SOCIETE GENERALE

A French corporation with share capital of EUR 975 339 185
Head office: 29 boulevard Haussmann - 75009 PARIS
552 120 222 R.C.S. PARIS

SECOND UPDATE

TO THE

2012 REGISTRATION DOCUMENT

Registration document filed with the AMF (French Securities Regulator) on March 2, 2012 under No. D.12-0125 .
The first update was filed with the AMF on May 7, 2012 under No D.12-0125-A01

AUTORITÉ DES MARCHÉS FINANCIERS
AMF

This document is a free translation into English of the update to the Registration Document (Document de Référence) issued in French. Only the French version of the update to the Registration Document has been submitted to the AMF. It is therefore the only version legally binding.
The original update to the registration document was filed with the AMF (French Securities Regulator) on August 2, 2012, under the number D.12-0125-A02. It may be used to support a financial transaction if accompanied by a prospectus duly approved by the AMF. This document was produced by the issuer and is binding upon its signatory.

CONTENTS

UPDATE OF THE 2012 REGISTRATION DOCUMENT BY CHAPTER

Rankings: the sources for all references to rankings are given explicitly,

where they are not, rankings are based on internal sources

1 - Chapter 2: Group strategy and businesses

1.1 Recent press releases and events subsequent to the submission of the First update to the 2012 registration document

1.1.1 Press release dated June 21, 2012: successful tender offer on hybrid lower tier 2 bonds

On 11 June 2012, Société Générale launched two tender offers on certain of its Lower Tier 2 hybrid notes placed with institutional investors. The first offer, which involved eleven lines placed outside the US, expired on 19 June 2012. The second offer, which involved one line placed with international institutional investors, ended its early tender period on the same day (this offer will expire on 10 July 2012).

Société Générale is pleased to announce the success of this transaction which will result in a purchase of the targeted instruments amounting to EUR 1.7 billion.

With this transaction, the Group achieves a profit before tax of approximately EUR 300 million and its Core Tier 1 ratio increases by 6 bp (pro forma as of 31 March 2012).

1.1.2 Press release dated June 26, 2012: global employee share ownership plan 2012: result of the 25th capital increase reserved for employees

See chapter 3, paragraph 2.1.1, on page 5

1.1.3 Press release dated August 1st, 2012: second quarter 2012 results

See chapter 10, on page 90

2 - Chapter 3: The company and its shareholders

2.1 Information on share capital

2.1.1 Press release dated June 26, 2012 : global employee share ownership plan 2012: result of the 25th capital increase reserved for employees

For the 25th consecutive year, Societe Generale offered its employees the opportunity to subscribe to a reserved capital increase.

The 2012 Global Employee Share Ownership Plan was offered to current and former employees in 58 countries. The offer was made from 23 April to 7 May 2012 at a subscription price of €19.19 per share with a 20% discount on the base price.

This year, despite a difficult economic and stock market environment, 28,900 current and former employees subscribed for a total amount of €81 million. At the close of the 2012 Plan, the capital stock increased by 0.54%, with the issue of 4,191,357 new shares, to €975,339,185.

See chapter 11, on page 115

2.1.2 Breakdown of capital and voting rights [(1)]

	At June 30, 2012 [(2)]		
	Number of shares	% of capital	% of voting rights *
Group Employee Share Ownership Plan	61,591,786	7.89%	12.54%
Major shareholders with more than 1% of the capital and voting rights	69,627,172	8.92%	13.05%
Groupama	*30,314,497*	*3.89%*	*6.53%*
CDC	*19,567,063*	*2.51%*	*2.87%*
Meiji Yasuda Life Insurance	*11,069,312*	*1.42%*	*2.51%*
CNP	*8,676,300*	*1.11%*	*1.15%*
Free float	619,968,837	79.46%	71.11%
Buybacks	20,096,537	2.58%	2.28%
Treasury stock	8,987,016	1.15%	1.02%
Total		**100,00%**	**100,00%**
Number of outstanding shares		**780,271,348**	**881,678,567**

NB: the Group's by-laws stipulate that shareholders are obliged to notify the company whenever their holding of capital or voting rights exceeds an additional 0.50%, and as soon as the threshold of holding 1.5% of capital or voting rights is exceeded. At end-June, 2012, no other shareholder claimed to own over 1.5% of the Group's capital, with the exception of mutual funds and trading activities at financial institutions

(1) Including double voting rights (article 14 of Societe Generale's by-laws).

(2) At June 30, 2012 the share of European Economic Area shareholders in the capital is estimated at 39.3%.

** From 2006, in accordance with article 223-11 of the AMF's general regulations, voting rights are associated with own shares when calculating the total number of voting rights.*

3 - Chapter 4 : Group interim management report

3.1 Societe Generale Group main activities

Société Générale Group

Business lines: French Networks; International retail Banking; Specialised Financial Services & Insurance; Private Banking, Global Investment Management and Services (Private Banking; Asset Management; Securities services & Brokers); Corporate and Investment Banking

FRANCE

French Networks
- Société Générale*
- Groupe Crédit du Nord 100%
- Compagnie Générale d'Affacturage 100%
- Sogéfinancement 100%
- Sogéfimur 100%
- Sogelease France 100%
- Sogébail 56.6%
- Groupe Boursorama 57.4%
- SG Services 100%
- SG Capital Développement 100%
- Généfimmo 100%
- Généfim 100%
- Sogéprom 100%

International retail Banking
- Banque de Polynésie 72.1%
- Société Générale Calédonienne de Banque 90.1%
- Banque Française Commerciale Océan Indien 50.0%
- SG de Banque aux Antilles 100%

Specialised Financial Services & Insurance
- Groupe Franfinance 100%
- Groupe CGL 99.9%
- Groupe Sogécap 100%
- Sogessur 100%
- Temsys 100%
- La Banque Postale Financement 35.0%

Private Banking
- Société Générale*

Asset Management
- Société Générale Holding de Participations 100%
- Amundi Group 24.9%

Securities services & Brokers
- Société Générale*
- Newedge Group 50.0%
- Parel 100%
- SGSS France 100%

Corporate and Investment Banking
- Société Générale*
- CALIF 100%
- SG Securities (Paris) SAS 100%
- Lyxor Asset Management 100%
- SG Option Europe 100%
- IEC 100%

EUROPE

International retail Banking
- SKB Banka *Slovenia* 99.7%
- BRD-SG Group *Romania* 60.2%
- SG Express Bank *Bulgaria* 99.7%
- Komercni Banka A.S. (KB) *Czech Republic* 60.7%
- General Bank of Greece *Grèce* 99.1%
- Ohridska Banka ad Ohrid *Macedonia* 70.0%
- SG Banka SRBIJA *Serbie* 100%
- Podgoricka Banka *Monténégro* 90.6%
- Delta Credit *Russie* 82.4%
- Groupe Rosbank *Russie* 82.4%
- SG-Splitska Bank *Croatie* 100%
- Bank Republic *Georgie* 88.0%
- Mobiasbanca *Moldavie* 79.9%
- Banka Société Générale Albania 88.6%

Specialised Financial Services & Insurance
- ALD International Group 100%
- GEFA Group *Germany* 100%
- Fiditalia Spa Group *Italy* 100%
- SG Equipment Finance Group 100%
- Eurobank *Poland* 99.5%
- LLC Rusfinance Bank 82.4%
- LLC Rusfinance 82.4%
- Hanseatic Bank *Germany* 75.0%
- Groupe SG Consumer Finance 100%

Private Banking
- Société Générale Bank & Trust Luxembourg (2) 100%
- SG Private Banking Suisse SA (1) 100%
- SG Private Banking (Belgium) 100%
- SG Hambros Bank Limited *United Kingdom* 100%
- SG Private Banking (Monaco) (1) 100%

Securities services & Brokers
- SGSS Spa *Italie* 100%
- Société Générale Securities Services UK Ltd *United Kingdom* 100%
- SGSS Deutschland Kapitalanlagegesellschaft mbH *Germnany* 100%
- Newedge UK Financial Ltd *United Kingdom* 50%
- Société Générale* Branches in : Dublin *Ireland*

Corporate and Investment Banking
- SG Bank Nederland N.V. *Netherlands* 100%
- SG Investments (U.K.) Ltd *United Kingdom* 100%
- SG Immobel *Belgique* 100%
- Société Générale* Branches in : Milan *Italy*, Francfort *Germany*, Madrid *Spain*, London *United Kingdom*

AFRICA - MIDDLE EAST

International retail Banking
- SG Marocaine de Banques 56.9%
- SG de Banques en Côte d'Ivoire 73.2%
- Union Internationale de Banque *Tunisia* 57.2%
- SG de Banques au Cameroun 58.1%
- SG de Banque au Liban 19.0%
- National Société Générale Bank *Egypte* 77.2%
- SG de Banque en Guinée 57.9%
- SG Congo 87.0%
- SG de Banques au Bénin 78.8%
- SG - SSB Limited *Ghana* 52.2%
- Société Générale Mauritanie 51.0%
- BFV SG *Madagascar* 70.0%
- SG de Banques au Sénégal 64.5%
- SG Algérie 100%
- SG de Banques au Burkina 51.3%
- SG de Banque en Guinée Equatoriale 52.4%
- SG Tchad 55.2%

Specialised Financial Services & Insurance
- Eqdom *Marocco* 46.3%
- La Marocaine Vie 88.9%

AMERICAS

Specialised Financial Services & Insurance
- Banco Cacique S.A. *Brazil* 100%
- Banco Pecunia *Brazil* 100%
- SG Equipment Finance USA 100%

NORTH AMERICA

Asset Management
- TCW Group Inc *United States* 95.4%

Securities services & Brokers
- Newedge USA, LLC 50.0%
- Newedge Canada Inc 50.0%

Corporate and Investment Banking
- SG Americas, Inc. *United States* 100%
- SG Americas Securities, LLC *United States* 100%
- SG Canada 100%
- Banco SG Brazil SA 100%
- Société Générale* Succursales de : New - York *United States*, Montréal *Canada*

ASIA - AUSTRALIA

International retail Banking
- South East Asia Commercial Joint Stock Bank *Vietnam* 20.0%

Specialised Financial Services & Insurance
- Family Credit Limited *India* 100%

Private Banking
- SG Private Banking (Japan) Ltd 100%

Securities services & Brokers
- Newedge Japan Inc 50.0%
- Newedge Group Succursale de Hong Kong 50.0%

Corporate and Investment Banking
- SG Securities Asia International Holdings Ltd (Hong-Kong) 100%
- SG Securities North Pacific, Tokyo Branch *Japan* 100%
- SG Asia (Hong-Kong) Ltd 100%
- SG Australia Holding Ltd 100%
- SG Australia Ltd 100%
- Lyxor Asset Management Japan Co Ltd 100%
- Société Générale (China) Ltd 100%
- Fortune SG Fund Management *China* 49.0%
- Société Générale* Branches in: Singapour, Tokyo *Japan*, Seoul *South Korea*, Hong Kong, Taipei *Taiwan*, Sydney *Australia*

* Société-mère
(2) As well as its Private Banking activities, Societe Generale Bank & Trust Luxembourg also provides retail and corporate and investment banking services for its corporate customers
Notes:
-The percentages given indicate the share of capital held by the Group.
-Groups are listed under the geographic region where they carry out their principal activities.

3.2 Group activity and results

N.B.: in the rest of this section, the asterisks refer to adjustments for changes in Group structure and at constant exchange rates..*

After a first quarter marked by reduced turbulence in the financial markets following the implementation of the European Central Bank's long-term refinancing operations (LTRO) and the finalisation of the Greek rescue plan, the second quarter saw confirmation of the slowdown in economic growth in Europe and continuing strong tensions in European financial markets. This environment resulted in reduced activity, with investors holding back on their investments pending durable solutions to the sovereign debt crisis. In France, the elections also prompted a "wait-and-see" attitude, due to the lack of visibility on the country's new economic policies.

The **French Networks'** results were characterised by resilient commercial activity and a controlled cost of risk despite the slowdown in the French economy. International Retail Banking continued to pursue its selective expansion strategy in regions with strong growth potential, notably Africa and the Mediterranean Basin. The reorganisation initiated in Russia continued, and the Group was obliged to make a partial, precautionary write-down of Rosbank's goodwill, given the slower than expected momentum of the Russian operating infrastructure. The economic difficulties experienced by Romania also impacted International Retail Banking's H1 results.

The normalisation of the markets caused Corporate and Investment Banking activities to pick up in Q1, a situation that was hampered in Q2 by a less favourable environment. At the same time, deleveraging continued through the disposal of legacy and credit assets.

Despite resource constraints, Specialised Financial Services and Insurance made a significantly increased contribution to Group net income whereas the results of Private Banking, Global Investment Management and Services were substantially reduced, in a sluggish environment, by the goodwill write-down related to the TCW subsidiary.

Against this backdrop, the Bank continued with its transformation strategy, notably through the implementation of its programme to cut operating expenses. They were down -3.5% vs. H1 11. In Corporate and Investment Banking, the decline amounted to -10.2% vs. H1 11.

At the same time, the focus remains on the strict management of scarce resources, deleveraging and the improvement of prudential ratios. The Group's risk-weighted assets were down EUR -7 billion in H1 due to SG CIB's asset disposals, reduced market risk exposure and the imposition of resource constraints on the businesses. As a result, the Group achieved a Core Tier 1 ratio of 9.9% at end-Q2, up +85 basis points in H1.

In millions of euros	H1 11	H1 12	Change	
Net banking income	13,122	12,583	-4.1%	-4.9%*
Operating expenses	(8,617)	(8,319)	-3.5%	-3.7%*
Gross operating income	**4,505**	**4,264**	**-5.3%**	**-7.1%***
Net allocation to provisions	(2,063)	(1,724)	-16.4%	-16.0%*
Operating income	**2,442**	**2,540**	**+4.0%**	**+0.1%***
Net income from other assets	64	(7)	NM	
Net income from companies accounted for by the equity method	78	61	-21.8%	
Impairment losses on goodwill	0	(450)	NM	
Income tax	(687)	(739)	+7.6%	
Net income before minority interests	1,897	1,405	-25.9%	
O.w. non controlling Interests	*234*	*240*	*+2.6%*	
Net income	**1,663**	**1,165**	-29.9%	**-31.1%***
Cost/income ratio	65.7%	66.1%		
Average allocated capital	38,372	41,888	+9.2%	
ROTE	**10.0%**	**6.0%**		
ROE after tax	**7.8%**	**4.9%**		
Basel II Tier 1 Ratio **	**11.3%**	**11.6%**		

** When adjusted for changes in Group structure and at constant exchange rates*

*** Without taking into account the additional capital requirements in respect of the floor levels (the Basel 2 requirement, incorporating the Basel 2.5 requirements in 2011, cannot be less than 80% of the Basel 1 requirement).*

Net banking income

The Group's net banking income totalled EUR 12.6 billion for H1 2012.

If legacy assets, non-economic or non-recurring items are stripped out, underlying revenues totalled EUR 12,826 million, down -4.2% vs. H1 2011 restated for these same items. This trend stems primarily from the decline in Corporate and Investment Banking revenues, which reflects a sluggish market environment, and the consequences of deleveraging under way for several quarters.

