e titoli di debito destinati al collocamento presso clienti istituzionali o retail tramite collocatori associati a Société Générale. I fondi derivanti all'emissione di tali titoli di debito vengono quindi concessi in prestito a Société Générale ed altri membri del Gruppo.

Le azioni di SG Issuer sono detenute al 99,8 per cento, da Société Générale Luxembourg e allo 0,2 per cento da Société Générale. È una società completamente consolidata. In conformità allo statuto, l'Emittente è gestita da un Consiglio Direttivo.

I membri del Consiglio Direttivo sono Laurent Simonet, Thierry Bodson, Yves Cacclin, Olivier Pelsser, Samuel WOROBEL e Francois Caralp (ciascuno individualmente un **Amministratore** e collettivamente il **Consiglio di Amministrazione**).

Laurent Simonet, Thierry Bodson, Yves Cacclin, Olivier Pelsser, Samuel Worobel e Francois Caralp attualmente ricoprono incarichi dirigenziali a tempo pieno all'interno del gruppo Societe Generale.

QUALI SONO LE INFORMAZIONI FINANZIARIE CHIAVE RELATIVE ALL'EMITTENTE?

Conto economico

(in migliaia di €)	31 dicembre 2024 (soggetto a revisione)	31 dicembre 2023 (soggetto a revisione)
Utile/perdita operativa	234	15

Stato patrimoniale

(in migliaia di €)	31 dicembre 2024 (soggetto a revisione)	31 dicembre 2023 (soggetto a revisione)
Debito finanziario netto (debiti a lungo termine meno debiti a breve termine meno disponibilità liquide) *	-15 575	5 990
Rapporto corrente (attività correnti / passività correnti)	N/A	N/A
Rapporto debito e capitale (passività totali /capitale azionario totale)	N/A	N/A
Tasso di copertura degli interessi (reddito operativo/spesa per interessi)	N/A	N/A

* il debito finanziario netto è calcolato sulla base dei seguenti elementi:

Debito finanziario netto	31/12/2024	31/12/2023
Obbligazioni convertibili in azioni (1)	48 000	48 000
Disponibilità liquide e mezzi equivalenti (2)	-63 575	-42 010
Totale	-15 575	5 990

(1) classificato nella voce Passività finanziarie a costo ammortizzato, si veda nota 4.3 nel bilancio 2024 e nel bilancio periodico abbreviato del 2024

(2) classificato nello Stato Patrimoniale.

Flussi di cassa

(in migliaia di €)	31 dicembre 2024 (soggetto a revisione)	31 dicembre 2023 (soggetto a revisione)
Flussi di cassa netti da attività operative	55 941	28 259
Flussi di cassa netti da attività finanziarie	34 376	22 425
Flussi di cassa netti da attività di investimento	0	0

QUALI SONO I RISCHI CHIAVE SPECIFICI DELL'EMITTENTE?

In caso di inadempimento o fallimento dell'Emittente, l'investitore ha diritto di ricorso soltanto nei confronti di Société Générale e, in caso di bail-in applicato ai titoli dell'emittente o ai prodotti strutturati di Société Générale, è esposto al rischio di perdita totale o parziale dell'importo investito o di sua conversione in titoli (di capitale o di debito) o di spostamento della scadenza, senza alcuna garanzia o compensazione.

SEZIONE C. INFORMAZIONI CHIAVE SUI TITOLI

QUALI SONO LE CARATTERISTICHE PRINCIPALI DEI TITOLI?

Codice ISIN : XS2878539712 **Numero di Certificati(i):** fino a 5 000

Valuta del Prodotto	EUR	Valuta Regolamento	di EUR
Sede negoziazione	EuroTLX, un Sistema Multilaterale di Negoziazione organizzato e gestito da Borsa Italiana S.p.A.	Valore Nominale	1.000 EUR per Certificato
Investimento Minimo	100.000 EUR	Prezzo di Emissione	1.000 EUR per Certificato
Data di Scadenza	10/01/2031	Rimborso minimo	No, è possibile subire una perdita anche totale dell'investimento.
Premio (annuo lordo)	5.15%	Percentuale di Attacco	2.40% (corrispondente al verificarsi di 3 Eventi di Credito)
Spessore	3.20%	Percentuale di Distacco	5.60% (corrispondente al verificarsi di 7 Eventi di Credito)

Entità di Riferimento	Seniority dell'Obbligazione di Riferimento	Tipologia dell'Entità di Riferimento	Peso
125 Entità di Riferimento dell'indice iTraxx Europe Series 44 Version 1 (Indice di riferimento). L'elenco completo delle Entità di Riferimento è indicato nei Final Terms.	Senior* / Senior Non-Preferred*	Standard European Corporate* / Standard European Financial Corporate* / Standard European Senior Non Preferred Financial Corporate*	0.80%**

* a seconda dell'Entità di riferimento.

