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# 18 MONTHS DAILY AUTOCALLABLE EQUITY LINKED NOTE ON WORST OF BASKET WITH FIXED 12.50% COUPON PER YEAR , CALLABLE STARTING FROM THE END OF MONTH 6

#### **Terms and Conditions:**

This document does not constitute, and under no circumstances should it be considered in whole or in part as, an offer, a solicitation or a recommendation to purchase, subscribe for, or sell, the notes referred to herein (hereafter the "Notes").

The terms and conditions are indicative and may change with market fluctuations. Société Générale assumes no fiduciary responsibility or liability for any financial consequences or otherwise arising from the subscription or acquisition of the Notes. The investor should make its own appraisal of the risks and should consult to the extent necessary its own legal, financial, tax, accounting and other professional advisors in this respect prior to any subscription or acquisition. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions under the heading "General Terms and Conditions of the English Law Notes" in the Base Prospectus dated 31 May 2023, the supplement dated 4 August 2023 and 25 October 2023 and 15 January 2024 and 8 February 2024 and 25 March 2024 (together, the "Original Base Prospectus"). This document must be read in conjunction with the Base Prospectus dated 31 May 2024 issued in relation to the Debt Instruments Issuance Programme and any supplement published prior to the Issue Date (the "Supplement(s)") (together, the "Base Prospectus"), save in respect of the General Terms and Conditions of the English Law Notes and the applicable Additional Terms and Conditions which are extracted from the Original Base Prospectus and which are incorporated by reference into the Base Prospectus. Additionally, investors should be aware that the Issuer may, at its discretion, redeem the Notes at Market Value prior to maturity upon notice to Noteholders under a variety of conditions and/or circumstances set forth in the General Terms and Conditions of the English Law Notes which are part of the Base Prospectus. A copy of the Base Prospectus (can be downloaded at http://prospectus.socgen.com/) and the applicable Final Terms to be issued in relation to the Notes will be available from Société Générale upon request.

Please refer to the section titled, "Risk Factors" of the Base Prospectus for more details.

#### **PART A - CONTRACTUAL TERMS**

Issuer: SG Issuer

Legal entity identifier (LEI): 549300QNMDBVTHX8H127

Issuer's Guarantor: Société Générale

Rating of Société Générale as of the Trade Date:

 $A vailable \ on: https://investors.societegenerale.com/en/financial-and-non-financial-information/ratings/credit-ratings/cre$ 

Form: Debt Instruments

Specified Currency: Australian Dollar ("AUD")

**Aggregate Nominal Amount** 

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- Tranche: AUD 200,000

- Series: AUD 200,000

Issue Price: 100% of the Aggregate Nominal Amount

Specified Denomination(s): AUD 50,000 ("SD")

Trade Date: 3 July 2024

Issue Date: 17 July 2024

Interest Commencement

Date:

Issue Date

**Maturity Date:** 22 January 2026

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

The Additional Terms and Conditions comprise provisions particularly (without limitations) as to the consequences of (market and other) disruption events, adjustment events or other extraordinary events affecting the underlying of the Notes or Société Générale's hedging position.

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

**Fixed Rate Note** 

Provisions:

Applicable

(i) Rate(s) of Interest:

 $1.0417\,\%$  flat

(ii) Specified Period(s) / Interest Payment Date(s): Interest Payment Date(i) (i from 1 to 6) as specified under "Definitions relating to date(s)"

(iii) Business Day Convention:

Following Business Day Convention (unadjusted)

(iv) Fixed Coupon Amount:

Unless previously redeemed, on each Interest Payment Date(i) (i from 1 to 6), the Issuer shall pay to the Noteholders, for each

Note, an amount determined by the Calculation Agent as follows:

SD × 1.0417%

(v) Day Count Fraction:

Not Applicable

Floating Rate Note Provisions:

Not Applicable

Structured Interest Note Provisions:

Applicable

(i) Structured Interest Amount(s):

Unless previously redeemed, if an Automatic Early Redemption Event does not occur during the Interest  $Period_{(j)}$  (i from 7 to 18), the Issuer shall pay a coupon, denominated in the Specified Currency, on a per Specified Denomination basis in accordance with the following formula on Interest Payment Date(i) (i from 7 to 18):

SD × 1.0417%

Unless previously redeemed, if an Automatic Early Redemption Event occurs during the Interest Period() (i from 7 to 18), the Issuer shall pay a coupon, denominated in the Specified Currency, on a per Specified Denomination basis on the Automatic Early Redemption Date in accordance with the following formula and the Notes will be cancelled:

SD 
$$imes$$
  $1.0417\,\%\,\, imesrac{n_{(i)}}{N_{(i)}}$ 

(ii) Specified Period(s) /

(iv) Day Count Fraction:

Interest Payment Date<sub>(i)</sub> (i from 7 to 18) as specified under "Definitions relating to date(s)"

Interest Payment Date(s): Provided that, upon the occurrence of an Automatic Early Redemption Event, the last Interest Payment Date shall be the

Automatic Early Redemption Date.

