

**FOURTH SUPPLEMENT DATED 10 JANUARY 2013
TO THE BASE PROSPECTUS DATED 25 JUNE 2012**

SGA SOCIETE GENERALE ACCEPTANCE N.V

SOCIETE GENERALE EFFEKTEN GMBH

Securitised Derivatives Programme

Irrevocably and unconditionally guaranteed by

SOCIETE GENERALE

This fourth supplement (the **Fourth Supplement**) to the base prospectus dated 25 June 2012 (the **Base Prospectus**) constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the **FSMA**) and is prepared in connection with the Securitised Derivatives Programme established by SGA Societe Generale Acceptance N.V and Societe Generale Effekten GmbH (each an **Issuer** and together, the **Issuers**) and irrevocably and unconditionally guaranteed by Societe Generale (the **Guarantor**). Terms defined in the Base Prospectus have the same meaning when used in this Fourth Supplement.

This Fourth Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus and the first supplement dated 7 September 2012 (the **First Supplement**), the second supplement dated 24 October 2012 (the **Second Supplement**) and the third supplement dated 29 November 2012 (the **Third Supplement**).

The purpose of this Fourth Supplement is to:

- (a) disclose significant new factors relevant to investors relating to disposals by the Guarantor of:
 - (i) its stake in National Societe Generale Bank to Qatar National Bank Group; and
 - (ii) its stake in Geniki Bank to Piraeus Bank; and
- (b) disclose a change to the management of Societe Generale Effekten GmbH.

To the extent that there is any inconsistency between (a) any statement in this Fourth Supplement or any statement incorporated by reference into the Base Prospectus by this Fourth Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Fourth Supplement, to the best of the knowledge and belief of each Issuer and the Guarantor, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case maybe, since the publication of the Base Prospectus.

1. DISCLOSURE OF SIGNIFICANT NEW FACTOR: NSGB DISPOSAL

On 12 December 2012, Societe Generale announced that it had entered into a definitive agreement with Qatar National Bank Group to sell its majority stake in National Societe Generale Bank, its Egyptian subsidiary (the "**NSGB Disposal**"). The press release attached as Exhibit A hereto was published on 12 December 2012 in connection with the NSBG Disposal.

2. DISCLOSURE OF SIGNIFICANT NEW FACTOR: GENIKI DISPOSAL

On 14 December 2012, Societe Generale announced that it had finalised the sale of its entire 99.08 per cent stake in its Greek subsidiary Geniki Bank to Piraeus Bank (the "**Geniki**").

Disposal"). The press release attached as Exhibit B hereto was published on 14 December 2012 in connection with the Geniki Disposal.

3. DISCLOSURE OF SIGNIFICANT NEW FACTOR: DIRECTOR INFORMATION

Mr Günter Happ is no longer a general manager of Societe Generale Effekten GmbH. No new general manager has been appointed.

Copies of this Fourth Supplement can be obtained, without charge, from the specified office of the relevant Issuer and the Agent, in each case at the address given at the end of the Base Prospectus.

In accordance with Section 87Q (4) FSMA, investors who have agreed to purchase or subscribe for transferrable securities before the Fourth Supplement is published have the right, exercisable before the end of the period of two working days beginning with the working day after the date on which this Fourth Supplement was published, to withdraw their acceptances.

RESPONSIBILITY

Each of the Issuers and the Guarantor accept responsibility for the information contained in this Fourth Supplement. To the best of the knowledge and belief of each of the Issuers and the Guarantor (each having taken reasonable care to ensure that such is the case) the information contained in this Fourth Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Exhibit A



PRESS RELEASE

Paris, 12 December 2012

SOCIÉTÉ GÉNÉRALE ANNOUNCES THE SALE OF ITS STAKE IN NATIONAL SOCIÉTÉ GÉNÉRALE BANK (NSGB) TO QATAR NATIONAL BANK GROUP

Société Générale announced today that it has entered into a definitive agreement with Qatar National Bank Group (QNB Group) to sell its majority stake (77.17%) in National Société Générale Bank (NSGB), its Egyptian subsidiary.

The signing of this agreement marks the successful conclusion of the due diligence process and the negotiations between Société Générale and QNB Group following the expression of interest Société Générale received from QNB Group.