** Peso di ciascuna Entità di Riferimento nell'Indice di riferimento.

Questo prodotto è un certificato regolato dalla legge inglese.

Il prodotto è un investimento a scadenza prefissata con esposizione al rischio di credito delle 125 Entità di Riferimento dell'Indice di Riferimento. Tale prodotto è concepito per pagare un premio periodico e un rimborso a scadenza, entrambi legati al verificarsi o meno di uno o più Eventi di Credito sulle

Entità di Riferimento. Il prodotto assicura una protezione del capitale solo a scadenza a condizione che durante la vita del prodotto la Perdita Cumulata generata dal verificarsi degli Eventi di Credito sia inferiore alla Percentuale di Attacco. Il capitale investito sarà da considerarsi totalmente a rischio investendo in questo prodotto.

Le categorie di Eventi di Credito applicabili all'Entità di Riferimento sono: bancarotta; mancato pagamento; intervento di Autorità competente (solo per le Entità di Riferimento di tipo Finanziaria Europea) e ristrutturazione. Di seguito si riporta una descrizione generale (non esaustiva) di tali Eventi di Credito, rinviando per la definizione completa ai Termini e le Condizioni Aggiuntive dei Credit Linked Certificates inclusi nel Prospetto di Base.

- Bancarotta: l'Entità di Riferimento viene sciolta, liquidata, diviene insolvente o non in grado di pagare i propri debiti quando dovuti; approva un accordo globale con i creditori; è oggetto di procedura fallimentare, di bancarotta o altra procedura analoga; è soggetta ad altri eventi con effetti analoghi a quelli precedenti;

- Mancato pagamento: l'Entità di Riferimento non paga i propri debiti (per un ammontare non inferiore a USD 1.000.000 o equivalente) quando dovuti (dopo la scadenza dell'eventuale "grace period" di volta in volta applicabile), in relazione ad importi presi a prestito (tra cui depositi o lettere di credito, se rilevanti);

- Intervento di Autorità competente: un'Autorità competente (tra cui Governo, Autorità di mercato, Autorità giudiziaria) impone modifiche sulla natura e i termini del debito dell'Entità di Riferimento (per un importo non inferiore a USD 10.000.000 o equivalente), tra cui espropriazione o cancellazione di tali debiti, ovvero riduzione del tasso di interesse o della percentuale di rimborso del capitale, proroga della data di pagamento o rimborso o modifica del ranking nella priorità dei pagamenti;

- Ristrutturazione: uno o più debiti (per un importo non inferiore a USD 10.000.000 o equivalente) dell'Entità di Riferimento sono oggetto di modifica a seguito di accordo tra l'Entità di Riferimento e i suoi creditori relativamente a uno o più termini del debito.

Premio

Ad ogni Data di Pagamento del Premio:

(1) Nel caso in cui, dalla Prima Data di Verifica dell'Evento di Credito (inclusa), la Perdita Cumulata delle Entità che hanno subito un Evento di Credito sia inferiore o pari alla Percentuale di Attacco, si riceverà il 100% del Premio. Si applica la convenzione di calcolo 30/360.

(2) Nel caso in cui, dalla Prima Data di Verifica dell'Evento di Credito (inclusa), la Perdita Cumulata delle Entità che hanno subito un Evento di Credito sia superiore alla Percentuale di Attacco ma inferiore alla Percentuale di Distacco, si riceverà il Premio che, per ciascun Evento di Credito verificatosi nel periodo compreso tra la Prima Data di Verifica dell'Evento di Credito (inclusa) e la Data di Pagamento del Premio (esclusa) applicabile, sarà ridotto di una percentuale pari alla differenza tra la Perdita Cumulata e la Percentuale di Attacco, divisa per lo Spessore. Si applica la convenzione di calcolo 30/360.