- The **French Networks'** H1 revenues amounted to EUR 4,083 million (+0.3% excluding PEL/CEL effect vs. H1 11), underpinned by robust commercial activity despite a slowing economic environment;

- **International Retail Banking's** H1 net banking income rose +1.1%* year-on-year. Revenues were sharply higher in the Mediterranean Basin and Africa, and helped offset the stability in Russia and the decline observed in Romania due to a deteriorated economic environment;

- The H1 revenues of **Corporate and Investment Banking's core activities** included EUR -385 million of loan disposal costs. At EUR 3,259 million, H1 net banking income was 20.2%* lower. When restated for loan disposal costs, H1 2012 revenues fell -9.6% vs. H1 2011;

Corporate and Investment Banking's **legacy assets** made a negative contribution of EUR -169 million to the division's revenues in H1 12 (vs. EUR +85 million in H1 11).

Corporate and Investment Banking's revenues totalled EUR 3,090 million in H1 12.

- **Specialised Financial Services and Insurance's** revenues were stable (-0.8%*),at EUR 1,726 million in H1 2012, driven by higher Insurance revenues (+11.1%*), with the decline in the revenues of Specialised Financial Services remaining limited at -3.2%*.

- The net banking income of **Private Banking, Global Investment Management and Services** came to EUR 1,086 million (-6.1%* vs. H1 11). It continued to be affected by the market situation (persistently weak indices, unfavourable interest rate trend).

The accounting impact on net banking income of the revaluation of the Group's own financial liabilities was EUR +25 million in H1 12.

Operating expenses

Operating expenses amounted to EUR -8,319 million in H1 12, down -3.7%* vs. H1 11, the result of the rigorous cost management policy implemented for several quarters. These efforts are continuing in all the divisions. In Corporate and Investment Banking, the social plan introduced at the beginning of the second quarter was concluded with the shedding of 880 positions. It is worth noting that the full impact of these measures will only start to become apparent over the next few months. Efforts to cut operating expenses are also continuing in all the divisions.

Operating income

The Group's gross operating income totalled EUR 4.3 billion in H1 12 (-7.1%* vs. H1 11).

The Group's **net cost of risk** amounted to EUR -1,724 million in H1 vs. EUR -2,063 million in H1 11, which included the initial provisions to cover Greek sovereign risk.
In a turbulent environment caused by the euro zone crisis, the Group's cost of risk (expressed as a fraction of outstanding loans) was under control at 72[1] basis points in H1 12. This was 9 points higher than in H1 2011 and therefore remains under control in a deteriorating economic environment in Europe.

- The **French Networks'** cost of risk was slightly higher at 45 basis points in H1 (38 basis points in H1 11) despite a deteriorating economic environment in France.

- At 196 basis points (vs. 162 basis points in H1 11 and 177 basis points for 2011), **International Retail Banking's** H1 cost of risk was marked by a one-off increase in Russia related to the revaluation of guarantees on the commercial property portfolio and a high level in Romania due to the economic situation.

- The cost of risk for **Corporate and Investment Banking's** core activities remained low at 19 basis points. Legacy assets' net cost of risk was substantially lower in H1 (EUR -153 million vs. EUR -226 million in H1 11).

[1] Annualised calculation, excluding litigation issues, legacy assets and Greek sovereign debt write-down, in respect of assets at the beginning of the period

- At 125 basis points in H1 12, **Specialised Financial Services'** cost of risk declined by 30 points (155 basis points in H1 11) primarily in Consumer Finance.

At the same time, the Group's NPL coverage ratio increased to 77% (vs. 71% at end-June 2011).

The Group's operating income rose +4.0% vs. H1 11, amounting to EUR 2,540 million in H1 12 (+0.1%*).

Net income

After taking into account tax (the Group's effective tax rate was 29.2% in H1 12 vs. 27.4% in H1 11) and non-controlling interests, Group net income totalled EUR 1,165 million in H1 12 (EUR 1,163 million in H1 11).
This result includes non-economic items (revaluation of own financial liabilities and accounting income from the Group's loan portfolio hedging transactions) amounting to EUR +4 million, non-recurring items for EUR -563 million(1), and income from the legacy asset portfolio for EUR -242 million.
When restated for these items, underlying Group net income amounted to EUR 1,966 million in H1.
Group ROE after tax was 4.9% in H1 12 and ROTE was 6.0%. The underlying ROE stood at 8.7% for H1. The underlying ROTE came to 10.7% over this period.

Earnings per share amounts to EUR 1.37 for 2012, after deducting interest payable to holders of deeply subordinated notes and undated subordinated notes(2).

(1) Of which: hybrid debt buyback (EUR +195 million), Greek sovereign debt write-down (EUR -16 million), goodwill write-down and capital losses relating to core activities (EUR -742 million), effect on Group net income of Corporate and Investment Banking deleveraging (EUR -266 million)

(2) The interest, net of tax effect, payable to holders of deeply subordinated notes and undated subordinated notes at end-June 2012 amounts to respectively EUR 133 million and EUR 8 million. At end-June 2012, the capital gain net of tax and accrued unpaid interest relating to buybacks of deeply subordinated notes amounted to EUR 2 million

3.3 Summary of results and profitability by core business

In millions of euros	French Networks		International Retail Banking		Corporate & Investment Banking		Specialised Financial Services & Insurance		Private Banking, Global Investment Management and Services		Corporate Centre		Group	
	H1 11	**H1 12**	**H1 11**	**H1 12**	**H1 11**	**H1 12**	**H1 11**	**H1 12**	**H1 11**	**H1 12**	**H1 11**	**H1 12**	**H1 11**	**H1 12**
Net banking income	4,076	4,083	2,449	2,465	4,115	3,090	1,744	1,726	1,127	1,086	(389)	133	13,122	12,583
Operating expenses	(2,617)	(2,624)	(1,492)	(1,516)	(2,478)	(2,225)	(928)	(908)	(983)	(956)	(119)	(90)	(8,617)	(8,319)
Gross operating income	**1,459**	**1,459**	**957**	**949**	**1,637**	**865**	**816**	**818**	**144**	**130**	**(508)**	**43**	**4,505**	**4,264**
Net allocation to provisions	(339)	(415)	(591)	(710)	(281)	(237)	(427)	(334)	(24)	(7)	(401)	(21)	(2,063)	(1,724)
Operating income	**1,120**	**1,044**	**366**	**239**	**1,356**	**628**	**389**	**484**	**120**	**123**	**(909)**	**22**	**2,442**	**2,540**
Net income from other assets	1	0	4	(3)	65	3	(2)	(2)	2	10	(6)	(15)	64	(7)
Net income from companies accounted for by the equity method	4	4	5	2	0	0	9	(7)	62	61	(2)	1	78	61
Impairment losses on goodwill	0	0	0	(250)	0	0	0	0	0	(200)	0	0	0	(450)
Income tax	(381)	(356)	(82)	(52)	(376)	(140)	(111)	(138)	(27)	(40)	290	(13)	(687)	(739)
Net income before minority interests	744	692	293	(64)	1,045	491	285	337	157	(46)	(627)	(5)	1,897	1,405
O.w. non controlling Interests	*8*	*6*	*133*	*122*	*5*	*9*	*8*	*7*	*1*	*2*	*79*	*94*	*234*	*240*
Net income	**736**	**686**	**160**	**(186)**	**1,040**	**482**	**277**	**330**	**156**	**(48)**	**(706)**	**(99)**	**1,663**	**1,165**
Cost/income ratio	64.2%	64.3%	60.9%	61.5%	60.2%	72.0%	53.2%	52.6%	87.2%	88.0%	NM	NM	65.7%	66.1%
Average allocated capital	8,254	8,450	5,039	5,182	11,974	12,121	5,152	5,188	1,684	1,838	6,272*	9,113*	38,372	41,888
ROE after tax													**7.8%**	**4.9%**

** Calculated as the difference between total Group capital and capital allocated to the core businesses*

FRENCH NETWORKS

In millions of euros	H1 11	H1 12	Change	
Net banking income	4,076	4,083	+0.2%	+0.3%(a)
Operating expenses	(2,617)	(2,624)	+0.3%	
Gross operating income	**1,459**	**1,459**	**+0.0%**	**+0.4%(a)**
Net allocation to provisions	(339)	(415)	+22.4%	
Operating income	**1,120**	**1,044**	**-6.8%**	**-6.4%(a)**
Net income from other assets	1	0	-100.0%	
Net income from companies accounted for by the equity method	4	4	0.0%	
Income tax	(381)	(356)	-6.6%	
Net income before minority interests	744	692	-7.0%	-6.5%(a)
O.w. non controlling Interests	*8*	*6*	*-25.0%*	
Net income	**736**	**686**	**-6.8%**	**-6.1%(a)**
Cost/income ratio	64.2%	64.3%		
Average allocated capital	8,254	8,450	+2.4%	

(a) Excluding PEL/CEL

In a challenging environment due to the euro zone crisis and a macroeconomic environment that deteriorated in Q2, the **French Networks** enjoyed robust commercial activity in H1.

The crisis environment, coupled with uncertainties over tax changes, continued to fuel the outflow in the life insurance market in Q2 2012. In a market which saw net outflows of EUR -4.7 billion in H1, the Group still posted a positive net inflow of EUR 134 million over this same period.

In a fiercely competitive environment for deposit inflows, balance sheet outstandings rose +2.7% vs. H1 2011. This performance was driven by the inflow on term deposits and deposit certificates: these benefited from the success of the “CAT Tréso +” (Treasury + term account) offering and rose +12.7% vs. H1 2011. There was also a sharp increase in regulated savings driven, firstly, by livret A (passbook savings account) outstandings (+32.0% vs. H1 11) and secondly, by the success of the “CSL +” (ordinary savings account) offering.

The French Networks continued to actively support the economy, assisting businesses and individuals with the financing of their projects. The substantial mobilisation of the French Networks in serving their customers resulted in an overall increase of 3.9% in outstanding loans to EUR 175.8 billion vs. H1 11.

Outstanding loans for business customers totalled EUR 79.5 billion, an increase of +4.1% in H1. The Group confirmed its commitment to assist businesses in the short/medium/long-term, as testified by the growth in outstandings of operating loans (+8.9% at EUR 12.8 billion) and investment loans (+2.8% at EUR 63.9 billion).

In the space of one year, the French Networks have helped businesses develop through the granting of approximately 68,000 financing packages representing a total amount of EUR 8.8 billion.

Outstanding loans to individuals rose +3.6% over the period, driven by housing loans (+4.2%).

The loan /deposit ratio stood at 127% in H1 12.

The French Networks’ **revenues** were resilient, with net banking income of EUR 4,083 million, stable vs. H1 11. The 2.3% increase in the interest margin vs. H1

11 can be explained by a favourable volume effect despite lower rates on deposits and by a favourable trend in the loan margin. The increase helped offset the 2.3% decline in commissions over this same period with, in particular, financial commissions down -14.0% on the back of lower financial transaction volumes for individual customers.

H1 operating expenses were stable (+0.3% vs. H1 11) despite investments related to the Group's transformation and the successful integration of Société Marseillaise de Crédit in Crédit du Nord's IT system in Q1. They also include the initial effects of cost sharing in Q2, with new initiatives being taken between Societe Generale and Crédit du Nord regarding payment systems.

Gross operating income was stable at EUR 1,459 million vs. H1 11.

At 45 basis points in H1 12, the French Networks' cost of risk was slightly higher than in H1 11 (41 basis points).

The French Networks' contribution to Group net income was EUR 686 million in H1 12, down -6.8% vs. H1 11.

INTERNATIONAL RETAIL BANKING

In millions of euros	H1 11	H1 12	Change	
Net banking income	2,449	2,465	+0.7%	+1.1%*
Operating expenses	(1,492)	(1,516)	+1.6%	+1.8%*
Gross operating income	**957**	**949**	**-0.8%**	**0.0%***
Net allocation to provisions	(591)	(710)	+20.1%	+20.7%*
Operating income	**366**	**239**	**-34.7%**	**-34.1%***
Net income from other assets	4	(3)	NM	
Net income from companies accounted for by the equity method	5	2	-60.0%	
Impairment losses on goodwill	0	(250)	NM	
Income tax	(82)	(52)	-36.6%	
Net income before minority interests	293	(64)	NM	
O.w. non controlling Interests	*133*	*122*	*-8.3%*	
Net income	**160**	**(186)**	**NM**	**NM***
Cost/income ratio	60.9%	61.5%		
Average allocated capital	5,039	5,182	+2.8%	

** When adjusted for changes in Group structure and at constant exchange rates*

International Retail Banking was constrained by a challenging economic environment in major regions for the business in H1. Particularly in Central and Eastern Europe, economic growth is less buoyant than expected. Despite this environment, International Retail Banking enjoyed strong commercial activity, enabling revenues to remain stable in H1.

International Retail Banking revenues totalled EUR 2,465 million in H1 12 (+0.7% in absolute terms, +1.1%* vs. H1 11).

Activity remained dynamic, with growth in outstandings in the main regions. Outstanding loans increased +5.3%* to EUR 68.9 billion and outstanding deposits rose +6.9%* to EUR 69.9 billion vs. H1 11.

At EUR -1,516 million, **operating expenses** were 1.6% higher than in H1 11. However, they were lower than in H1 11 in the Czech Republic (-1.1%*) and Romania (-3.0%*).

In the **Mediterranean Basin**, the franchise continued to expand at a steady rate, with the net opening of 76 branches since June 30th, 2011, including 23 in Morocco. Commercial activity grew substantially, both for outstanding loans (+5.0%* vs. H1 11) and deposits (+4.4%* over the same period). Net banking income benefited from this momentum and rose +15.4%* vs. H1 11, with an increase in each entity in the region. The 6.6%* increase in operating expenses is in line with the franchise's expansion.

Sub-Saharan Africa continued to enjoy strong growth in outstandings, with an increase of +9.0%* for loans and +8.5%* for deposits. Net banking income rose +15.8%* vs. H1 2011. Moreover, the branch network continued to expand with the opening of 20 new branches since June 30th, 2011. Additionally, the setting up of a new subsidiary in the Congo saw the opening of the first branch in Pointe-Noire. The Group has enhanced its range of products by offering innovative solutions: accordingly, in March 2012, the Group rolled out "Monifone" in Cameroon. This multi-operator mobile phone money transfer and invoice payment offering comes in the wake of "Yoban'tel", developed by Société Générale de Banque in Senegal. At the same time, operating expenses were under control vs. H1 11 (+7.8%*).