The key elements of the transaction are the following:

- A consideration equivalent to a sale price of US\$2,558 MM for 100% of NSGB¹, i.e. US\$1,974 MM for Société Générale's stake; this represents a multiple to the stated book value of NSGB as of September 30, 2012 of 2.0x;
- In addition, QNB Group and NSGB will also acquire from Société Générale the stakes not already owned by NSGB in some of the local subsidiaries of NSGB, bringing the total consideration payable to Societe Generale up to US\$ 2 billion.
- At the closing of the transaction, the Group will book a net gain of around EUR 350 million. The positive impact on Société Générale Basel III pro forma Core Tier 1 at the end of 2013 is estimated at close to 30 bps.

Société Générale will sell its stake to QNB Group by tendering its shares into a mandatory tender offer to be launched by QNB Group to all shareholders of NSGB after the obtaining of mandatory regulatory approvals including the approval of the Central Bank of Egypt. The closing of the transaction is expected to take place in the first half of 2013.

- (1) The price per share payable to all the shareholders tendering their shares in the mandatory offer to be submitted by QNB Group pending regulatory approvals shall be denominated in EGP. It will be determined on the basis of a USD/EGP conversion rate at the time of the filing of the mandatory offer in compliance with all applicable laws and regulations.

PRESS RELATIONS

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A FRENCH CORPORATION WITH SHARE CAPITAL OF
EUR 975,339,185
552 120 222 RCS PARIS

National Société Générale Bank

National Société Générale Bank, established in Egypt in 1978, an affiliate of Société Générale Group (77.17% stake) is one of the largest private banks operating in the country. NSGB serves more than 700 thousand clients through 4161 banking professionals. NSGB offers a wide range of products serving financial needs of Corporates, medium and small enterprises or individuals with a balanced focus on both Corporate and Retail Banking. NSGB has expanded its network of branches to 160 branches covering 24 governorates. Moreover, NSGB keeps enhancing its multi-channel automated tools to reach its clients. NSGB was named Best Bank in Egypt for 2012 by Euromoney.

Key figures of as of end of September 2012, total assets: 63.3 billion EGP, total deposits: 51.5 billion EGP, total loans: 36.1 billion EGP.

Societe Generale

Societe Generale is one of the largest European financial services groups. Based on a diversified universal banking model, the Group combines financial solidity with a strategy of sustainable growth, and aims to be the reference for relationship banking, recognised on its markets, close to clients, chosen for the quality and commitment of its teams.

Around 160,000 employees, based in 77 countries, accompany more than 33 million clients throughout the world on a daily basis. Societe Generale' teams offer advice and services to individual, corporate and institutional customers in three core businesses:

- Retail banking in France with the Societe Generale branch network, Credit du Nord and Boursorama
- International retail banking, with a presence in Central and Eastern Europe, Russia, in the Mediterranean basin, in Sub-Saharan Africa, in Asia and in the French Overseas Territories
- Corporate and investment banking with a global expertise in investment banking, financing and global markets.

Societe Generale is also a significant player in specialised financing and insurance, private banking, asset management and securities services.

Societe Generale is included in the socially-responsible investment indices FTSE4Good and ASPI.

For more information, you can follow us on twitter @societegenerale or visit our website www.societegenerale.com.

Exhibit B



PRESS RELEASE

Paris, 14 December 2012

CLOSING OF THE SALE OF GENIKI BANK TO PIRAEUS BANK

Société Générale finalised today the sale of its entire 99.08% stake¹ in its Greek subsidiary Geniki Bank to Piraeus Bank. It marks the successful obtaining of all the required regulatory approvals.

The key financial elements of the transaction remain the same as communicated on 19 October 2012². The transaction will have no significant impact on the Group's capital ratios.

After having supported Geniki Bank in its role of shareholder, especially during the crisis, the Group has been seeking an alternative strategy for Geniki Bank. Société Générale is confident that the agreement found with Piraeus Bank offers Geniki Bank a new stage in its development.

Notes to editors

¹ Specifically, Société Générale sold today a 89.08% stake in Geniki Bank's share capital, following the prior sale of 9.99% in Geniki Bank's share capital to Piraeus Bank on 30 November 2012, the two disposals representing 100% of Société Générale's interest, including Société Générale's advances in capital.

² Following a closing adjustment, the investment by Société Générale is €460 M, from €444 M announced on 19 October 2012.

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