(3) Nel caso in cui, dalla Prima Data di Verifica dell'Evento di Credito (inclusa), la Perdita Cumulata delle Entità che hanno subito un Evento di Credito sia superiore o pari alla Percentuale di Distacco, non sarà corrisposto alcun premio né alla Data di Pagamento osservata né in nessun'altra data di pagamento successiva.

Liquidazione finale

Alla Data di Scadenza, si riceverà un importo finale di liquidazione condizionato:

(1) Nel caso in cui, dalla Prima Data di Verifica dell'Evento di Credito (inclusa), la Perdita Cumulata delle Entità che hanno subito un Evento di Credito sia inferiore o pari alla Percentuale di Attacco, si riceverà il 100% del Valore Nominale.

(2) Nel caso in cui, dalla Prima Data di Verifica dell'Evento di Credito (inclusa), la Perdita Cumulata delle Entità che hanno subito un Evento di Credito sia superiore alla Percentuale di Attacco ma inferiore alla Percentuale di Distacco, si riceverà il 100% del Valore Nominale che, per ciascun Evento di Credito verificatosi nel periodo compreso tra la Prima Data di Verifica dell'Evento di Credito (inclusa) e l'Ultima Data di Verifica dell'Evento di Credito (inclusa), sarà ridotto di una percentuale pari alla differenza tra la Perdita Cumulata e la Percentuale di Attacco, divisa per lo Spessore.

(3) Nel caso in cui, dalla Prima Data di Verifica dell'Evento di Credito (inclusa), la Perdita Cumulata delle Entità che hanno subito un Evento di Credito sia superiore o pari alla Percentuale di Distacco, si subirà una perdita di capitale totale.

Ulteriori Informazioni

- I Premi sono espressi come percentuale del Valore Nominale.

- La Perdita Cumulata è la somma dei pesi delle Entità di Riferimento che hanno subito un Evento di Credito.

- A fini informativi, l'Ideatore mette a disposizione, gratuitamente ed a richiesta, parametri finanziari relativi al merito creditizio dell'Entità di Riferimento. E' possibile contattare l'Ideatore al numero telefonico sopra indicato.

- Il verificarsi di eventi straordinari potrebbe causare modifiche dei termini del prodotto o il suo rimborso anticipato. Ciò potrebbe comportare perdite sul capitale investito.

Data di Emissione	04/02/2026
Data di Scadenza	10/01/2031
Date di Pagamento dei Premi	10/01/2027, 10/01/2028, 10/01/2029, 10/01/2030, 10/01/2031
Prima Data di Verifica dell'Evento di Credito	17/11/2025
Ultima Data di Verifica dell'Evento di Credito	20/12/2030

Rinuncia ai diritti di compensazione :

I Portatori dei Certificati rinunciano a qualsiasi diritto di compensazione e ritenzione con riferimento ai Certificati, nella misura consentita dalla legge.

Giurisdizione applicabile:

L'Emittente accetta la competenza dei tribunali inglesi in relazione a qualunque controversia nei confronti dell'Emittente, e che i Portatori dei Certificati possano promuovere un'azione legale innanzi a qualunque altro tribunale competente.

Priorità:

I Certificati sono obbligazioni dirette, incondizionate, non garantite e non subordinate dell'Emittente e saranno pari passu rispetto a tutte le altre obbligazioni dirette, incondizionate, non garantite e non subordinate dell'Emittente, presenti e future, in circolazione.

Il Portatore dell'obbligazione prende atto e accetta che in caso di risoluzione ai sensi della Direttiva 2014/59/UE che riguardi le passività dell'Emittente ovvero le passività di Societe Generale non subordinate, di tipo senior preferred, strutturate e rilevanti ai fini del rapporto LMEE, I Certificati possono essere oggetto di riduzione totale o parziale degli importi in relazione ad esse dovuti, su base permanente; di conversione in tutto o in parte degli importi dovuti in azioni o altri titoli dell'Emittente o del Garante o di altro soggetto; di cancellazione; e/o di modifica della scadenza dei Certificati ovvero modifica del calendario o dell'importo degli interessi.

RESTRIZIONI ALLA LIBERA TRASFERIBILITÀ DEI CERTIFICATI:

Non Applicabile. Non sussiste alcuna limitazione alla libera trasferibilità dei Certificati, ferme restando le restrizioni di vendita e trasferimento eventualmente in vigore in talune giurisdizioni, incluse le restrizioni applicabili all'offerta e alla vendita a, o per conto o a beneficio di, Cessionari Autorizzati.