With dynamic internal demand, International Retail Banking's commercial activity in **Russia** resulted in outstanding loans growing +17.2%* vs. H1 11 to EUR 12.0 billion and deposits increasing +3.8%* vs. H1 11 to EUR 8.2 billion. Revenues were stable (-0.2% in absolute terms, -1.2%*) vs. H1 11 at EUR 491 million, due to a still high refinancing cost. In a high inflation environment, with strong wage growth, operating expenses increased +3.7%* vs. H1 11 (at EUR -416 million). Regarding Rosbank, the post-merger optimisation measures continued (decline in the workforce of more than 2,100 FTE, rationalisation of premises occupied by the head office virtually finalised and simplification of the network structure with the number of regions and back offices reduced from 43 to respectively 12 and 3 in operation at end-2012). Operating income in Russia suffered from a sharp increase in the net cost of risk over the period to EUR -130 million (vs. EUR -78 million in H1 11) following a review of the commercial real estate portfolio. Russia's contribution to Group net income also includes the EUR -250 million goodwill write-down in respect of Rosbank booked in Q2 12 due to the subsidiary's updated business plan.

In **Central and Eastern Europe** excluding Greece, commercial activity continued to enjoy buoyant growth. Strong deposit inflow (+15.1%* vs. H1 11) resulted in a loan/deposit ratio of 130.9%, down -12 points vs. H1 11. The international financial magazine, *Euromoney*, designated SGEB as the "Best Bank in Bulgaria" and the leader in terms of market share for forex transactions involving corporate clients and financial institutions. Also worth noting over the period is the development of external refinancing, with the first successful RSD bond issue in Serbia for around EUR 15 million.

In the **Czech Republic,** Komerční Banca continued to post a robust commercial performance. Loans grew +9.8%* and deposits +6.4%* vs. H1 11. Revenues benefited from this momentum, increasing +7.0%* over the period. The contribution to Group net income amounted to EUR 144 million, up +16.1%* vs. H1 11 thanks primarily to strictly controlled operating expenses.

In **Romania** and in a still constrained economic environment, loan activity remained slack (+0.9%* year-on-year) and outstanding deposits rose +10.0%* over the same period, boosted by a dynamic commercial approach in retail banking. Accordingly, the loan/deposit ratio was close to equilibrium, at 99.6% vs. 108.7% one year earlier. Revenues were penalised by the deterioration in the interest margin (due to the decline in rates) and were lower than in H1 11 (-5.8%*). Against this backdrop, efforts to control costs under way for several quarters continued (-3.0%* vs. H1 11).

International Retail Banking's gross operating income was EUR 949 million in H1, unchanged* vs. H1 11.

International Retail Banking's cost of risk was sharply higher than in H1 11 (162 basis points) at 196 basis points in H1 12, driven by the increases observed in Romania and Russia.

International Retail Banking made a negative contribution to Group net income of
EUR -186 million in H1 12 and EUR +64 million excluding Rosbank's goodwill write-down.

CORPORATE AND INVESTMENT BANKING

In millions of euros	H1 11	H1 12	Change	
Net banking income	4,115	3,090	-24.9%	-26.3%*
o.w. Financing & Advisory	*1,296*	*665*	*-48.7%*	*-47.2%**
o.w.Global Markets (1)	*2,734*	*2,594*	*-5.1%*	*-8.2%**
o.w.legacy assets	*85*	*(169)*	*NM*	*NM**
Operating expenses	(2,478)	(2,225)	-10.2%	-10.1%*
Gross operating income	**1,637**	**865**	**-47.2%**	**-49.6%***
Net allocation to provisions	(281)	(237)	-15.7%	-15.7%*
O.w.legacy assets	*(226)*	*(153)*	*-32.3%*	*-32.3%**
Operating income	**1,356**	**628**	**-53.7%**	**-56.3%***
Net income from other assets	65	3	95.4%	
Net income from companies accounted for by the equity method	0	0	NM	
Impairment losses on goodwill	0	0	NM	
Income tax	(376)	(140)	-62.8%	
Net income before minority interests	1,045	491	-53.0%	
O.w. non controlling Interests	*5*	*9*	*+80.0%*	
Net income	**1,040**	**482**	**-53.7%**	**-54.3%***
Cost/income ratio	60.2%	72.0%		
Average allocated capital	11,974	12,121	+1.2%	

** When adjusted for changes in Group structure and at constant exchange rates*

(1) O.w. "Equities" EUR 1,125m in H1 12 (EUR 1,499m in H1 11) and
"Fixed income, Currencies and Commodities" EUR 1,469m in H1 12 (EUR 1,236m in H1 11)

In an environment marked by the euro zone crisis and a particularly unstable market coupled with a slowdown in world growth in Q2, the different Corporate and Investment Banking activities posted revenues of EUR 3,090 million in H1 12 (including EUR -169 million in respect of legacy assets and EUR -385 million in respect of the net discount on loans sold). This was -26.3%* lower than in H1 11. The revenues of SG CIB's core activities, excluding the net discount on loans sold, amounted to EUR 3,644 million (-9.6% vs. H1 11).

At EUR 2,594 million, Market Activities turned in a robust performance, driven by an execellent Q1 in Fixed Income, Currencies & Commodities, and satisfactory commercial activity in Q2 in a sluggish market. Proactive risk management prompted SG CIB to reduce market VaR by -37% year-on-year. H1 revenues were -8.2%* lower year-on-year.

Equity activities posted revenues of EUR 1,125 million, down -24.9%[(1)] vs. H1 11. Despite weak market volumes, commercial activity was resilient, particularly for flow and structured products.

Fixed Income, Currencies & Commodities posted revenues of EUR 1,469 million in H1 12, up
+18.6%[(1)] year-on-year, in a market environment that was buoyant in Q1 and more unstable

[(1)] On a like-for-like basis

in Q2. The performance was driven by structured products as well as rates and credit activities which proved resilient during H1.

At EUR 665 million, Financing & Advisory revenues were lower than in H1 11 (-47.2%*) due to the net discount on loans sold and the refocusing announced in autumn 2011 (EUR -385 million in H1 12). When restated for these items, the negative impact on revenues was less (-19% vs. H1 11)., Revenues were driven by the excellent performance of structured financing, natural resources and infrastructure in particular. Meanwhile, issuance activities posted solid results despite lower volumes during H1. Primary bond activity recorded its best performance in Q1 2012 since Q3 2009. SG CIB also consolidated its positioning in primary equity activity, ranking No. 8 in "EMEA equity and equity related issuances" (Thomson Financial) with a market share of 5.0% in H1 12. Finally, the business line played a leading role in several deals in H1 12. In particular, SG CIB was joint global coordinator/joint bookrunner in Peugeot SA's EUR 1 billion new share issuance. SG CIB was also involved as a joint bookrunner in Unicredit's EUR 7.5 billion capital increase and in Danone's first US dollar bond issuance, confirming Corporate and Investment Banking's expansion in this segment.

Legacy assets' contribution to revenues was EUR -169 million in H1 12. The policy to reduce this portfolio continued, with a EUR 4.3 billion decline in outstandings in nominal terms (EUR 3.1 billion of disposals and EUR 1.2 billion of amortisation).

Corporate and Investment Banking's operating expenses totalled EUR -2,225 million in H1 12, significantly lower (-10.1%* and -10.2% in absolute terms) than in H1 11. They benefited from the initial effects of restructuring and cost adjustment plans introduced at end-2011, and in particular SG CIB's restructuring plan which was completed in Q2. The gross operating income of SG CIB's core activities, excluding the net discount on loans sold, amounted to EUR 1,447 million.

The H1 net cost of risk of core activities was low (19 basis points). Legacy assets' net cost of risk was EUR -153 million in H1 12.

Corporate and Investment Banking's operating income totalled EUR 628 million in H1 12 (vs. EUR 1,356 million in H1 11). The contribution to Group net income was EUR 482 million (vs. EUR 1,040 million in H1 11). When restated for the net discount on loans sold, core activities' contribution to Group net income amounted to EUR 990 million.

SPECIALISED FINANCIAL SERVICES AND INSURANCE

In millions of euros	H1 11	H1 12	Change	
Net banking income	1,744	1,726	-1.0%	-0.8%*
Operating expenses	(928)	(908)	-2.2%	-1.6%*
Gross operating income	**816**	**818**	**+0.2%**	**+0.2%***
Net allocation to provisions	(427)	(334)	-21.8%	-20.5%*
Operating income	**389**	**484**	**+24.4%**	**+22.9%***
Net income from other assets	(2)	(2)	+0.0%	
Net income from companies accounted for by the equity method	9	(7)	NM	
Impairment losses on goodwill	0	0	NM	
Income tax	(111)	(138)	+24.3%	
Net income before minority interests	285	337	+18.2%	
O.w. non controlling Interests	*8*	*7*	*12.5%*	
Net income	**277**	**330**	**+19.1%**	**+17.2%***
Cost/income ratio	53.2%	52.6%		
Average allocated capital	5,152	5,188	+0.7%	

** When adjusted for changes in Group structure and at constant exchange rates*

The **Specialised Financial Services and Insurance** division comprises:

i. Specialised Financial Services **(operational vehicle leasing and fleet management, equipment finance, consumer finance)**,
ii. Insurance **(Life, Personal Protection, Property and Casualty)**.

At EUR 330 million, **Specialised Financial Services and Insurance's** contribution rose +17.2%* vs. H1 2011. This strong performance testifies to the robustness of Insurance activities and the quality of the Specialised Financial Services' operation. Its profitability continued to increase despite resource constraints (capital and liquidity).

Specialised Financial Services and Insurance's operating income came to EUR 484 million in H1, up +22.9%* vs. H1 11.

In H1 2012, **Specialised Financial Services** also increased external funding initiatives, which totalled EUR 2.2 billion over the period. The main realisations consisted in the securitisation of car loans in France and Germany, and the launch of deposit collection in Germany.

Operational vehicle leasing and fleet management enjoyed monitored growth in its fleet, which amounted to approximately 931,000 vehicles at end-June 2012 (+5.8%[(1)] vs. end-June 2011).

New **Equipment Finance** business was down -7.5%* vs. H1 11 at EUR 3.5 billion (excluding factoring) against the backdrop of an economic slowdown. New business margins remained at a healthy level. Outstandings amounted to EUR 18.2 billion excluding factoring, down -1.7%* vs. end-June 2011.

In **Consumer Finance,** new business declined -3.3%* vs. H1 11 to EUR 5.1 billion due to changes in the regulatory environment and a more selective loan approval policy.

[(1)] On a like-for-like basis

Outstandings remained stable over the period at EUR 22.5 billion (+0.2%* vs. end-June 2011).

Specialised Financial Services' net banking income was lower than in H1 11 (-3.2%*) at EUR 1,389 million due to the decline in outstandings. At EUR -780 million, operating expenses were down -3.5%* vs. H1 11 which included restructuring costs (Italy). Gross operating income amounted to EUR 609 million, down -2.9%* vs. H1 11.

Specialised Financial Services' cost of risk improved significantly in H1, going from EUR -427 million in H1 11 (155 basis points) to EUR -334 million (125 basis points) thanks to the recovery in Italy.

The **Insurance** activity posted a solid performance. Gross life insurance inflow declined -9.8%* vs. H1 11 in an unfavourable environment. The performance in France during H1 remained in line with the market, enabling the Insurance activity to maintain its market share. Driven by the development of international activities, personal protection insurance premiums increased +20.1%* vs. H1 11, driven mainly by international activities. Property and Casualty insurance premiums also remained high (+9.1%* vs. H1 11) and testify particularly to the sustained commercial dynamism in the auto segment.

The **Insurance** activity's net banking income totalled EUR 337 million in H1 12, up +11.1%* vs. H1 11.

PRIVATE BANKING, GLOBAL INVESTMENT MANAGEMENT AND SERVICES

In millions of euros	H1 11	H1 12	Change	
Net banking income	1,127	1,086	-3.6%	-6.1%*
Operating expenses	(983)	(956)	-2.7%	-5.5%*
Gross operating income	**144**	**130**	**-9.7%**	**-10.3%***
Net allocation to provisions	(24)	(7)	-70.8%	-72.0%*
Operating income	**120**	**123**	**+2.5%**	**+2.5%***
Net income from other assets	2	10	x5.0	
Net income from companies accounted for by the equity method	62	61	-1.6%	
Impairment losses on goodwill	0	(200)	NM	
Income tax	(27)	(40)	+48.1%	
Net income before minority interests	157	(46)	NM	
O.w. non controlling Interests	*1*	*2*	*100.0%*	
Net income	**156**	**(48)**	**NM**	**NM***
Cost/income ratio	87.2%	88.0%		
Average allocated capital	**1,684**	**1,838**	**+9.1%**	

** When adjusted for changes in Group structure and at constant exchange rates*

Private Banking, Global Investment Management and Services consists of four activities:

- **i.** Private Banking **(Societe Generale Private Banking),**
- **ii.** Asset Management **(Amundi, TCW)**
- **iii.** Societe Generale Securities Services **(SGSS)**
- **iv.** Brokers **(Newedge).**

Private Banking, Global Investment Management and Services posted a mixed performance in H1 12 in slow and generally declining markets.

Private Banking experienced a decline in H1 12 revenues of -11.6%* year-on-year following an operating loss recorded in Asia. When restated for this one-off loss, revenues were down -7.5%. At EUR 85.6 billion at end-June 2012, the level of assets under management fell -1% vs. end-June 2011 (EUR 86.1 billion), in line with the decline in the financial markets.

Global Investment Management and Services' results were underpinned by a good commercial momentum in H1. Newedge maintained its leadership position with a H1 market share that was stable year-on-year at 11.7%. Finally, TCW 's **Asset Management** activity posted a good performance, resulting in 9 funds obtaining a *Morningstar* rating of 4 stars or more at end-June 2012. The "*MetWest Total Return Bond Fund*" is ranked No. 2 in the United States in the 10 and 15 year intermediate-term bond segment (among more than 600 players).

At EUR 1,086 million in H1, the division's revenues were down -6.1%* year-on-year (-3.6% in absolute terms). At EUR -956 million, operating expenses fell -5.5%* over the same period (-2.7% in absolute terms), reflecting the businesses' operating efficiency efforts. Gross operating income amounted to EUR 130 million, down -10.3%* vs. H1 11 (-9.7% in absolute terms). The division's contribution to Group net income came to EUR -48 million, vs. EUR 156 million in H1 11, due to the goodwill write-down related to the TCW subsidiary (EUR -200 million) in order to take account of the unfavourable trend in the asset management market.

Private Banking

In millions of euros	H1 11	H1 12	Change	
Net banking income	414	374	-9.7%	-11.6%*
Operating expenses	(310)	(305)	-1.6%	-4.7%*
Gross operating income	**104**	**69**	**-33.7%**	**-33.0%***
Net allocation to provisions	(11)	(1)	-90.9%	-91.7%*
Operating income	**93**	**68**	**-26.9%**	**-25.3%***
Net income from other assets	0	0	NM	
Net income from companies accounted for by the equity method	0	0	NM	
Impairment losses on goodwill	0	0	NM	
Income tax	(18)	(18)	-0.0%	
Net income before minority interests	75	50	-33.3%	
O.w. non controlling Interests	*1*	*0*	*-100.0%*	
Net income	**74**	**50**	**-32.4%**	**-30.6%***
Cost/income ratio	74.9%	81.6%		
Average allocated capital	**626**	**666**	+6.4%	

** When adjusted for changes in Group structure and at constant exchange rates*

The business line recorded a positive inflow of EUR +0.1 billion in H1 and consolidated its assets under management (EUR 85.6 billion at end-June 2012 vs. EUR 86.1 billion at end-June 2011). This included a “market” effect of EUR -0.1 billion, a “currency” impact of EUR +1.0 billion and a “structure” effect of EUR -0.3 billion.

