

Dated 03 June 2019

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (EEA). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, MiFID II); or (ii) a customer within the meaning of Directive 2002/92/EC (as amended, the Insurance Mediation Directive), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Directive. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the PRIIPs Regulation) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

**Société Générale**

**Legal entity identifier (LEI): O2RNE8IBXP4R0TD8PU41**

**Issue of USD 500,000 Notes due 06 December 2021**

**under the**

**Debt Instruments Issuance Programme**

## **PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth under the heading "*Terms and Conditions of the English Law Notes*" in the Base Prospectus dated 20 June 2018. This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with the Base Prospectus and the supplements to such Base Prospectus dated 24 August 2018 and 10 September 2018 and 3 December 2018 and 3 January 2019 and 28 February and 26 March 2019 and any other supplement published prior to the Issue Date (as defined below) (the **Supplement(s)**); provided, however, that to the extent such Supplement (i) is published after these Final Terms have been signed or issued and (ii) provides for any change to the Conditions as set out under the heading "*Terms and Conditions of the English Law Notes*", such change shall have no effect with respect to the Conditions of the Notes to which these Final Terms relate. Full information on the Issuer and the offer of the Notes 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 Notes 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 Notes in the United States or to, or for the account or benefit of, persons that are not Permitted Transferees. Copies of the Base Prospectus, any Supplement(s) and these Final Terms are available for inspection from the head office of the Issuer, the specified offices of the Paying Agents and, in the case of Notes admitted to trading on the Regulated Market of the Luxembourg Stock Exchange, on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and, in the case of Notes offered to the public or admitted to trading on a Regulated Market in the European Economic Area, on the website of the Issuer (<http://prospectus.socgen.com>).

1. (i) **Series Number:** 140684EN/19.5
- (ii) **Tranche Number:** 1
- (iii) **Date on which the Notes become fungible:** Not Applicable
2. **Specified Currency :** USD
3. **Aggregate Nominal Amount:**
  - (i) **- Tranche:** USD 500,000
  - (ii) **- Series:** USD 500,000
4. **Issue Price:** 100% of the Aggregate Nominal Amount
5. **Specified Denomination(s):** USD 1,000
6. (i) **Issue Date:** 05 June 2019
- (ii) **Interest Commencement Date:** Issue Date
7. **Maturity Date:** 06 December 2021
8. **Governing law:** English law.
9. (i) **Status of the Notes:** Unsecured
- (ii) **Date of corporate authorisation obtained for the issuance of Notes:** 03 June 2019
- (iii) **Type of Structured Notes:** Share Linked Notes  
)

The provisions of the following Additional Terms and Conditions apply:

Additional Terms and Conditions for Share Linked Notes and Depositary Receipts Linked Notes
- (iv) **Reference of the Product:** Not Applicable  
)
10. **Interest Basis:** See section "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE" below.
11. **Redemption/Payment Basis:** See section "PROVISIONS RELATING TO REDEMPTION" below.
12. **Issuer's/Noteholders'** See section "PROVISIONS RELATING TO REDEMPTION"

redemption option: below.

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

13. **Fixed Rate Note Provisions:** Applicable as per Condition 3.1 of the General Terms and Conditions

(i) **Rate(s) of Interest:** 2.355% payable in arrear

(ii) **Specified Period(s)/Interest Payment Date(s):**  
(DD/MM/YYYY)

i	Interest Payment Date(i)
1	06 September 2019
2	06 December 2019
3	09 March 2020
4	05 June 2020
5	08 September 2020
6	07 December 2020
7	08 March 2021
8	07 June 2021
9	07 September 2021
10	06 December 2021

(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 Noteholders, for each Note, an amount determined by the Calculation Agent as follows:

Rate of Interest x Specified Denomination

(v) **Day Count Fraction:** Not Applicable

(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.