Un Cessionario Consentito indica qualsiasi soggetto che (i) non è una U.S. person secondo la definizione di cui al Regulation S; e (ii) non è un soggetto che rientra in una qualsiasi definizione di soggetto U.S. ai fini di qualsivoglia regola CEA o CFTC, o linee guida o ordinanze proposte o emesse da CEA (per fini di chiarezza, qualsiasi soggetto che non sia un "soggetto non statunitense" ai sensi della norma CFTC 4.7(a)(1)(iv), ma escludendo, ai fini della sottosezione (D), l'eccezione riferita a qualsiasi soggetto qualificato ed idoneo che non sia un "soggetto non statunitense", sarà considerato un soggetto U.S.); e (iii) non è "soggetto U.S." ai sensi delle norme definitive di attuazione dei requisiti di mantenimento del rischio di cui alla Sezione 15G del U.S. Securities Exchange Act del 1934 e successive modifiche (le Regole U.S. di Mantenimento del Rischio) (un **Soggetto U.S. al Mantenimento del Rischio**).

DOVE SARANNO NEGOZIATI I TITOLI ?

Ammissione alle negoziazioni:

Sarà presentata domanda di ammissione alla negoziazione dei Certificati sul Sistema Multilaterale di Negoziazione denominato EuroTLX "MTF", organizzato e gestito da Borsa Italiana S.p.A. **Non vi è nessuna certezza che la negoziazione dei Certificati sia approvata a partire dalla Data di Emissione, posto che se Borsa Italiana S.p.A. non dovesse rilasciare la sua decisione di ammissione alla negoziazione entro il giorno immediatamente antecedente la Data di Emissione, la Sezione "Condizioni a cui è soggetta l'Offerta" di questa Nota di Sintesi Specifica deve essere applicata o del tutto.**

I TITOLI SONO ASSISTITI DA UNA GARANZIA?

Natura e scopo della garanzia

I certificati sono incondizionatamente e irrevocabilmente garantite da Société Générale (il **Garante**) ai sensi della garanzia regolata dal diritto francese stipulata in data 30/05/2025 (la **Garanzia**).

La Garanzia costituisce un'obbligazione diretta, incondizionata, non garantita e non subordinata del Garante, con il rango di obbligazione senior preferred di cui all'articolo L. 613-30-3-I-3° del Codice e sarà almeno pari passu rispetto a tutte le altre obbligazioni, esistenti e future, dirette, incondizionate, non garantite e senior preferred del Garante, ivi comprese quelle relative ai depositi.

Qualsiasi riferimento a somme o importi pagabili dall'Emittente, garantiti dal Garante ai sensi della Garanzia, dovrà essere rivolto a somme e/o importi direttamente ridotti, e/o in caso di conversione in equity, ridotte dell'importo di tale conversione, e/o altrimenti modificati di volta in volta in seguito all'applicazione del potere di bail-in di qualsivoglia autorità pertinente ai sensi della direttiva 2014/59/UE del Parlamento Europeo e del Consiglio dell'Unione Europea.

Descrizione del Garante

Il Garante, Société Générale è la società controllante del Gruppo Société Générale. Sede legale: 29, boulevard Haussmann, 75009 Parigi, Francia.

Forma giuridica: Società per azioni a responsabilità limitata pubblica (société anonyme).

Legislazione di riferimento dell'Emittente: diritto francese.

Paese di costituzione: Francia

Legal entity identifier (LEI) : O2RNE8IBXP4R0TD8PU41

Il Garante può intraprendere su base regolare, come ciò è definito nelle condizioni fissate dal French Banking and Financial Regulation Committee, tutte le operazioni salvo quelle sopra menzionate, ivi inclusa in particolare l'attività di brokeraggio assicurativo. In generale, il Garante può svolgere, per conto proprio, per conto di terzi o congiuntamente, tutte le attività finanziarie, commerciali, industriali, relative all'agricoltura, alla proprietà personale o immobiliare, direttamente o indirettamente legate alle attività sopra menzionate o che possono facilitare lo svolgimento di tali attività.