At EUR 374 million, the business line’s revenues declined -11.6%*, but only -7.5% excluding the operating loss in Asia, vs. H1 11. At EUR -305 million, operating expenses were 4.7%* lower year-on-year. As a result, gross operating income totalled EUR 69 million (vs. EUR 104 million in H1 11). The business line’s contribution to Group net income amounted to EUR 50 million (vs. EUR 74 million in H1 11).

Asset Management

In millions of euros	H1 11	H1 12	Change	
Net banking income	169	159	-5.9%	-12.6%*
Operating expenses	(165)	(146)	-11.5%	-17.0%*
Gross operating income	**4**	**13**	**x3.2**	**NM***
Net allocation to provisions	0	1	NM	NM*
Operating income	**4**	**14**	**x3.5**	**NM***
Net income from other assets	0	0	NM	
Net income from companies accounted for by the equity method	62	61	-1.6%	
Impairment losses on goodwill	0	(200)	NM	
Income tax	(1)	(5)	x5.0	
Net income before minority interests	65	(130)	NM	
O.w. non controlling Interests	*0*	*1*	*NM*	
Net income	**65**	**(131)**	**NM**	**NM***
Cost/income ratio	97.6%	91.8%		
Average allocated capital	**474**	**478**	+0.8%	

** When adjusted for changes in Group structure and at constant exchange rates*

At EUR 101.1 billion, TCW's assets under management increased by EUR +18.4 billion year-on-year. This included an inflow of EUR +2.7 billion, a "market" effect of EUR +1.8 billion, a "currency" impact of EUR +12.5 billion and a "structure" effect of EUR +1.4 billion.

TCW posted a good performance, resulting in 9 funds obtaining a *Morningstar* rating of 4 stars or more at end-June 2012. The "*MetWest Total Return Bond Fund*" is ranked No. 2 in the United States in the 10 and 15 year intermediate-term bond segment (among more than 600 players).

At EUR 159 million, revenues were down -12.6%* (-5.9% in absolute terms) vs. H1 11. The decline was offset by a bigger decline in operating expenses (-17.0%* year-on-year). Gross operating income came to EUR 13 million in H1 12 vs. EUR 4 million in H1 11. The business line's contribution to Group net income came to EUR -131 million (vs. EUR 65 million in H1 11), including a EUR 61 million contribution from Amundi and the EUR -200 million goodwill write-down.

.

Societe Generale Securities Services (SGSS) and Brokers (Newedge)

In millions of euros	H1 11	H1 12	Change	
Net banking income	544	553	+1.7%	+0.4%*
Operating expenses	(508)	(505)	-0.6%	-2.0%*
Gross operating income	**36**	**48**	**+33.3%**	**+33.3%***
Net allocation to provisions	(13)	(7)	NM	NM*
Operating income	**23**	**41**	**+78.3%**	**+78.3%***
Net income from other assets	2	10	x5.0	
Net income from companies accounted for by the equity method	0	0	NM	
Impairment losses on goodwill	0	0	NM	
Income tax	(8)	(17)	x 2,1	
Net income before minority interests	17	34	+100.0%	
O.w. non controlling Interests	*0*	*1*	*NM*	
Net income	**17**	**33**	**+94.1%**	**x 2,2***
Cost/income ratio	93.4%	91.3%		
Average allocated capital	**584**	**694**	+18.8%	

** When adjusted for changes in Group structure and at constant exchange rates*

Securities Services' outstanding assets under custody were down -3.0% and assets under administration were down -6.8% vs. end-June 2011. In a durably challenging market environment, the **Broker** activity improved its market share to 11.7% in H1 12 and is ranked No. 2 among Futures Commission Merchants (June 2012).

At EUR 553 million, Securities Services and Brokers posted revenues up +0.4%* vs. H1 11 (+1.7% in absolute terms). The businesses continued with their efficiency measures, which enabled operating expenses to decline -2.0%* vs. H1 11 to EUR -505 million. Operating income and the contribution to Group net income virtually doubled year-on-year to respectively EUR 41 million and EUR 33 million vs. respectively EUR 23 million and EUR 17 million in H1 11.

CORPORATE CENTRE

In millions of euros	H1 11	H1 12	Change
Net banking income	(389)	133	NM
Operating expenses	(119)	(90)	-24.4%
Gross operating income	**(508)**	**43**	**NM**
Net allocation to provisions	(401)	(21)	NM
Operating income	**(909)**	**22**	**NM**
Net income from other assets	(6)	(15)	n/s
Net income from companies accounted for by the equity method	(2)	1	NM
Impairment losses on goodwill	0	0	NM
Income tax	290	(13)	NM
Net income before minority interests	(627)	(5)	-99.2%
O.w. non controlling Interests	*79*	*94*	*+19.0%*
Net income	**(706)**	**(99)**	**-86.0%**

The **Corporate Centre's** gross operating income totalled EUR +43 million in H1 12 (vs. EUR -508 million in H1 11).

It includes, in particular:

- the revaluation of the Group's own financial liabilities, amounting to EUR +25 million;
- the revaluation of credit derivative instruments used to hedge corporate loan portfolios, amounting to EUR -19 million;
- systemic tax, implemented in France and the UK, amounting to EUR -41.7 million.

The contribution to Group net income was EUR -99 million in H1 vs. EUR -706 million in H1 11 (H1 11 saw the booking of initial provisions to cover Greek sovereign risk).

CONCLUSION

With book Group net income of EUR +1,165 million in H1 12, for underlying[1] Group net income of EUR +1,966 million in H1 12, Societe Generale provided further evidence of the resilience of its businesses in an ongoing turbulent and sluggish environment in 2012.

With a cost of risk under control, the Group is confident of its ability to generate capital in a consistent and sustained manner. It has equipped itself with the means to achieve its ambitions through a cost-cutting programme, notably in Corporate and Investment Banking. The full effects of this programme will begin to be felt from H2 2012.

The disciplined implementation of the transformation strategy under way since 2010, bolstered by the quality of its franchises and a rigorous cost management policy, has helped Societe Generale achieve another important milestone in the construction of a Basel 3 Core Tier One ratio of more than 9% by end-2013, without a capital increase. It will also be able to confidently approach the next regulatory deadlines.

---

(1) Underlying income: excluding non-economic and non-recurring items and legacy assets.

3.4 The Group's financial structure

Group shareholders' equity totalled EUR 48.7 billion(1) at June 30th, 2012 and tangible net asset value per share was EUR 46.75 (i.e. net asset value per share of EUR 56.75, including EUR -0.05 of unrealised capital losses). The Group acquired 20.46 million Societe Generale shares in H1 12 under the liquidity contract concluded on August 22nd, 2011. Over this period, Societe Generale also proceeded to dispose of 18.93 million shares through the same liquidity contract.

All in all, at end-June, 2012, Societe Generale possessed 29.1 million shares (including 9.0 million treasury shares), representing 3.73% of the capital (excluding shares held for trading purposes). At this date, the Group also held 3.1 million purchase options on its own shares to cover stock option plans allocated to its employees.

The Group's **funded balance sheet**, after the netting of insurance, derivatives, repurchase agreements and accruals, totalled EUR 658 billion at June 30th, 2012, down EUR -25 billion vs. end-June 2011 and up EUR +22 billion vs. December 31st, 2011. EUR 13 billion of the increase originates, on the liability side, from the growth in customer deposits, with the Group's long-term refinancing progressing by EUR 7 billion and shareholders' equity by EUR 2 billion in H1 12. On the asset side, the increase relates mainly to central bank sight deposits and sight deposits with credit institutions, for around EUR 20 billion.

Shareholders' equity, customer deposits and medium/long-term resources represented EUR 538 billion, or approximately 82% of the total of the funded balance sheet, sharply higher year-on-year (75% at end H1 11). They represented 111% of the Group's long-term uses of funds, which were slightly lower over the period (-2% vs. December 31st, 2011 and June 30th, 2011), with the surplus of long-term sources vs. long-term uses of funds amounting to EUR 53 billion at end-June 2012.

At 114%, the **loan/deposit ratio** improved by 7 points vs. end-2011 and by 8 points vs. Q2 11.

These developments underline the efforts made to reinforce the Group's stable **resources** through an active policy to promote **customer deposit inflow** (up approximately 4% both vs. the end-2011 and H1 2011, at EUR 349 billion, driven by the 10.1% rise in sight deposits during H1 2012) as well as the success of the strategy to extend the maturities of refinancing sources.

The Group's **medium/long-term debt issuance** has enabled it to fulfil the objectives of its refinancing programme for 2012 (between EUR 10 billion and EUR 15 billion). As of July 23rd, 2012, the Group had raised EUR 14.2 billion of debt since the beginning of the year. The average maturity of debt issued since January 1st, 2012 was 6.7 years(3), for an average cost of around 168 basis points above the 6-month Euribor rate. The Group intends to continue to issue debt in 2012, depending on market opportunities. The liquid asset buffer(2) now amounts to 99% of the Group's short-term debt. This ratio was 69% at June 30th, 2011.

Shareholders' equity increased +3% vs. end-2011 to EUR 53 billion.

---

(1) This figure includes notably (i) EUR 5.4 billion of deeply subordinated notes, EUR 0.5 billion of undated subordinated notes and (ii) EUR -0.05 billion of net unrealised capital losses.

(2) Central bank deposits and central bank eligible assets.

(3) Excluding CNH securitisations and bond issuance.

The Group’s **risk-weighted assets** were lower in H1 at EUR 342.5 billion (EUR 349.3 billion at end-2011, i.e. -1.9% in H1).

Changes in **risk-weighted assets excluding legacy assets** (EUR -4.9 billion in H1) reflect the transformation under way in the Group with, in particular, a 6.7% decline in the outstandings of Corporate and Investment Banking’s core activities during H1 (underpinned by the 12.5% decline in outstandings allocated to market risk, reflecting the decline in the Group’s risk appetite in an unstable market environment). Specialised Financial Services’ resource constraints resulted in an overall decline of -1.1% in their risk-weighted assets in H1.

In accordance with the deleveraging strategy adopted for several quarters, the risk-weighted assets of Corporate and Investment Banking’s **legacy asset** portfolio continued to decline significantly (-9.3% in H1, or EUR -1.9 billion).

The Group’s Tier 1 ratio was 11.6% at June 30th, 2012 (10.7% at end-2011), while the Core
Tier 1 ratio, which was 9.0% at December 31st, 2011, under “Basel 2.5” and calculated according to European Banking Authority (EBA) rules, amounted to 9.9% at end-June 2012, representing an increase of +51 basis points in Q2 and +85 basis points in six months. The increase is mainly due to capital generation in H1 (+41 basis points, Group net income, net of the dividend provision after the impact of the capital increase reserved for employees) and actions undertaken to optimise the legacy asset portfolio and dispose of lines in Corporate and Investment Banking’s credit portfolio (+24 basis points), while the resource constraints imposed on the businesses reduced their capital consumption by -14 basis points during H1.

The Group is rated A2 by Moody’s, A by S&P and A+ by Fitch.

3.5 Significant new products or services

In accordance with Societe Generale Group's innovation strategy, numerous new products were launched in the first half of 2012, the most significant of which are listed below

Business division		New product or service
French Networks	SG	Acceptance of CUP cards (Chinese cards with 2 million cardholders) and Diner/Discover cards for retail customers and hoteliers
	SG	Additional health cover for PROs. - Additional health cover without a medical questionnaire, with no waiting time or excess, at an attractive price. - personal diagnosis carried out in the branch. - enhanced optional optical and/or dental guarantees according to customer needs. cover for the whole family Policy eligible for tax relief under the Madelin law. Services/guarantees aimed at Pros (help with returning to work, hospital cover as from the 1st formula, etc.). A bonus to reward customer loyalty
	SG	Local investment funds: investment in SMEs(1) located in geographical regions specific to each of the local investment funds (divided into 5 regions)
	BRS	Introduction of new alerts (May 30, 2012): Boursorama has introduced more than twenty alerts, sent to customers by e-mail or sms to facilitate the monitoring of their accounts
International retail banking	Current account in Chinese Yuan (January 2012 ; KB – Czech Republic)	New current accounts allowing to make payments directly in Yuan and allowing significant simplification in the area of non-cash payments with current accounts in Chinese Yuan (renminbi) for clients who have focused their business activities on China.
	Saving products (February 2012 ; SKB – Slovenia)	In cooperation with Generali Insurance Company Slovenia, SKB launched 2 new saving products in a package consisting of one bank and one non-bank product with different possible combinations: savings account or term deposit 'Double Plus' with Unit-linked life insurance Generali GaranT (investment fund).
	Accident insurance linked to individuals' term deposits (April 2012 ; SGSB - Croatia)	New savings product launched by SGSB with Societe *Generale Insurance, aiming to increase Bank revenues from commissions on insurance premiums as well as to increase the volume of retail term deposits by offering a fresh new savings option.*
	Deposit account « Etalon + » (April 2012 ; Rosbank – Russia)	*New "Etalon+" deposit account, with a fixed interest rate of 5.5% p.a. in RUB and 3% p.a. in EUR and USD. The minimum deposit amount is RUB 1,000 or USD/EUR 100; making this offer the most affordable investment tool among all classes of bank customers.*

Business division		New product or service
Corporate and investment banking	**Euro Premium**	Launch of the Euro Premium, an open-ended UCITS 4 Fund. The Euro Premium Fund investment objective is to provide an exposure to both the Euro STOXX 50® Net TR Index performance and to a systematic strategy reducing the downside risk by buying over the counter put options linked to the Index EURO STOXX 50® Price Return while selling over the counter call options linked to the same index
	SGI Vol Invest Index	Launch of the SGI Vol Invest Index. The main objective of the SGI Vol Invest Index is to provide investors with an efficient instrument for equity hedging strategies, by taking a net long exposure to the implied volatility of the S&P 500 Index through VIX futures, while mitigating the typical cost of carrying this position
	New Issuance Programme in Mexico	The Mexican Regulators approved Societe Generale's new Issuance Programme for Mexico. The local entity, SGFP Mexico, is now fully operational and able to issue Structured and Vanilla Notes to service the Mexican institutional investor market
Specialised Financial Services and Insurance	**Car Insurance (Insurance – Russia)**	Launch of a car insurance offering in Russia at end-March for customers of the SG consumer finance subsidiary taking out a car loan (for new or used cars). The product covers vehicle damage and theft.
	Additional Health offering (Insurance – France)	National launch at the beginning of April of the Health offering (additional insurance) in the Professional market. The offering proposes: a choice of 4 formulas and 2 enhancements, and substantial assistance in the event of hospitalisation, immediate cover (no waiting period or excess, no documentary evidence required when joining).
	ALD Invoice (ALD Automotive – Belgium)	Launch of an electronic invoicing service. This free service enables customers to receive their monthly invoices directly via their e-mail. A platform is also available to allow customers to consult and download invoices over an 18-month period. This offering is also part of a socially and environmentally responsible approach.
	6-wheel vehicle leasing (ALD Automotive – Netherlands)	Launched in April, this offering combines the leasing of an electric car and scooter. In an urban environment, this offering helps reduce petrol consumption and facilitates parking. Possibility also of renting an electric 2-wheel vehicle directly.
	Deposit collection (SG Equipment Finance – Germany)	Launch of a bank deposit offering by Gefa in Germany in April.
	Innovative online payment offering (SG Consumer Finance – Germany)	Launch of a credit card with the partner Billpay, an innovative online payment service provider, at end-June. This credit card offers an attractive system of advantages: with each purchase, the customer earns credits on future purchases with an extensive network of brands. Moreover, each new customer is offered EUR 250 of Billpay credits.
Private Banking, Global Investment Management and Services	**Private Banking – Issuer Service**	Societe Generale Private Banking has launched a unique and innovative service enabling its private clients, as individual investors, to gain access to the general and financial management of major listed French companies, in the same way as institutional investors.