14. **Floating Rate Note Provisions:** Not Applicable

15. **Structured Interest Note Provisions:** Not Applicable

16. **Zero Coupon Note Provisions:** Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

17. **Redemption at the option of the Issuer:** Not Applicable

18. **Redemption at the option of the Noteholders:** Not Applicable

19. **Automatic Early Redemption:** Applicable as per Condition 5.10 of the General Terms and Conditions

(i) **Automatic Early Redemption** Unless previously redeemed, if an Automatic Early

<b>Amount(s):</b>	<p>Redemption Event has occurred, then the Issuer shall redeem early the Notes on the Automatic Early Redemption Date(i) (i from 3 to 9), in accordance with the following provisions in respect of each Note:</p> <p>Automatic Early Redemption Amount(i) = Specified Denomination x 100%</p> <p>Definitions relating to the Automatic Early Redemption Amount are set out in paragraph 27(ii) "Definitions relating to the Product".</p>																
(ii) <b>Automatic Early Redemption Date(s):</b>	<table border="1"> <thead> <tr> <th>i</th><th>Automatic Early Redemption Date(i)</th></tr> </thead> <tbody> <tr><td>3</td><td>09 March 2020</td></tr> <tr><td>4</td><td>05 June 2020</td></tr> <tr><td>5</td><td>08 September 2020</td></tr> <tr><td>6</td><td>07 December 2020</td></tr> <tr><td>7</td><td>08 March 2021</td></tr> <tr><td>8</td><td>07 June 2021</td></tr> <tr><td>9</td><td>07 September 2021</td></tr> </tbody> </table>	i	Automatic Early Redemption Date(i)	3	09 March 2020	4	05 June 2020	5	08 September 2020	6	07 December 2020	7	08 March 2021	8	07 June 2021	9	07 September 2021
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5	08 September 2020																
6	07 December 2020																
7	08 March 2021																
8	07 June 2021																
9	07 September 2021																
(iii) <b>Automatic Early Redemption Event:</b>	<p>is deemed to have occurred, as determined by the Calculation Agent, if on a Valuation Date(i) (i from 3 to 9), Performance(i) is higher than or equal to 0%.</p>																
20. <b>Final Redemption Amount:</b>	<p>Unless previously redeemed, the Issuer shall redeem the Notes on the Maturity Date, in accordance with the following provisions in respect of each Note:</p> <p><b><u>Scenario 1:</u></b></p> <p>If a European Knock-In Event has not occurred, then:</p> <p>Final Redemption Amount = Specified Denomination x 100%</p> <p><b><u>Scenario 2:</u></b></p> <p>If a European Knock-In Event has occurred, then:</p> <p>Final Redemption Amount = Physical Delivery Amount(10)</p> <p>Definitions relating to the Final Redemption Amount are set out in paragraph 27(ii) "Definitions relating to the Product".</p>																
21. <b>Physical Delivery Note Provisions:</b>	<p>Applicable as per Condition 5.13 of the General Terms and Conditions</p>																
(i) <b>Deliverable Asset(s):</b>	<p>See paragraph "Underlying(s)"</p>																
(ii) <b>Physical Delivery Amount:</b>	<p>See paragraph 27 "Definitions relating to the Product".</p>																
(iii) <b>Provisions governing whether transfer of Deliverable Asset(s) or payment of a cash sum will apply:</b>	<p>See paragraph 27 "Definitions relating to the Product".</p>																
(iv) <b>Issuer's option to vary method of settlement:</b>	<p>No</p>																

- (v) **Method of transfer of Deliverable Asset(s) in respect of Physical Delivery Amount (if other than Delivery):** As per Condition 5.13.2 of the General Terms and Conditions
- (vi) **Consequences of Settlement Disruption Event(s):** As per Condition 15.3.2 of the General Terms and Conditions
22. **Credit Linked Notes Provisions :** Not Applicable
23. **Bond Linked Notes Provisions** Not Applicable
24. **Trigger redemption at the option of the Issuer:** Not Applicable
25. **Early Redemption for tax reasons, special tax reasons, regulatory reasons, Force Majeure Event, Event of Default, or at the option of the Calculation Agent pursuant to the Additional Terms and Conditions:** Early Redemption Amount : Market Value

**PROVISIONS APPLICABLE TO THE UNDERLYING(S) IF ANY**

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

Share	Bloomberg Ticker	Exchange	Website
MICRON TECHNOLOGY INC	MU UW	NASDAQ Global Select Market	www.micron.com

- (ii) **Information relating to the past and future performances of the Underlying(s) and volatility:** The information relating to the past and future performances of the Underlying(s) and volatility are available on the source specified in the table above.
- (iii) **Provisions relating, amongst others, to the Market Disruption Event(s) and/or Extraordinary 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 Share Linked Notes and Depositary Receipts Linked Notes

- (iv) **Other information relating to the Underlying(s):** Information or summaries of information included herein with respect to the Underlying(s), has been extracted from general databases released publicly or by any other available information.