Informazioni finanziarie chiave del Garante

Conto economico

(in milioni di EUR)	Primo Trimestre 2025 (verificato)	31/12/2024 (verificato)	Primo Trimestre 2024 (verificato)	31/12/2023 (verificato)
Reddito netto da interessi (o equivalente) (Totale interessi attivi e passivi)	N/A	9,892	N/A	10,310
Reddito netto da fee e commissioni (Fee Totali e spese)	N/A	6,226	N/A	5,588
Perdita netta da riduzione durevole di valore delle attività finanziarie (Costo del rischio)	(344)	(1,530)	(400)	(1,025)
Reddito netto da trading (Utili e perdite nette su transazioni finanziarie)	N/A	10,975	N/A	10,290

Misura della performance finanziaria utilizzata dall'emittente nel bilancio quale l'utile operativo (Margine operativo lordo)	2,135	8,316	1,265	6,580
Utile o perdita netta (per il bilancio consolidato utile o perdita netta attribuibile ai possessori di strumenti di capitale della capogruppo) (Utile netto, quota del gruppo)	1,608	4,200	680	2,493

Stato patrimoniale

(in miliardi di EUR)	Primo Trimestre 2025 (verificato)	31/12/2024 (verificato)	Primo Trimestre 2024 (verificato)	31/12/2023 (verificato)	Valore risultante dal più recente processo di revisione e valutazione prudenziale (SREP)
Totale attività (Totale Attività)	1,554.4	1,573.5	1,590.6	1,554.0	N/A
Debiti senior (Titoli di debito emessi)	154.3	162.2	166.6	160.5	N/A
Debiti subordinati (Debiti Subordinati)	16.1	17	15.8	15.9	N/A
Prestiti e crediti dalla clientela (Prestiti ai clienti)	447.8	454.6	459.2	485.4	N/A
Depositi dalla clientela (Depositi dalla clientela)	521.1	531.7	530.9	541.7	N/A
Totale capitale (Patrimonio netto, sottotale equity, quota del gruppo)	70.6	70.3	67.3	66	N/A
Prestiti non performing (sulla base di importo netto iscritto in bilancio / prestiti e crediti) (Prestiti dubbi)	14.3	14.4	15	16.1	N/A
Rapporto di Common Equity Tier 1 capital (CET1) (o altro rapporto di capitale di adeguatezza prudenziale a seconda dell'emissione) (Rapporto di Common Equity Tier 1)	13.4% ⁽¹⁾	13.3% ⁽¹⁾	13.2% ⁽¹⁾	13.1% ⁽¹⁾	10.22%**
Rapporto di capitale totale (Rapporto di capitale totale)	19.1% ⁽¹⁾	18.9% ⁽¹⁾	18.7% ⁽¹⁾	18.2% ⁽¹⁾	N/A
Rapporto di leva calcolato secondo il quadro regolamentare applicabile (Rapporto di leva CRR a pieno carico)	4.4% ⁽¹⁾	4.3% ⁽¹⁾	4.2% ⁽¹⁾	4.3% ⁽¹⁾	N/A

**Tenendo conto dei buffer normativi combinati, il livello del coefficiente CET1 graduale che attiverebbe il meccanismo dell'importo massimo distribuibile (MDA) sarebbe del 10,22% al 31/03/2025. (1) Phased-in ratio. La relazione di revisione non contiene alcun rilievo.

Rischi chiave specifici del garante

Considerando che Société Générale è garante e controparte delle operazioni di copertura dell'Emittente, gli investitori sono essenzialmente esposti al rischio di credito di Société Générale e non hanno ricorso nei confronti dell'Emittente in caso di inadempimento dell'Emittente.

QUALI SONO I RISCHI CHIAVE SPECIFICI DEI TITOLI?

L'investitore assume il rischio di perdita totale o parziale dell'importo investito in occasione del rimborso dei Certificati alla relativa data di scadenza oppure nel caso in cui l'investitore venda i Certificati prima di tale data.

Benché sia oggetto di impegni di market making, la liquidità del prodotto può essere influenzata dal verificarsi di circostanze eccezionali che potrebbero rendere difficile vendere il prodotto o comunque ad un prezzo che produce la perdita totale o parziale dell'importo investito.

Il valore di mercato dei Certificati dipende dall'evoluzione dei parametri di mercato al momento dell'uscita (livello dei prezzi dei Sottostanti, tassi di interesse, volatilità e credit spreads) e può pertanto comportare un rischio di perdita totale o parziale dell'importo inizialmente investito.

Il verificarsi di eventi non legati al Sottostante (quali la modifica di previsioni di legge, inclusa la normativa fiscale, eventi di forza maggiore) possono determinare il rimborso anticipato dei Certificati e quindi la perdita totale o parziale dell'importo investito.