3.6 Major investments in H1 2012

The Group made no significant acquisition or disposal in H1 2012:

3.7 Analysis of the consolidated balance sheet

Assets (in billions of euros)	**June 30, 2012**	December 31, 2011	% change
Cash, due from central banks	57.0	44.0	+30%
Financial assets measured at fair value through profit and loss	472.3	422.5	+12%
Hedging derivatives	14.0	12.6	+11%
Available-for-sale financial assets	125.9	124.7	+1%
Due from banks	87.6	86.5	+1%
Customer loans	360.5	367.5	-2%
Lease financing and similar agreements	29.6	29.3	+1%
Revaluation differences on portfolios hedged against interest rate risk	3.9	3.4	+15%
Held-to-maturity financial assets	1.3	1.5	-12%
Tax assets and other assets	68.1	61.0	+12%
Non-current assets held for sale	0.2	0.4	-46%
Deferred profit-sharing	0.6	2.2	-74%
Tangible, intangible fixed assets and other	25.7	25.8	-0%
Total	**1,246.7**	1,181.4	+6%

Liabilities (in billions of euros)	**June 30, 2012**	December 31, 2011	% change
Due to central banks	2.2	1.0	x 2.3
Financial liabilities measured at fair value through profit and loss	429.6	395.2	+9%
Hedging derivatives	13.8	12.9	+7%
Due to banks	113.7	111.3	+2%
Customer deposits	348.5	340.2	+2%
Securitised debt payables	117.0	108.6	+8%
Revaluation differences on portfolios hedged against interest rate risk	5.2	4.1	+26%
Tax liabilities and other liabilities	70.0	60.7	+15%
Non-current liabilities held for sale	0.2	0.3	-38%
Underwriting reserves of insurance companies	84.1	83.0	+1%
Provisions	2.3	2.5	-6%
Subordinated debt	7.2	10.5	-32%
Shareholders' equity	48.7	47.1	+4%
Non controlling Interests	4.2	4.0	+5%
Total	**1,246.7**	1,181.4	+6%

3.7.1 Main changes in the consolidated balance sheet

At June 30, 2012, the Group's consolidated balance sheet totalled EUR 1,246.7 billion, up EUR 65.3 billion (+5.5%) vs. December 31, 2011 (EUR 1,181.4 billion). Changes in the exchange rate impacted the balance sheet as follows: EUR +7.6 billion for the US Dollar, EUR +1.0 billion for the Pound Sterling and EUR +0.2 billion for the Australian Dollar.

The main changes to the consolidation scope at June 30, 2012 compared with the scope applicable at the closing date of December 31, 2011, are as follows :

- The Group sold its stake in Capital Credit Comradeship Bank (Joint Stock Company), previously fully consolidated through Rusfinance SAS.

In accordance with IFRS 5 *Non-current receivables held for sale and discontinued operations,* the main items classified in *Non-current assets and liabilities held for sale* are shares in the private equity activities and assets and liabilities relating to Consumer finance activities.

3.7.2 Changes in major consolidated balance sheet items

Cash and due from central banks (EUR 57.0 billion at June 30, 2012) increased by 13.0 MEUR (+29.6%) vs. December 31, 2011.

Financial assets at fair value through profit or loss (EUR 472.3 billion at June 30, 2012) increased by EUR 49.8 billion (+11.8%) vs. December 31, 2011, including a EUR +3.5 billion Dollar effect, a EUR +0.4 billion Pound Sterling effect. The trading portfolio (EUR 194.8 billion at June 30, 2012) increased by EUR 47.2 billion, including EUR +15.5 billion for bonds and other debt securities, EUR +8.0 billion for the shares and other equity securities and EUR +23.7 billion for other financial assets. Trading derivatives (EUR 242.9 billion at June 30, 2012) increased by EUR 1.1 billion, including EUR +15.3 billion for interest rate instruments, EUR -4.8 billion for foreign exchange instruments, EUR -1.4 billion for equity and index instruments, EUR -0.2 billion for commodity instruments and EUR -7.8 billion for credit derivatives. The financial assets measured using fair value option through P&L (EUR 34.6 billion at June 30, 2012) increased by EUR 1.5 billion.

Financial liabilities at fair value through profit or loss (EUR 429.6 billion at June 30, 2012) increased by EUR 34.4 billion (+8.7%) vs. December 31, 2011, including a EUR +3.0 billion Dollar effect and a EUR +0.6 billion Pound Sterling effect. Trading portfolio (EUR 171.5 billion at June 30, 2012) increased by EUR 33.3 billion, including EUR +1.5 billion for securitised debt payables, EUR +11.7 billion for amounts payable on borrowed securities, EUR +1.6 billion for bonds and other debt instruments sold short, EUR +0.2 billon for the shares and other equity instruments sold short portfolio and EUR +18.3 billion for other financial liabilities. Trading derivatives (EUR 240.3 billion at June 30, 2012) increased by EUR 0.9 billion, including EUR +14.5 billion for interest rate instruments, EUR -4.4 billion for foreign exchange instruments, EUR -0.5 billion for equity and index instruments, EUR -0.9 billion for commodity instruments and EUR -7.8 billion for credit derivatives. Financial liabilities measured using fair value option through P&L (EUR 17.8 billion at June 30, 2012) increased by EUR 0.2 billion.

Customer loans, including securities purchased under resale agreements, amounted to EUR 360.5 billion at June 30, 2012, down EUR 7.0 billion (-1.9 %) vs. December 31, 2011, including a EUR +1.6 billion Dollar effect.

This change mainly reflects as follows:

- a rise in trade notes of EUR 0.8 billion;
- a decrease in short-term loans of EUR 5.8 billion;
- a decrease in equipment loans of EUR 2.7 billion;
- a rise in housing loans of EUR 1.5 billion;
- a decrease in other loans of EUR 3.1 billion;
- a rise in overdrafts of EUR 2.8 billion;
- a rise in impairment of individually impaired loans of EUR 1.0 billion.

Customer deposits, including securities sold to customers under repurchase agreements, amounted to EUR 348.5 billion at June 30, 2012, up EUR 8.3 billion (+2.5%) vs. December 31, 2011, including a EUR +2.0 billion Dollar effect. This change is mainly due to the increase in regulated savings accounts of EUR 5.2 billion, the EUR 13.8 billion rise in other demand deposits and the EUR 1.6 billion fall in other term deposits. Securities sold to customers under repurchase agreements decreased by EUR 9.3 billion.

Due from banks, including securities purchased under resale agreements, amounted to EUR 87.6 billion, up by EUR 1.1 billion (+1.4%) vs. December 31, 2011, including a EUR +0.5 billion Dollar effect. This change is mainly attributable to the EUR 5.1 billion increase in current accounts, to the EUR 1.1 billion increase in overnight deposits and loans and others, to the EUR 7.4 billion increase in term deposits and loans and the EUR 12.5 billion decrease in securities purchased under resale agreements.

Due to banks, including securities sold under repurchase agreements, amounted to EUR 113.7 billion at June 30, 2012, up by EUR 2.4 billion (+2.2%) vs. December 31, 2011, including a EUR +1.0 billion Dollar effect. This change is mainly due to the EUR 3.7 billion increase in demand and overnight deposits and to the EUR 8.9 billion decrease in term deposits and the EUR 7.2 billion increase in securities sold under repurchase agreements.

Available-for-sale financial assets totalled EUR 125.9 billion at June 30, 2012, up EUR 1.2 billion (+0.9%) vs. December 31, 2011, including a EUR +0.7 billion Dollar effect. This change is the result of the EUR 1.7 billion decrease in bonds and other debt securities and the EUR 2.9 billion increase in shares and other equity securities.

Securitised debt payables totalled EUR 117.0 billion at June 30, 2012, up to EUR 8.4 billion
(+7.7%) vs. December 31, 2011. This change is the result of the EUR 2.7 billion increase in bond borrowings and a EUR 5.5 billion rise in interbank certificates and negotiable debt instruments.

Shareholders' equity Group share stood at EUR 48.7 billion at June 30,2012 vs. EUR 47.1 billion at December 31, 2011. This change mainly reflects the following:

- net income for the half year (at June 30, 2012) : EUR +1.2 billion;

After taking into account non-controlling interests (EUR 4.2 billion), Group shareholders' equity amounted to EUR 52.9 billion at June 30, 2012.

At June 31,2012, Group shareholders' equity contributed to a Basel 2 solvency ratio of 11.9%. The Tier 1 capital ratio represented 11.6%, with total weighted commitments of EUR 342.5 billion.

3.7.3 Group debt policy

The Societe Generale Group’s debt policy is designed not only to ensure financing for the growth of the core businesses’ commercial activities and debt renewal, but also to maintain repayment schedules that are compatible with the Group’s ability to access the market and its future growth.

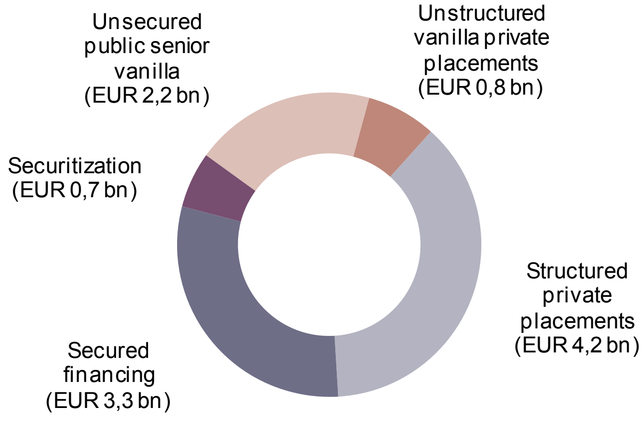
The Group’s debt policy is based on 2 principles:

- firstly, maintaining an active policy of diversifying the Societe Generale Group’s sources of refinancing in order to guarantee its stability: based on the economic balance sheet at June 30, 2012, customer deposits accounted for 27.9% of the Group’s liabilities while debt instruments, interbank transactions and funds generated through the refinancing of securities portfolios amounted to EUR 428.9 billion (or 34.3% of Group liabilities). The balance of the Societe Generale Group’s liabilities comprises shareholders’ equity, other financial accounts, provisions and derivative instruments;
- secondly, managing the breakdown of its debt to ensure that it is consistent with the assets’ maturity profile in order to maintain a balanced consolidated balance sheet and minimize its mismatch risk.

Accordingly, the Group’s long-term financing plan, implemented gradually and in a coordinated manner during the year based on a non-opportunistic issue policy, is designed to maintain a surplus liquidity position over the medium/long-term.

During the first semester of 2012, the liquidity raised under the 2012 financing programme amounted to EUR 11.2 billion in senior debt. The refinancing sources break down as EUR 2.2 billion of unsecured public senior plain vanilla issues, EUR 0.8 billion of unstructured vanilla private placements, EUR 4.2 billion of structured placements, EUR 3.3 billion of secured financing (EUR 0.6 billion via CRH and EUR 2.7 billion through SG SFH) and EUR 0.7 billion through a securitization.

2012 FINANCING PROGRAMME: EUR 11.2 BILLION issued over the first semester



3.8 Property and equipment

The gross book value of the Societe Generale Group's tangible fixed assets amounted to EUR 24.7 billion at June 30, 2012. This figure essentially comprises land and buildings (EUR 4.8 billion), assets rented out by specialized financing companies (EUR 13.9 billion) and other tangible assets (EUR 6 billion).

The gross book value of the Societe Generale Group's investment property amounted to EUR 551 million at June 30, 2012.

The net book value of the Societe Generale Group's tangible fixed assets and investment property amounted to EUR 15.5 billion, representing just 1.24 % of the consolidated balance sheet at June 30, 2012. Due to the nature of the Group's activities, the weighting of property and equipment in overall assets is low.

3.9 Main risks and uncertainties over the next 6 months

Societe Generale continues to be subject to the usual risks and risks specific to its business, as mentioned in chapter 9 of the Registration Document filed on March 2, 2012 and in its update filed on May 7, 2012.
Global economic growth is likely to be limited: the growth of developed countries is expected to remain significantly weakened and emerging market economies in turn are likely to be gradually affected. Moreover, the increased uncertainty can be explained by the renewed tensions affecting public debt markets on the periphery of the euro zone, and also by the risk concerning US growth caused by the scheduled expiry of important measures to support activity and whose renewal, even partial, is still being debated in Congress. More specifically, the Group could be affected by:

- the increase in default rates in Southern European countries due to their relapse into recession, notably under the weight of austerity plans and tougher financing conditions;
- a deepening and expanding euro zone crisis, especially if the European and Spanish authorities fail to stabilise the situation in Spain, and particularly regarding its banking system. In this case, Central European countries could also be affected;
- an acceleration in the downward trend of the housing market in France.

The Group also remains sensitive to any deterioration in the residential and commercial real estate market in the United States and the monoline counterparty risk.

4 - Chapter 5 : Corporate governance

4.1 General Meeting of Shareholders held on May 22, 2012

4.1.1 Extract from the press release dated May 22, 2012

The quorum was established at 59.14% vs. 60.49 % in 2011:

- 841 shareholders attended the Annual General Meeting,
- 438 shareholders were represented,
- 5,407shareholders voted by post,
- 6,018 shareholders, representing less than 2.6% of the capital, gave their proxy to the Chairman.
- More than 30% of the votes have been posted on the Internet before the Annual General Meeting.

All the resolutions put forward by the Board of Directors were adopted, in particular:

- the 2011 parent company and consolidated financial statements were approved,
- two directors were renewed for a period of four years: Michel Cicurel and Nathalie Rachou,
- two new directors were appointed for a period of four years: Yann Delabrière and Thierry Martel,
- Deloitte et Associés and Ernst & Young were appointed as statutory auditors for a period of six financial years.

4.2 Board of Directors and General management

4.2.1 Extract from the press release dated May 22, 2012

At the suggestion of the Nomination and Corporate Governance Committee, the Board of Directors appointed Jean-Bernard Lévy as a member of the Nomination and Corporate Governance Committee and Compensation Committee in the place of Luc Vandevelde.