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

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

27. (i) **Definitions relating to date(s):** Applicable

**Valuation Date(0):** 29 May 2019

**Valuation Date(i);  
(i from 1 to 10)**

i	Valuation Dates(i)
1	29 August 2019,
2	29 November 2019,
3	02 March 2020
4	29 May 2020
5	31 August 2020
6	30 November 2020
7	01 March 2021
8	31 May 2021
9	30 August 2021
10	29 November 2021

- (ii) **Definitions relating to the Product:** Applicable, all or part of the Definitions relating to the Product being those used in the Additional Terms and Conditions relating to Formulae.

**Closing Price** as defined in Condition 4.0 of the Additional Terms and Conditions relating to Formulae.

**European Knock-In Event** is deemed to have occurred, as determined by the Calculation Agent, if on Valuation Date(10),  $S(10)$  of the Underlying is lower than the Knock-In Threshold.

**Knock-In Threshold**  $50.00\% \times S(0)$

**Strike**  $100.00\% \times S(0)$

**Performance(i)  
(i from 1 to 10)** means  $(S(i) / S(0)) - 100\%$

**S(i)  
(i from 0 to 10)** means in respect of any Valuation Date(i), the Closing Price of the Underlying

S(0) USD 33.29

**Physical Delivery Amount**

An integer number of Deliverable Asset determined and calculated pursuant to the following formula:

Physical Delivery Amount(10) = Specified Denomination /Strike.

- The fractional part of this number, if any, is paid in cash: the cash amount denominated in the Specified Currency is calculated by multiplying (a) the fractional part by (b) the relevant Closing Price of the Underlying as of Valuation Date(10). This cash amount is rounded up to 4 decimals.

**PROVISIONS RELATING TO SECURED NOTES**

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

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

29. **Provisions applicable to payment date(s):**

- **Payment Business Day:** Following Payment Business Day
- **Financial Centre(s):** New York

30. **Form of the Notes:**

- (i) **Form:** Non-US Registered Global Note registered in the name of a nominee for a common depositary for Euroclear and Clearstream, Luxembourg
- (ii) **New Global Note (NGN – bearer notes) / New Safekeeping Structure (NSS – registered notes):** No

31. **Redenomination:** Not Applicable

32. **Consolidation:** Applicable as per Condition 14.2 of the General Terms and Conditions

33. **Partly Paid Notes Provisions:** Not Applicable

34. **Instalment Notes Provisions:** Not Applicable

35. **Masse:** Not Applicable

36. **Dual Currency Note Provisions:** Not Applicable

- |     |   |                |
|-----|---|----------------|
| 37. | <b>Additional Amount Provisions for Italian Certificates:</b>                           | Not Applicable |
| 38. | <b>Interest Amount and/or the Redemption Amount switch at the option of the Issuer:</b> | Not Applicable |
| 39. | <b>Provisions relating to Portfolio Linked Notes:</b>                                   | Not Applicable |



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**PART B – OTHER INFORMATION**
**1. LISTING AND ADMISSION TO TRADING**

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|-------|---|----------------|
| (i)   | <b>Listing:</b>   | None           |
| (ii)  | <b>Admission to trading:</b>  | Not Applicable |
| (iii) | <b>Estimate of total expenses related to admission to trading:</b>        | Not Applicable |
| (iv)  | <b>Information required for Notes to be listed on SIX Swiss Exchange:</b> | Not Applicable |

**2. RATINGS**

The Notes 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 Notes 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 Issuer of the Notes (and as such will have to enter into hedging transactions) and Calculation Agent of the Notes. 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 Noteholders on the other hand cannot be excluded.