Il verificarsi di eventi relativi al Sottostante ovvero a operazioni di copertura può determinare la necessità di rettifiche, de-indicizzazioni, sostituzione del Sottostante, e di conseguenza a perdite del capitale investito, anche in caso di prodotti a capitale protetto.

Se la valuta di riferimento delle attività principali dell'investitore è diversa da quella del prodotto, l'investitore è esposto al rischio di cambio, in particolare in caso di controlli sul cambio, che potrebbero ridurre l'importo investito.

A partire da una data che può essere anteriore alla loro decisione di investimento, i portatori di Certificati sono esposti ad eventi relativi alla solvibilità delle entità di riferimento. Al verificarsi di tali eventi, l'importo di rimborso o il valore degli attivi ricevuti alla scadenza dei Certificati sarà determinato con riferimento al valore del debito di tali entità di riferimento e potrà essere (i) inferiore all'importo investito e (ii) a seconda dei casi, senza interessi maturati a partire da o prima della data di accadimento di tali eventi.

Il rimborso dei Certificati, a seconda dei casi, l'avviso che nessun importo è dovuto in base a tali Certificati, può verificarsi diversi mesi dopo il verificarsi dell'evento di credito, o diversi mesi dopo la data di scadenza programmata dei Certificati.

SECTION D - INFORMAZIONI CHIAVE SULL'OFFERTA AL PUBBLICO DEI TITOLI E/O SULL'AMMISSIONE ALLE NEGOZIAZIONI SU DI UN MERCATO REGOLAMENTATO

IN BASE A QUALI CONDIZIONI E ORIZZONTE TEMPORALE POSSO INVESTIRE IN QUESTI TITOLI?

DESCRIZIONE DELLE MODALITÀ DELL'OFFERTA:

Giurisdizione dell'offerta al pubblico non esente: Italia

Periodo di Offerta:

Dal 26/01/2026 (incluso) al 30/01/2026 (incluso), salvo chiusura anticipata del Periodo di Offerta, come descritto di seguito.

I Certificati verranno collocati:

- (a) all'interno dei locali del Collocatore, presso le loro sedi e le filiali,
- (b) mediante offerta fuori sede ai sensi dell'articolo 30 e dell'articolo 31 del d.lgs 24 febbraio 1998 n. 58 come successivamente modificato (il "Testo Unico della Finanza") dal 26/01/2026 (incluso) fino al 27/01/2026 (incluso);

Il Collocatore che intende collocare i Certificati attraverso l'offerta fuori sede ai sensi dell'articolo 30 del Testo Unico della Finanza raccoglieranno i Moduli di adesione - invece che direttamente presso le loro filiali e uffici - attraverso consulenti finanziari abilitati all'offerta fuori sede ai sensi dell'articolo 31 del Testo Unico della Finanza. Ai sensi dell'articolo 30, comma 6, del Testo Unico della Finanza, la validità e l'efficacia dei contratti sottoscritti tramite Offerta Fuori Sede è sospesa per un periodo di 7 (sette) giorni dalla data di sottoscrizione del Modulo di Adesione da parte del relativo investitore. Entro tale periodo gli investitori possono comunicare al relativo Collocatore il loro recesso, senza dover pagare alcun costo o commissione.

Prezzo di Offerta: I Certificati saranno offerte al Prezzo di Emissione una parte del quale, pari al massimo 2%, è costituita dalla commissione di distribuzione pagata upfont dal Garante al Distributore: CHERRY BANK SPA, Via San Marco, 11, 35129 Padova PD, Italy (il **Distributore**).

Condizioni a cui è soggetta l'offerta: L'offerta dei Certificati è subordinata alla loro emissione e a qualunque condizione aggiuntiva contenuta nei termini generali di attività degli intermediari finanziari, dagli stessi notificate agli investitori. L'Emittente si riserva il diritto di chiudere il Periodo di Offerta prima della scadenza inizialmente stabilita per qualunque motivo. L'Emittente si riserva il diritto di ritirare l'offerta e annullare l'emissione dei Certificati per qualunque motivo e in un qualsiasi momento alla Data di Emissione o precedentemente alla stessa. Resta inteso che qualora un potenziale investitore abbia richiesto la sottoscrizione e l'Emittente eserciti tale diritto, tale potenziale investitore non avrà alcun diritto di sottoscrivere o acquistare altrimenti i Certificati.