These committees comprise four directors, three of whom are independent: Cicurel, Folz (Chairman), Lévy and Wyand (non-independent).

4.2.2 Composition of the Board of Directors since May 22, 2012

Chairman Frédéric OUDÉA

Vice-Chairman Anthony WYAND

Directors

- Robert CASTAIGNE
- Michel CICUREL
- Yann DELABRIERE
- Jean-Martin FOLZ
- Kyra HAZOU
- Jean-Bernard LEVY
- Ana Maria LLOPIS RIVAS
- Élisabeth LULIN
- Thierry MARTEL
- Gianemilio OSCULATI
- Nathalie RACHOU

Directors elected by employees

- France HOUSSAYE
- Béatrice LEPAGNOL

Non-voting director Kenji MATSUO

4.2.3 Composition of Board Committees

Audit, Internal Control and Risk Committee

- Anthony WYAND, Chairman, Robert CASTAIGNE, Élisabeth LULIN, Gianemilio OSCULATI, Nathalie RACHOU.

Compensation Committee

- Jean-Martin FOLZ, Chairman, Michel CICUREL, Jean-Bernard LEVY, Anthony WYAND.

Nomination and Corporate Governance Committee

- Jean-Martin FOLZ, Chairman, Michel CICUREL, Jean-Bernard LEVY, Anthony WYAND.

4.2.4 Composition of Executive Committee since July 15, 2012

Frédéric OUDEA
Chairman and Chief Executive Officer

Séverin CABANNES
Deputy Chief Executive Officer

Jean-François SAMMARCELLI
Deputy Chief Executive Officer

Bernardo SANCHEZ INCERA
Deputy Chief Executive Officer

Bertrand BADRE
Group Chief Financial Officer

Caroline GUILLAUMIN
Head of Group Communication

Didier HAUGUEL
Head of Specialised Financial Services and Insurance

Edouard-Malo HENRY
Head of Group Human Resources

Jean-Louis MATTEI
Head of International Retail Banking

Françoise MERCADAL-DELASALLES
Group Head of Corporate Resources and Innovation Chairman

Benoit OTTENWAELTER
Group Chief Risk Officer

Jacques RIPOLL
Head of Global Investment Management and Services

Patrick SUET
Corporate Secretary and Group Chief Compliance Officer

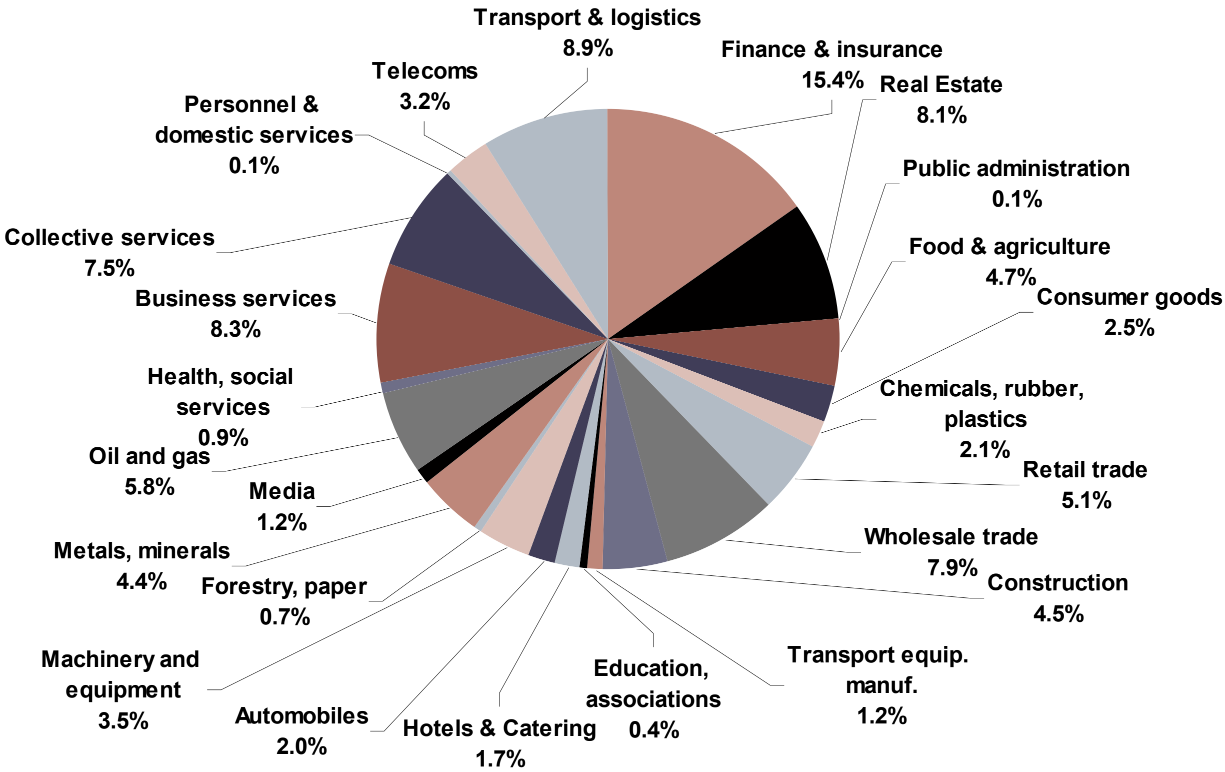
Didier VALET
Head of Corporate and Investment Banking

5.1 Credit portfolio analysis: Credit risk outstandings

The measure adopted for credit exposure in this section is EAD – *Exposure At Default* (balance sheet and off-balance sheet) excluding equity securities, fixed assets and accruals.

As at June 30, 2012, the Group's total EAD amounted to EUR 717 billion (including EUR 569 billion of balance sheet exposure).

■ **Sector breakdown of group corporate outstanding loans at June 30, 2012 (Basel corporate portfolio, EUR 286bn)** [1]



The sectoral diversification of the Corporate portfolio (Large Corporates, SMEs and Specialised Financing) is satisfactory.

[1] *On and off-balance sheet EAD for the Corporate portfolio as defined by the Basel regulations (Big Corporates including Insurance companies, Funds and Hedge funds, SMEs and specialised financing).*

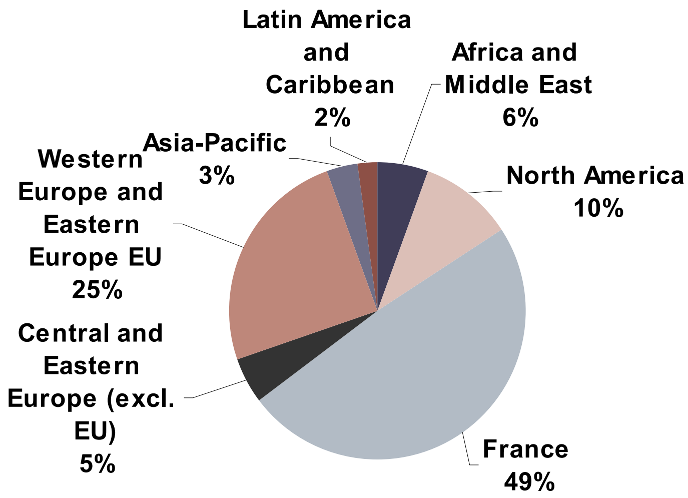
Entire credit risk (debtor, issuer and replacement risk for all portfolios, excluding fixed assets and accruals)

As at June 30, 2012, the Corporate portfolio amounted to EUR 286 billion (balance sheet and off-balance sheet exposure measured in terms of EAD). Financial Activities is the only sector to represent more than 10% of the portfolio.

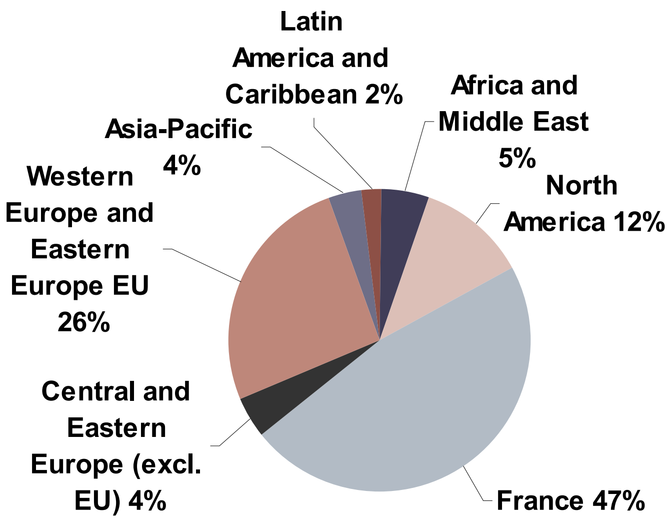
The Group's exposure to its top ten Corporate counterparties represents 4.6% of this portfolio.

- **Geographic breakdown of group credit risk outstanding at June 30, 2012 (all clients included))**

ON-BALANCE SHEET (EUR 569 BILLION IN EAD[(2)]):



ON-BALANCE SHEET AND OFF-BALANCE SHEET COMMITMENTS (EUR 717 BILLION IN EAD[(2)]):



[(2)] Entire credit risk (debtor, issuer and replacement risk for all portfolios, excluding fixed assets, equities and accruals)

5.2 Specific financial information – fsf recommendations for financial transparency

UNHEDGED CDOs EXPOSED TO THE US RESIDENTIAL MORTGAGE SECTOR

In EUR bn	CDO Super senior & senior tranches	
	L&R Portfolio	**Trading Portfolio**
Gross exposure at December 31, 2011 (1)	**5.55**	**1.73**
Gross exposure at June 30, 2012 (1) (2)	**5.40**	**1.65**
Nature of underlying	**high grade / mezzanine (4)**	**high grade / mezzanine (4)**
Attachment point at December 31, 2011	3%	4%
Attachment point at June 30, 2012 (3)	4%	0%
At June 30, 2012		
% of underlying subprime assets	49%	78%
o.w. 2004 and earlier	*7%*	*33%*
o.w. 2005	*37%*	*34%*
o.w. 2006	*4%*	*0%*
o.w. 2007	*1%*	*10%*
% of Mid-prime and Alt-A underlying assets	7%	9%
% of Prime underlying assets	15%	6%
% of other underlying assets	29%	8%
Total impairments and writedowns Flow in H1 12	-2.00 *(o.w. 0 in H1 12)*	-1.43 *(o.w. -0.11 in H1 12)*
Total provisions for credit risk Flow in H1 12	-2.23 *(o.w. -0.14 in H1 12)*	—
% of total CDO write-downs at June 30, 2012	**78%**	**87%**
Net exposure at June 30, 2012 (1)	**1.17**	**0.22**

(1) Exposure at closing price
(2) The decrease in L&R and trading outstandings vs. 31/12/11 is mainly due to the removal from the scope of CDOs that were dismantled.
(3) The change in attachment points results:
- upwards: from early redemptions at par value
- downwards: from defaults of some underlying assets

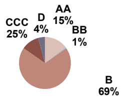
(4) 29% of the gross exposure classified as L&R and 83% of the gross exposure classified as trading relates to mezzanine underlying assets

PROTECTION PURCHASED TO HEDGE EXPOSURES TO CDOs AND OTHER ASSETS

- From monoline insurers

In EUR bn	Dec. 31, 2011	Jun. 30, 2012			
	Fair value of protection before value adjustments	Fair value of protection before value adjustments	Fair value of hedged instruments	Gross notional amount of protection purchased	Gross notional amount of hedged instruments
Protection purchased from monoline insurers					
against CDOs (US residential mortgage market)	1,26	1,27	0,51	1,78	1,78
against CDOs (excl. US residential mortgage market)	0,32	0,34	1,16	1,50	1,50
against corporate credits (CLOs)	0,27	0,17	2,37	2,54	2,54
against structured and infrastructure finance	0,18	0,21	1,10	1,40	1,23
Other replacement risks	0,36	0,27			
Fair value of protection before value adjustments	2,39	2,26			
Value adjustments for credit risk on monoline insurers (booked under protection) (1)	-1,28	-1,31			
Net exposure to credit risk on monoline insurers	1,11	0,95			
Nominal amount of hedges purchased (1) (2)	-1,06	-0,79			

Fair value of protection before value adjustments at Jun. 30, 2012



Lowest rating given by Moody's or S&P at June 30, 2012
AA : Assured Guaranty
BB : Syncora Capital Assurance
B : MBIA, Radian,
CCC : CIFG
D : Ambac

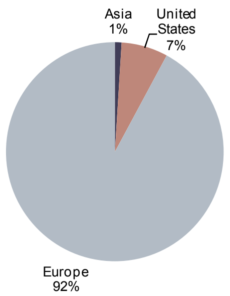
(1) As of Q4 11, value adjustments for credit risk on monoline insurers include a cash collateral that was previously presented with the nominal amount of hedges purchased.
(2) As of Q4 11, the marked-to-market value of CDS purchased as hedges is no longer neutralised on the income statement and the value adjustments for credit risk on monoline insurers are calculated based on the fair value of protection.