Following Business Day Convention (unadjusted)

(iii) Business Day Convention:

Not Applicable

#### PROVISIONS RELATING TO REDEMPTION

Redemption at the option of the Issuer:

Not Applicable

Automatic Early Redemption:

Applicable

(i) Automatic Early Redemption Amount(s):

Unless previously redeemed, if an Automatic Early Redemption Event has occurred, then the Issuer shall redeem early the Notes on the Automatic Early Redemption Date, in accordance with the following provisions in respect of each Note:

SD × 100%

(ii) Automatic Early Redemption Date(s): The 2nd Business Day immediately following the occurrence of an Automatic Early Redemption Event.

(iii) Automatic Early Redemption Event:

The Issuer shall early redeem the Notes on the Automatic Early Redemption Date if on a Scheduled Trading Day during the period from the Valuation Date  $_{(6)}$  (inclusive) to the Final Valuation Date (inclusive), the Closing Price of the LPU on such day is greater than or equal to its Callable Strike Price (i.e.  $LPU_t \ge LPU_c$ ), each such Scheduled Trading Day deemed a Valuation Date and subject to the provisions of the Consequences of Disrupted Days in the Additional Terms and Conditions for Share Linked Notes and Depositary Receipts Linked Notes

For the avoidance of doubt, if an Automatic Early Redemption Event occurs on the Final Valuation Date, the Issuer shall redeem and cancel the Notes in accordance with the Automatic Early Redemption provision.

**Final Redemption Amount:** 

Unless previously redeemed, the Issuer shall redeem the Notes on the Maturity Date in accordance with the following

provisions in respect of each Note:

1) if  $LPU_f \ge LPU_x$ , the Issuer shall pay Noteholders a cash amount equal to the following formula:

SD x 100%

Or,

2) if LPU<sub>f</sub> < LPU<sub>x</sub>, the Issuer shall deliver and pay the Physical Delivery Amount.

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

### Underlying(s):

The following Shares (each an "Underlying(k)" and together the "Basket") as defined below:

k	Company	Bloomberg	Exchange	Туре	Reference Spot	Strike Price (Uxk)	Callable Strike
		Ticker			(U₀ <sup>k</sup> )	(65.0% of U <sub>0</sub> <sup>k</sup> )	Price (U <sub>c</sub> <sup>k</sup> )
						, , , ,	(100.0% of U <sub>0</sub> <sup>k</sup> )
1	NVIDIA CORP	NVDA UW	Nasdaq Stock Exchange	Share	USD 121.6000	USD 79.0400	USD 121.6000
						,	le l
						(65% of U <sub>0</sub> <sup>k</sup> )	(100% of U <sub>0</sub> <sup>k</sup> )
[2	ADVANCED MICRO DEVICES	AMD UW	Nasdaq Stock Exchange	Share	USD 164.1500	USD 106.6975	USD 164.1500
						(65% of U <sub>0</sub> <sup>k</sup> )	(100% of U <sub>0</sub> <sup>k</sup> )
3	ALPHABET INC-CL A	GOOGL UW	Nasdaq Stock Exchange	Share	USD 184.7700	USD 120.1005	USD 184.7700
						(65% of U <sub>0</sub> <sup>k</sup> )	(100% of U <sub>0</sub> <sup>k</sup> )

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

Definitions relating to date(s):

Final Valuation Date: 20 January 2026

Valuation Date<sub>(i)</sub> (i from 1 to 18) / Interest Payment Date<sub>(i)</sub> (i from 1 to 18):

Means the following dates:

i	Valuation Date <sub>(i)</sub>	Interest Payment Date <sub>(i)</sub>
1	19 August 2024	21 August 2024
2	17 September 2024	19 September 2024
3	17 October 2024	21 October 2024
4	18 November 2024	20 November 2024
5	17 December 2024	19 December 2024
6	17 January 2025	21 January 2025
7	18 February 2025	20 February 2025
8	17 March 2025	19 March 2025
9	17 April 2025	23 April 2025
10	19 May 2025	21 May 2025
11	17 June 2025	19 June 2025
12	17 July 2025	21 July 2025
13	18 August 2025	20 August 2025
14	17 September 2025	19 September 2025
15	17 October 2025	21 October 2025
16	17 November 2025	19 November 2025
17	17 December 2025	19 December 2025
18	Final Valuation Date	22 January 2026

Definitions relating to the Product:

Interest  $Period_{(i)}$  (i from 7 to 18):

Means the period between Valuation Date<sub>(i-1)</sub> (exclusive) and Valuation Date<sub>(i)</sub> (inclusive).