In ogni caso, l'avviso agli investitori relativo alla chiusura anticipata o al ritiro, a seconda dei casi, sarà pubblicato sul sito web dell'Emittente (<http://prospectus.socgen.com>). La validità dell'offerta è soggetta al rilascio dell'autorizzazione alla negoziazione su EuroTLX da parte di Borsa Italiana S.p.A. entro e non oltre il giorno immediatamente precedente alla Data di Emissione; diversamente, l'offerta deve considerarsi ritirata e l'emissione annullata. L'Emittente s'impegna a presentare per tempo la relativa domanda a Borsa Italiana S.p.A., al fine di consentire a Borsa Italiana S.p.A. di prendere una decisione, in base ai suoi regolamenti, entro il giorno immediatamente precedente alla Data di Emissione.

Prezzo di Emissione: EUR 1 000 per Certificati di Denominazione Specificata di EUR 1 000

Stima delle spese totali relative all'emissione o all'offerta, includendo la stima di eventuali spese applicate all'investitore dall'Emittente o dall'offerente:

I potenziali costi (i costi ricorrenti) ricorrenti e le potenziali penali di uscita anticipata possono avere un impatto sul rendimento che l'investitore può ottenere dall'investimento.

Piano di distribuzione: Il prodotto è destinato ad investitori al dettaglio e sarà offerto in Italia

CHI E' L'OFFERENTE E/O IL SOGGETTO CHE CHIEDE L'AMMISSIONE ALLE NEGOZIAZIONI

Societe Generale in quanto Dealer

Tour Société Générale - 17 Cours Valmy

92987 Paris La Défense Cedex, France

Sede legale : 29, boulevard Haussmann, 75009 Paris, France.

Forma giuridica: Società per azioni a responsabilità limitata pubblica (société anonyme).

Legislazione di riferimento: diritto francese.

Paese di costituzione: Francia

PERCHÈ VIENE PRODOTTO QUESTO PROSPETTO?

Questo prospetto è stato predisposto in relazione all'ammissione alle negoziazioni su un mercato e all'offerta al pubblico dei Certificati.

Ragioni dell'offerta o dell'ammissione alle negoziazioni: i proventi netti dell'emissione dei Certificati saranno utilizzati per le finalità generali di finanziamento del Gruppo Société Générale, che comprende il generare profitti.

Uso dei proventi e importo stimato dei proventi: Non applicabile

Impegno di sottoscrizione: E' in essere un impegno di sottoscrizione a fermo con: Société Générale

Interessi delle persone fisiche e giuridiche coinvolte nell'emissione/offerta :

Ad eccezione delle eventuali commissioni dovute al Dealer, e per quanto l'Emittente ne sa, nessuna persona coinvolta nell'emissione dei Certificati ha un interesse rilevante nell'Offerta. Il Dealer e le sue affiliate si sono impegnate, e potrebbero in futuro impegnarsi, in operazioni di investment banking e/o commercial banking transactions, e potrebbero nel corso ordinario del business eseguire altri servizi per l'Emittente e le sue affiliate. Société Générale ricoprirà i ruoli di fornitore di strumenti di copertura a favore dell'Emittente e di Agente di Calcolo dei Certificati. Société Générale ricoprirà i ruoli di Agente del Collaterale e Agente di Valutazione per i Certificati. La possibilità di conflitti di interesse tra i vari ruoli di Société Générale, da un lato, e, d'altro lato, tra quelli di Société Générale nello svolgimento di questi ruoli e quelli dei Portatori dei Certificati, non può escludersi. Inoltre, considerata l'attività bancaria di Société Générale, conflitti di interesse potrebbero sorgere tra gli interessi di Société Générale nello svolgimento di tali attività (incluse le relazioni di affari con gli emittenti degli strumenti finanziari che sono i sottostanti dei Certificati ovvero la detenzione di informazioni non pubbliche in relazione ad essi) e quelli dei Portatori dei Certificati. Infine, le attività di Société Générale sullo/sugli strumento/i finanziario/i sottostante/i, per conto della proprietà ovvero per conto dei propri clienti, oppure il porre in essere transazioni di copertura, può anche avere un impatto sul prezzo di questi strumenti e sulla loro liquidità, e ciò potrebbe configgere con gli interessi dei Portatori dei Certificati