- From other counterparties
  - **Fair value of protection purchased from other large financial institutions (multiline insurers and international banks): nil following the sale of the hedged instruments**
  - **Other replacement risks (CDPCs): net residual exposure of EUR 0.06bn (for a nominal amount of EUR 3.24bn) after value adjustments for credit risk of EUR 0.01bn**

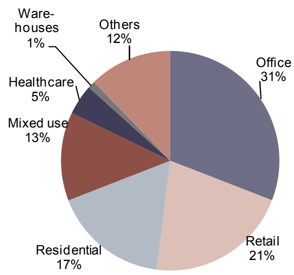
EXPOSURE TO CMBS(1)

In EUR bn	Dec. 31, 2011	June 30, 2012					H1 12		
	Net exposure (2)	Net exposure (2)	Gross exposure (3)		%AAA (4)	%AA & A (4)	Net Banking Income (5)	Cost of Risk	OCI
			Amount	%net exposure					
'Held for Trading' portfolio	0.11	0.04	0.11	39%	3%	12%	- 0.01	-	-
'Available For Sale' portfolio	0.13	0.09	0.15	63%	2%	29%	0.01	- 0.00	0.01
'Loans & Receivables' portfolio	0.97	0.73	0.88	83%	8%	34%	0.03	-	-
'Held To Maturity' portfolio	0.04	0.04	0.04	97%	24%	53%	0.00	-	-
TOTAL	1.26	0.90	1.17	77%	8%	32%	0.04	- 0.00	0.01

Geographic breakdown(4)



Sector breakdown(4)



(1) Excluding "exotic credit derivative portfolio" presented hereafter
(2) Net of hedging and impairments
(3) Remaining capital of assets before hedging
(4) As a % of remaining capital
(5) Excluding losses on fair value hedges

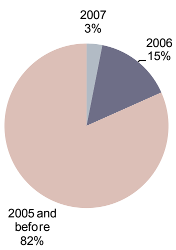
EXPOSURE TO US RESIDENTIAL MORTGAGE MARKET: RESIDENTIAL LOANS AND RMBS

- Societe Generale has no residential mortgage loan origination activity in the US
- US RMBS(1)

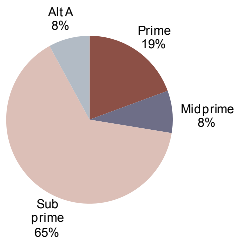
In EUR bn	Dec. 31, 2011	June 30, 2012					H1 12		
	Net exposure (2)	Net exposure (2)	Gross exposure (3)		%AAA (4)	%AA & A (4)	Net Banking Income	Cost of Risk	OCI
			Amount	%net exposure					
'Held for Trading' portfolio	0.02	0.03	0.10	31%	0%	1%	0.00	-	-
'Available For Sale' portfolio	0.34	0.21	0.71	30%	2%	13%	- 0.02	0.00	0.06
'Loans & Receivables' portfolio	0.46	0.16	0.18	88%	7%	24%	- 0.06	- 0.01	-
TOTAL	0.82	0.40	1.00	41%	3%	14%	- 0.08	- 0.01	0.06

(1) Excluding "exotic credit derivative portfolio" presented hereafter
(2) Net of hedging and impairments
(3) Remaining capital of assets before hedging
(4) As a % of remaining capital

Breakdown of subprime assets by vintage(4)



Breakdown of RMBS portfolio by type(4)



NB: Societe Generale has a portfolio of mid-prime loans purchased from an originator that defaulted (EUR 0.14bn in the banking book net of write-downs)

EXPOSURE TO RESIDENTIAL MORTGAGE MARKETS IN SPAIN AND THE UK

- Societe Generale has no origination activity in Spain or the UK
- RMBS in Spain(1)

In EUR bn	Dec. 31, 2011	June 30, 2012					H1 12		
	Net exposure (2)	Net exposure (2)	Gross exposure (3) Amount	Gross exposure (3) % net exposure	%AAA (4)	% AA & A (4)	Net Banking Income	Cost of Risk	OCI
'Held for Trading' portfolio	0,00	0,01	0,02	44%	0%	0%	0,01	-	-
'Available For Sale' portfolio	0,07	0,06	0,13	50%	0%	59%	- 0,00	-	0,01
'Loans & Receivables' portfolio	0,19	0,09	0,10	84%	0%	71%	0,00	-	-
'Held To Maturity' portfolio	0,01	0,00	0,00	100%	0%	0%	-	-	-
TOTAL	0,27	0,16	0,25	64%	0%	59%	0,01	-	0,01

- RMBS in the UK(1)

In EUR bn	Dec. 31, 2011	June 30, 2012					H1 12		
	Net exposure (2)	Net exposure (2)	Gross exposure (3) Amount	Gross exposure (3) % net exposure	%AAA (4)	% AA & A (4)	Net Banking Income	Cost of Risk	OCI
'Held for Trading' portfolio	0,01	0,01	0,02	69%	0%	46%	0,00	-	-
'Available For Sale' portfolio	0,05	0,06	0,09	68%	0%	74%	-	-	0,02
'Loans & Receivables' portfolio	0,00	0,00	0,00	0%	0%	100%	-	-	-
TOTAL	0,06	0,08	0,11	68%	0%	69%	0,00	-	0,02

(1) Excluding "exotic credit derivative portfolio" presented hereafter
(2) Net of hedging and impairments
(3) Remaining capital of assets before hedging
(4) As a % of remaining capital

EXOTIC CREDIT DERIVATIVES

- Business portfolio linked to client-driven activity
  - **Securities indexed on ABS credit portfolios marketed to investors**
  - **Hedging of credit protection generated in SG's accounts by the purchase of the underlying ABS portfolio and the sale of indices**
  - **Dynamic hedge management based on changes in credit spreads by adjusting the portfolio of ABS' held, positions on indices and the marketed securities**
- Net position as 5-yr equivalent: EUR -12m
  - **EUR 0.2bn of securities sold in H1 12**
  - **68% of residual portfolio made up of A-rated securities and above.**

Net exposure as 5-yr risk equivalent (in EUR m)

In EUR m	Dec. 31, 2011	Jun. 30, 2012
US ABS'	-473	-12
RMBS' (1)	18	11
o.w. Prime	0	0
o.w. Midprime	0	0
o.w. Subprime	19	11
CMBS' (2)	-527	-54
Others US	35	32
Total	-473	-12

(1) Net exposure corresponding to delta exposure of a hedged underlying portfolio of EUR 7m, o.w. EUR 0m Prime, EUR 0m Midprime and EUR 7m Subprime
(2) Net exposure corresponding to delta exposure of a hedged underlying portfolio of EUR 8m

5.3 Provisioning of doubtful loans

DOUBTFUL LOANS* (INCLUDING CREDIT INSTITUTIONS)

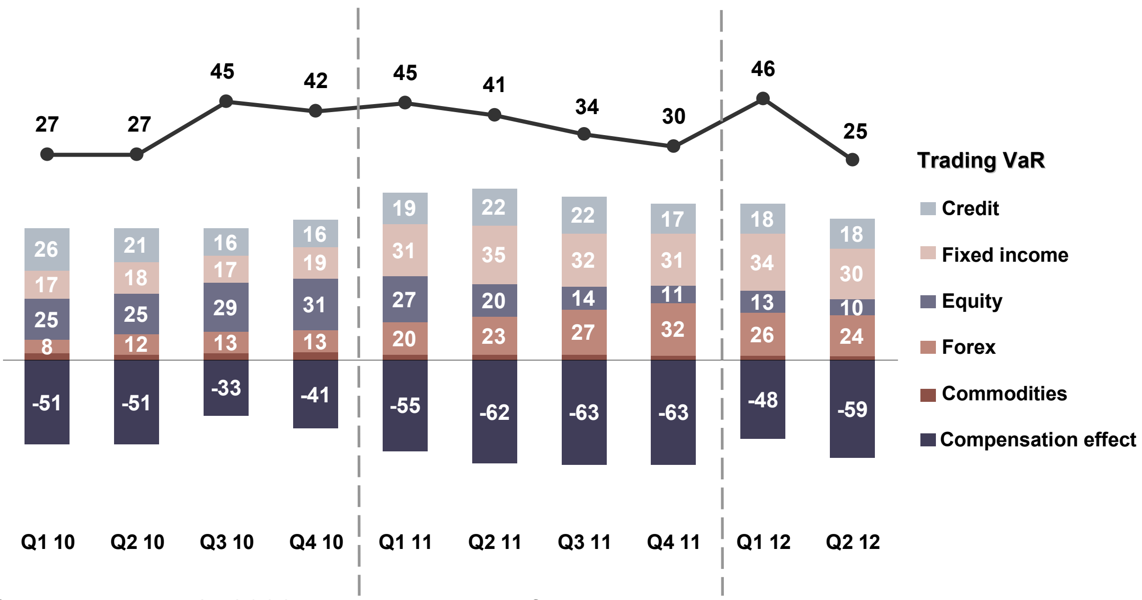
	31/12/2011	31/03/2012	30/06/2012
Customer loans in EUR bn *	**425.5**	**430.8**	**434.9**
*Doubtful loans in EUR bn **	*24.1*	*25.6*	*26.3*
*Collateral relating to loans written down in EUR bn **	*4.7*	*5.4*	*6.1*
Provisionable commitments in EUR bn *	**19.4**	**20.2**	**20.3**
Provisionable commitments / Customer loans *	***4.6%***	***4.7%***	***4.7%***
Specific provisions in EUR bn *	**13.5**	**14.1**	**14.3**
Specific provisions / Provisionable commitments *	***69%***	***70%***	***71%***
Portfolio-based provisions in EUR bn *	**1.3**	**1.2**	**1.3**
Overall provisions / Provisionable commitments *	***76%***	***76%***	***77%***

* Excluding legacy assets

5.4 Change in trading VaR

Quarterly average 99% Value at Risk (VaR), a composite indicator used to monitor the bank's daily risk exposure, notably for its trading activities, in millions of euros:

Quarterly average of 1-day, 99% Trading VaR (in EUR m)



Since January 1, 2008, the parameters for credit VaR have excluded positions on hybrid CDOs, which are now accounted for prudentially in the banking book.

5.5 Legal Risks *(update of the 2012 Registration document - pages 235 to 237)*

In January 2008, Societe Generale became aware of a fraud committed by one of its traders who had taken huge positions, fraudulently and outside his remit, that were fictitiously hedged on the equity index futures markets. Societe Generale was obliged to unwind these positions without delay in particularly unfavourable market conditions. Societe Generale filed a criminal claim. The judgement was delivered on 5 October 2010. The Court found the trader guilty of breach of trust, fraudulent insertion of data into a computer system, forgery and use of forged documents. The court ordered the trader to serve a prison sentence of five years including two years suspended and forbade him from engaging again in any activity connected with the financial markets. Regarding the civil action, the Court allowed the claims for damages brought by the bank and ordered the trader to pay EUR 4.9 billion as compensation for the financial loss suffered by the bank. The trader appealed. The hearing was held from 4 to 28 June 2012 before the Court of appeal of Paris. Judgment shall be entered into on 24 October 2012.

Societe Generale, along with other financial institutions, has received formal requests for information from several regulators in Europe and the United States, in connection with investigations regarding submissions to the British Bankers Association for setting certain London Interbank Offered Rates (“LIBOR”) and submissions to the European Banking Federation for setting the Euro Interbank Offered Rate (“EURIBOR”), as well as trading in derivatives indexed to the same benchmarks. Societe Generale is cooperating fully with the investigating authorities. Societe Generale, along with other financial institutions, was also named as a defendant in two putative class action in the United States alleging violations of, among other laws, United States antitrust laws and the United States Commodity Exchange Act in connection with its involvement in the setting of US dollar LIBOR rates and trading in derivatives indexed to LIBOR. These actions were consolidated before a single judge in the United States District Court in Manhattan. Societe Generale was not named as defendant in the consolidated amended complaints that were filed in these actions.

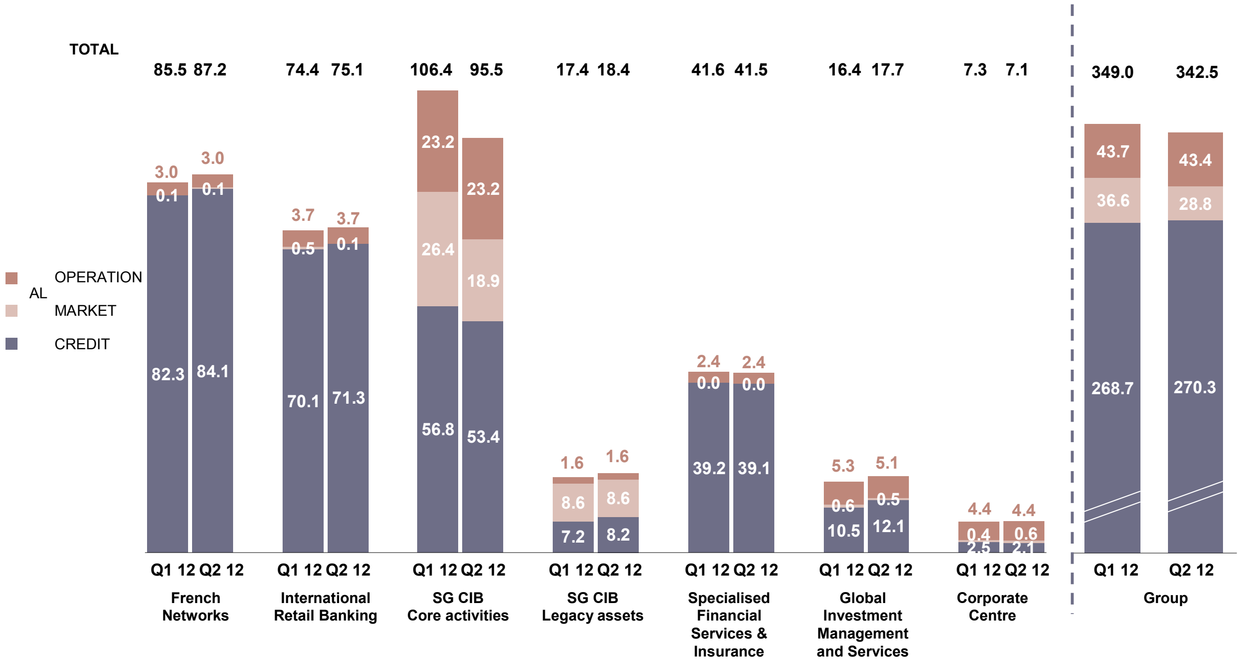
5.6 Regulatory ratios

5.6.1 Prudential ratio management

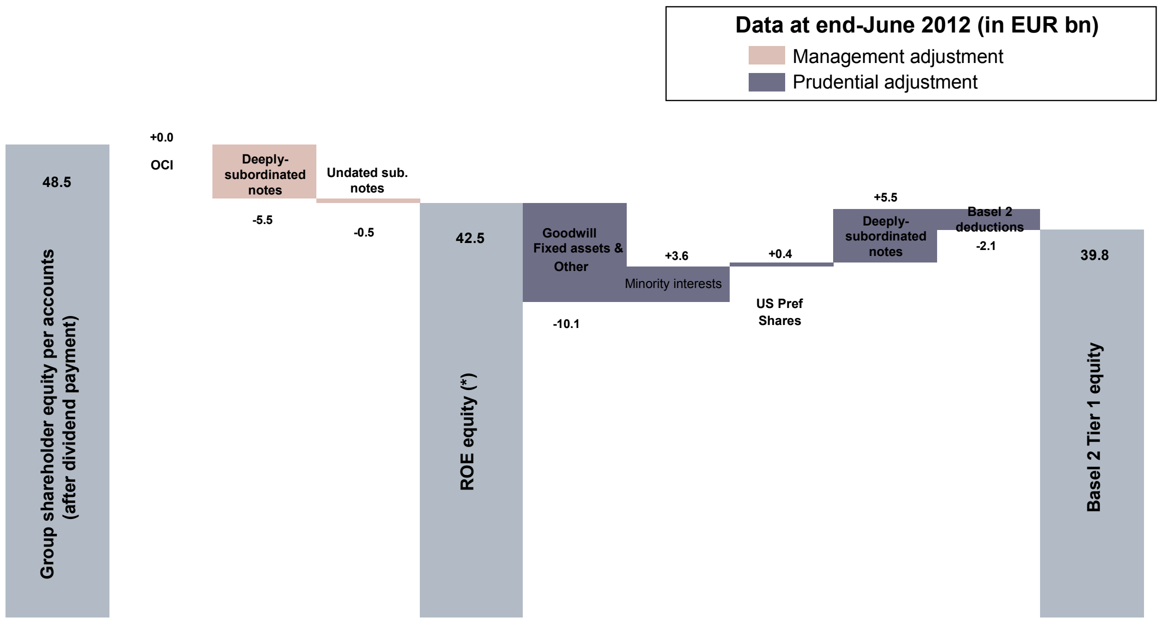
H1 2012 was marked, firstly, by the repurchase of Upper Tier 2 subordinated notes in Q1 2012 for GBP 350 million and, secondly, by the redemption, in June 2012, of Lower Tier 2 subordinated notes issued in June 2007 for EUR 1 billion. Moreover, the Group repurchased, for a principal amount of EUR 1.7 billion, a number of Lower Tier 2 subordinated notes under a public repurchase offer launched on June 11, 2012.