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

**4. REASONS FOR THE OFFER AND USE OF PROCEEDS**

- |       |   |                |
|-------|---|----------------|
| (i)   | <b>Reasons for the offer and use of proceeds:</b> | Not Applicable |
| (ii)  | <b>Estimated net proceeds:</b>                    | Not Applicable |
| (iii) | <b>Estimated total expenses:</b>                  | Not Applicable |

**5. INDICATION OF YIELD (*Fixed Rate Notes only*)**

Not Applicable

**6. HISTORIC INTEREST RATES (*Floating Rate Notes only*)**

Not Applicable

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

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

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

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

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

In the event of the Notes providing for a delivery of any deliverable asset upon redemption, the delivery of such deliverable asset will be subject to all applicable laws, regulations and practices and the Issuer shall not incur any liability whatsoever if it is unable to deliver or procure the delivery of such deliverable asset to the relevant holder of the Notes because of any such laws, regulations or practices. Each holder of a Note should be aware that if the Notes may be redeemed by physical delivery of the deliverable asset, it shall be deemed to acknowledge its understanding and acceptance of this matter and to have made its own examination and assessment of its capacity and power to receive such deliverable asset and not to have relied on any representation of the Issuer, the Paying Agents, Société Générale as Guarantor or as Calculation Agent under the Notes, or Société Générale's affiliates regarding this matter.

During the lifetime of the Notes, the market value of these Notes may be lower than the invested capital. Furthermore, an insolvency of the Issuer may cause a total loss of the invested capital.

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

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

Not applicable

**8. OPERATIONAL INFORMATION**

- (i) **Security identification code(s):**
- **ISIN code:** XS1983900389
- **Common code:** 198390038
- (ii) **Clearing System(s):** Euroclear Bank S.A/N.V. (**Euroclear**) / Clearstream Banking *société anonyme* (**Clearstream, Luxembourg**)
- (iii) **Delivery of the Notes :** 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 Bank&Trust  
11, avenue Emile Reuter  
2420 Luxembourg  
Luxembourg
- (vi) **Eurosystem eligibility of the Notes:** No
- (vii) **Address and contact details of Société Générale for all administrative communications relating to the Notes:** Société Générale  
Tour Société Générale  
17, Cours Valmy  
92987 Paris La Défense Cedex  
France
- Name: Sales Support Services - Derivatives  
Tel: +33 1 57 29 12 12 (Hotline)  
Email: [clientsupport-deai@sgcib.com](mailto:clientsupport-deai@sgcib.com)

**9. DISTRIBUTION**

- (i) **Method of distribution:** Non-syndicated
- **Dealer(s):** SG Option Europe  
17, Cours Valmy  
92800 Puteaux  
France
- (ii) **Total commission and concession:** The Issuer may offer selling concessions or pay fixed commissions or pro-rata commissions to a distributor in connection with the distribution of the Notes by such distributor.

If under any applicable laws or regulations (including, if applicable, the Markets in Financial Instruments Directive 2014/65/EU (MiFID II) ) a distributor (the "Interested Party") is required to disclose to prospective investors in the Notes further information on any remuneration that the Issuer pays to such Interested Party in respect of the Notes, the Interested Party shall be responsible for compliance with such laws and regulations and investors may request such

further information from the Interested Party

- |       |  |   |
|-------|--|---|
| (iii) | <b>TEFRA rules:</b>                                  | Not Applicable  |
| (iv)  | <b>Non-exempt Offer:</b>                             | Not Applicable  |
| (v)   | <b>U.S. federal income tax considerations:</b>       | The Notes are not Specified Notes for purposes of the Section 871(m) Regulations. |
| (vi)  | <b>Prohibition of Sales to EEA Retail Investors:</b> | Applicable  |

**10. PUBLIC OFFERS IN EUROPEAN ECONOMIC AREA**

Not Applicable

**11. ADDITIONAL INFORMATION**

- **Minimum investment in the Notes:** USD 1,000 (i.e. 1 Note)
- **Minimum trading** USD 1,000 (i.e. 1 Note)

**12. PUBLIC OFFERS IN OR FROM SWITZERLAND**

Not Applicable

**13. BENCHMARKS**

**Benchmark :** Not Applicable