FX Rate:

Underlying(k)	FX Rate		
1	Means the rate of exchange for the conversion of United States Dollar ("USD") for AUD based on Bloomberg Page "BFIX" rate at 16:00 New York time on Final Valuation Date.  Provided that if such rate is not published or it becomes impossible to obtain such rate, the Calculation Agent shall determine such rate in good faith and in a reasonable manner by reference to such sources as it may select in its absolute discretion.		
2	Means the rate of exchange for the conversion of United States Dollar ("USD") for AUD based on Bloomberg Page "BFIX" rate at 16:00 New York time on Final Valuation Date.  Provided that if such rate is not published or it becomes impossible to obtain such rate, the Calculation Agent shall determine such rate in good faith and in a reasonable manner by reference to such sources as it may select in its absolute discretion.		
3	Means the rate of exchange for the conversion of United States Dollar ("USD") for AUD based on Bloomberg Page "BFIX" rate at 16:00 New York time on Final Valuation Date.  Provided that if such rate is not published or it becomes impossible to obtain such rate, the Calculation Agent shall determine such rate in good faith and in a reasonable manner by reference to such sources as it may select in its absolute discretion.		

Number of Deliverable Underlying or "NDU":

Means the Number of Underlyings to be delivered by the Issuer (rounded down to the nearest lower integer or trading unit as permitted by the Exchange in accordance with any applicable law, rule and/or regulation).

Number of Underlyings or "NU":

Means the number of Underlyings (rounded up to 4 decimal places) calculated in accordance with the following formula with  $LPU_x$  converted into the Specified Currency using the FX Rate:

 $\frac{\text{SD}}{\text{LPU}_x}$ 

**Physical Delivery Amount:** 

Means the Number of Deliverable Underlying plus the Residual Cash Amount.

Residual Cash Amount:

Means the cash amount, converted into the Specified Currency using the FX Rate, to be paid by the Issuer in accordance with the following formula (rounded up to the nearest 2 decimal places):

 $(\mathsf{NU}-\mathsf{NDU}) \times \mathsf{LPU}_f$ 

n<sub>(i)</sub>

Means the total number of Scheduled Trading Days for all  $Underlying_{(k)}$  in the Interest  $Period_{(j)}$  (i from 7 to 18), (in the case that there is an Automatic Early Redemption Event occurring in the relevant Interest  $Period_{(j)}$ , the total number of Scheduled

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Trading Days for all  $Underlying_{(k)}$  in the  $Interest \, Period_{(i)}$  shall be calculated up to and including the day of the occurrence of

the Automatic Early Redemption Event).

 $\mathbf{N}_{(i)}$  Means the total number of Scheduled Trading Days for all Underlying<sub>(k)</sub> in the Interest Period<sub>(i)</sub> (i from 7 to 18).

LPU or Lowest Performing

Underlying:

Means, in respect of a Scheduled Trading Day, the  $\mathsf{Underlying}_{(k)}$  with the lowest Performance, provided that in the case of more than one  $\mathsf{Underlying}_{(k)}$  achieving the same lowest Performance, the Calculation Agent shall in its sole and absolute discretion select which of the  $\mathsf{Underlying}_{(k)}$  with the same lowest Performance shall be the LPU.

Performance: Means, in respect of a Scheduled Trading Day and each Underlying(k), the value as determined by the Calculation Agent in

accordance with the following formula:

Closing Price of  $Underlying_{(k)}$ /Reference Spot of  $Underlying_{(k)}$  -1

**LPU**<sub>x</sub>: Means the Strike Price  $(U_x^k)$  of the LPU.

 $\mathbf{LPU_f}$ : Means the Closing Price  $(U_f^k)$  of the LPU on the Final Valuation Date.

 $\mathbf{LPU_c}$ : Means the Callable Strike Price  $(\mathbf{U_c}^k)$  of the LPU.

**LPU**<sub>t</sub>: Means the Closing Price (U<sub>t</sub><sup>k</sup>) of the LPU on a Scheduled Trading Day.

 $\mathbf{U_0}^k$  or Reference Spot: Means the reference spot of the Underlying<sub>(k)</sub> as specified in the definition of Underlying(s).

 $\mathbf{U_v}^k$  or Strike Price: Means the strike price of the Underlying<sub>(k)</sub> as specified in the definition of Underlying(s).

**U**,<sup>k</sup>: Means the Closing Price of the Underlying<sub>(k)</sub> on a Scheduled Trading Day.

 $\mathbf{U_f}^{k}$ : Means the Closing Price of the Underlying<sub>(k)</sub> on the Final Valuation Date.

Uck or Callable Strike Price: Means the callable strike price of the Underlying(k) as specified in the definition of Underlying(s).

### **PART B - OTHER INFORMATION**

Listing: None

ISIN Code: XS2845792592

**Common Code:** 284579259

Clearing System(s): Euroclear / Clearstream

Governing Law: English Law

Calculation Agent: Société Générale

U.S. federal income tax considerations:

The Notes are not Specified Notes for purposes of Section 871(m) Regulations.

Prohibition of Sales to EEA Retail Investors:

Applicable. The Notes must not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the "EEA"). Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "EU 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 EU PRIIPs Regulation. 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 MiFID II; or (ii) a customer within the meaning of Directive 2016/97/EU

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