5.6.2 Extract from the presentation dated August 1, 2012: Second quarter 2012 results (and supplements)

BASEL 2.5 (CRD3) RISK-WEIGHTED ASSETS (in EUR bn)



CALCULATION OF ROE AND TIER 1 EQUITY

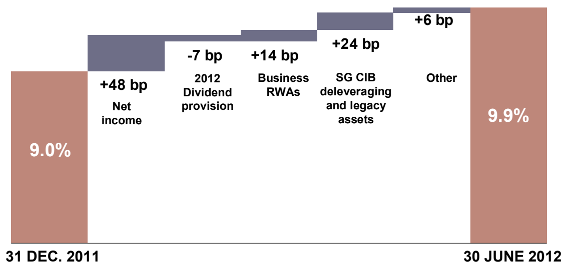


(*) Data at period end; the average capital at period-end is used to calculate ROE

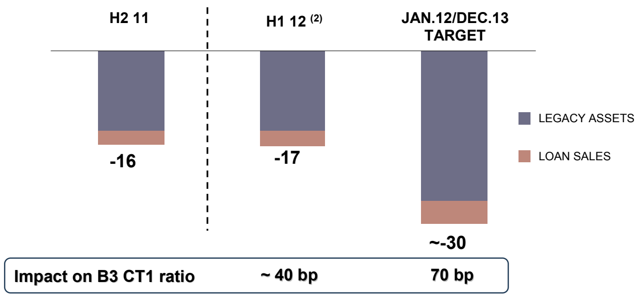
STRONG, STEADY PROGRESS TOWARDS BASEL 3 CAPITAL REQUIREMENTS

- Basel 2.5 Core Tier 1 ratio: 9.9% up +85bp in H1 12
  - **Solid earnings generation**
  - **Continued reduction of legacy asset capital consumption**
  - **Strict control of business RWA**
- Basel 2.5 RWAs: EUR 342bn at end-June 2012. Down EUR -7bn vs. end-2011
- Basel 3 pro-forma RWAs on a downward path as a result of SG CIB deleveraging
  - **More than half of 2012-2013 SG CIB deleveraging objective secured as of June 2012**

Basel 2.5 core Tier 1 ratio (1)



Basel 3 RWA reduction from SG CIB deleveraging (in EUR bn)



(1) Based on EBA method. Net income includes 2bp impact of capital increase reserved for employees. Assuming 25% payout
(2) Letter of intent signed or deal executed as of 30 June 2012

6 - Chapter 10 : Financial information:

6.1 Consolidated financial statements and notes at June 30, 2012

CONTENTS OF FINANCIAL STATEMENTS

Consolidated financial statements

Consolidated balance sheet

Assets

(In millions of euros)		June 30, 2012	December 31, 2011
Cash, due from central banks		56,957	43,963
Financial assets at fair value through profit or loss	Note 3	472,254	422,494
Hedging derivatives		13,958	12,611
Available-for-sale financial assets	Note 4	125,915	124,738
Due from banks	Note 5	87,639	86,440
Customers loans	Note 6	360,488	367,517
Lease financing and similar agreements		29,636	29,325
Revaluation differences on portfolios hedged against interest rate risk		3,889	3,385
Held-to-maturity financial assets		1,275	1,453
Tax assets		5,033	5,230
Other assets		63,082	55,728
Non-current assets held for sale	Note 7	232	429
Deferred profit-sharing	Note 12	576	2,235
Investments in subsidiaries and affiliates accounted for by the equity method		2,028	2,014
Tangible and intangible fixed assets		17,134	16,837
Goodwill	Note 8	6,570	6,973
Total		**1,246,666**	**1,181,372**

Consolidated balance sheet (continued)

Liabilities

(In millions of euros)		June 30, 2012	December 31, 2011
Due to central banks		2,227	971
Financial liabilities at fair value through profit or loss	Note 3	429,549	395,247
Hedging derivatives		13,839	12,904
Due to banks	Note 9	113,684	111,274
Customer deposits	Note 10	348,545	340,172
Securitised debt payables	Note 11	116,960	108,583
Revaluation differences on portfolios hedged against interest rate risk		5,173	4,113
Tax liabilities		1,203	1,195
Other liabilities		68,789	59,525
Non-current liabilities held for sale	Note 7	177	287
Underwriting reserves of insurance companies	Note 12	84,145	82,998
Provisions	Note 12	2,305	2,450
Subordinated debt		7,187	10,541
Total liabilities		**1,193,783**	**1,130,260**
SHAREHOLDERS' EQUITY			
Shareholders' equity, Group share			
Issued common stocks, equity instruments and capital reserves		25,041	25,081
Retained earnings		22,603	20,616
Net income		1,165	2,385
Sub-total		**48,809**	**48,082**
Unrealised or deferred gains and losses	Note 14	(71)	(1,015)
Sub-total equity, Group share		**48,738**	**47,067**
Non-controlling interests		4,145	4,045
Total equity		**52,883**	**51,112**
Total		**1,246,666**	**1,181,372**

Consolidated income statement

(In millions of euros)		**June 30, 2012**	**December 31, 2011**	**June 30, 2011**
Interest and similar income	Note 15	15,538	32,389	15,101
Interest and similar expense	Note 15	(9,433)	(20,182)	(8,893)
Dividend income		84	420	160
Fee income	Note 16	5,047	9,898	5,149
Fee expense	Note 16	(1,493)	(2,719)	(1,356)
Net gains and losses on financial transactions		2,317	4,432	2,361
o/w net gains and losses on financial instruments at fair value through profit or loss	Note 17	*2,093*	*4,434*	*2,299*
o/w net gains and losses on available-for-sale financial assets	Note 18	*224*	*(2)*	*62*
Income from other activities		16,209	23,675	10,484
Expenses from other activities		(15,686)	(22,277)	(9,884)
Net banking income		**12,583**	**25,636**	**13,122**
Personnel expenses	Note 19	(4,927)	(9,666)	(4,952)
Other operating expenses		(2,948)	(6,449)	(3,203)
Amortisation, depreciation and impairment of tangible and intangible fixed assets		(444)	(921)	(462)
Gross operating income		**4,264**	**8,600**	**4,505**
Cost of risk	Note 21	(1,724)	(4,330)	(2,063)
Operating income		**2,540**	**4,270**	**2,442**
Net income from companies accounted for by the equity method		61	94	78
Net income/expense from other assets		(7)	12	64
Impairment losses on goodwill	Note 8	(450)	(265)	-
Earnings before tax		**2,144**	**4,111**	**2,584**
Income tax	Note 22	(739)	(1,323)	(687)
Consolidated net income		**1,405**	**2,788**	**1,897**
Non-controlling interests		240	403	234
Net income, Group share		**1,165**	**2,385**	**1,663**
Earnings per ordinary share	Note 23	**1.37**	**3.20**	**2.05**
Diluted earnings per ordinary share	Note 23	**1.37**	**3.18**	**2.04**

Statement of net income and unrealised or deferred gains and losses

(In millions of euros)		June 30, 2012	December 31, 2011	June 30, 2011
Net income		**1,405**	**2,788**	**1,897**
Translation differences		304	(14)	(556)
Revaluation of available-for-sale financial assets		974	(722)	693
Hedge derivatives revaluation		36	(52)	78
Unrealised gains and losses from companies accounted for by the equity method		5	(6)	(1)
Tax		(308)	280	(171)
Total unrealised gains and losses	Note 14	**1,011**	**(514)**	**43**
Net income and unrealised gains and losses		**2,416**	**2,274**	**1,940**
O/w Group share		2,109	1,926	1,683
O/w non-controlling interests		307	348	257

Changes in shareholders' equity

(In millions of euros)	Capital and associated reserves: Issued common stocks	Issuing premium and capital reserves	Elimination of treasury stock	Other equity instruments	Total	Retained earnings
Shareholders' equity at January 1, 2011	**933**	**17,974**	**(1,335)**	**7,382**	**24,954**	**22,023**
Increase in common stock	30	859			889	
Elimination of treasury stock*			54		54	(124)
Issuance of equity instruments		-			-	85
Equity component of share-based payment plans		89			89	
2011 H1 Dividends paid*					-	(1,555)
Effect of acquisitions and disposals on non-controlling interests					-	16
Sub-total of changes linked to relations with shareholders	**30**	**948**	**54**	**-**	**1,032**	**(1,578)**
Change in value of financial instruments having an impact on equity					-	
Change in value of financial instruments recognised in income					-	
Tax impact on change in value on financial instruments having an impact on equity or recognised in income					-	
Translation differences and other changes					-	
2011 H1 Net income for the period						
Sub-total	**-**	**-**	**-**	**-**	**-**	**-**
Change in equity of associates and joint ventures accounted for by the equity method					-	
Shareholders' equity at June 30, 2011	**963**	**18,922**	**(1,281)**	**7,382**	**25,986**	**20,445**
Increase in common stock	7	208			215	
Elimination of treasury stock			16		16	5
Issuance of equity instruments		-		(1,209)	(1,209)	348
Equity component of share-based payment plans		73			73	
2011 H2 Dividends paid					-	(199)
Effect of acquisitions and disposals on non-controlling interests					-	20
Sub-total of changes linked to relations with shareholders	***7***	***281***	***16***	***(1,209)***	***(905)***	***174***
Change in value of financial instruments having an impact on equity					-	
Change in value of financial instruments recognised in income					-	
Tax impact on change in value on financial instruments having an impact on equity or recognised in income					-	
Translation differences and other changes					-	(3)
2011 H2 Net income for the period					-	-
Sub-total	**-**	**-**	**-**	**-**	**-**	***(3)***
Change in equity of associates and joint ventures accounted for by the equity method					-	
Shareholders' equity at December 31, 2011	**970**	**19,203**	**(1,265)**	**6,173**	**25,081**	**20,616**
Appropriation of net income						2,385
Shareholders' equity at January 1, 2012	**970**	**19,203**	**(1,265)**	**6,173**	**25,081**	**23,001**
Increase in common stock	5	75			80	
Elimination of treasury stock (1)			333		333	(203)
Issuance of equity instruments (2)		-		(521)	(521)	76
Equity component of share-based payment plans (3)		68		-	68	-
2012 Dividends paid (4)					-	(246)
Effect of acquisitions and disposals on non-controlling interests (5)					-	(6)
Sub-total of changes linked to relations with shareholders	***5***	***143***	***333***	***(521)***	***(40)***	***(379)***
Change in value of financial instruments having an impact on equity (see note 14)					-	-
Change in value of financial instruments recognised in income (see note 14)					-	-
Tax impact on change in value on financial instruments having an impact on equity or recognised in income (see note 14)					-	-
Translation differences and other changes (see note 14) (6)					-	(19)
2012 Net income for the period					-	
Sub-total	**-**	**-**	**-**	**-**	**-**	***(19)***
Change in equity of associates and joint ventures accounted for by the equity method					-	-
Shareholders' equity at June 30, 2012	**975**	**19,346**	**(932)**	**5,652**	**25,041**	**22,603**

* Dividends relating to Treasury shares, previously recorded in Elimination of tresury stock, are now recorded in dividends paid.

(1) As at June 30, 2012, Societe Generale S.A.'s fully paid-up capital amounted to EUR 975,339,185 and was made up of 780,271,348 shares with a nominal value of EUR 1.25.

In the first half of 2012, Societe generale S.A. completed an increase of capital reserved to the employees amounting to EUR 5 million, with EUR 75 million of issuing premium.

(Number of shares)	**June 30, 2012**	**December 31, 2011**
Ordinary shares	780,271,348	776,079,991
Including treasury shares with voting rights (excluding the Societe Generale shares held for trading)	26,283,553	29,092,954
Including shares held by employees	61,591,786	58,566,866

As at June 30, 2012, the Group held 32,999,299 of its own shares as treasury stock, for trading purposes or for the active management of shareholders' equity, representing 4.23% of the capital of Societe Generale S.A.

The amount deducted by the Group from its net book value for equity instruments (shares and derivatives) came to EUR 932 million, including EUR 89 million in shares held for trading purposes and EUR 52 million in respect of the liquidity contract.
On August 22, 2011, the Group implemented a EUR 170 million liquidity contract in order to regulate its stock price.
As at June 30, 2012, this liquidity contract contained 2,800,000 shares valued at EUR 132 million.

The change in treasury stock over first half-year 2012 breaks down as follows:

(In millions of euros)	Liquidity contract	Transaction-related activities	Treasury stock and active management of Shareholders' equity	Total
Disposals net of purchases	(30)	15	348	333
	(30)	**15**	**348**	**333**
Capital gains net of tax on treasury stock and treasury share derivatives, booked under shareholders' equity	(1)	2	(204)	(203)
	(1)	**2**	**(204)**	**(203)**

Net income, Group Share	Unrealised or deferred gains and losses					Shareholders' equity, Group share	Non-controlling interests				Total consolidated shareholders' equity
	Translation reserves	Change in fair value of assets available-for-sale	Change in fair value of hedging derivatives	Tax impact	Total		Capital and Reserves	Preferred shares issued by subsidiaries	Unrealised or deferred gains and losses	Total	
-	**(357)**	**(540)**	**136**	**205**	**(556)**	**46,421**	**3,496**	**962**	**96**	**4,554**	**50,975**
						889				-	889
						(70)				-	(70)
						85				-	85
						89	-			-	89
						(1,555)	(257)			(257)	(1,812)
						16	(10)			(10)	6
-	**-**	**-**	**-**	**-**	**-**	***(546)***	***(267)***	**-**	**-**	***(267)***	***(813)***
		357	73		430	430			26	26	456
		279	-		279	279			36	36	315
				(164)	(164)	(164)			(8)	(8)	(172)
	(525)				(525)	(525)			(31)	(31)	(556)
1,663						1,663	234			234	1,897
1,663	***(525)***	***636***	***73***	***(164)***	***20***	***1,683***	***234***	**-**	***23***	***257***	***1,940***
		(2)	1	1	-	-				-	-
1,663	**(882)**	**94**	**210**	**42**	**(536)**	**47,558**	**3,463**	**962**	**119**	**4,544**	**52,102**
						215				-	215
						21				-	21
						(861)	-	(312)		(312)	(1,173)
						73	-			-	73
						(199)	(49)			(49)	(248)
						20	4	(230)		(226)	(206)
	-	**-**	**-**	**-**	**-**	***(731)***	***(45)***	***(542)***	**-**	***(587)***	***(1,318)***
		(1,490)	(119)		(1,609)	(1,609)			(58)	(58)	(1,667)
		133	(1)		132	132			(10)	(10)	122
				441	441	441			10	10	451
	562				562	559	(3)		(20)	(23)	536
722					-	722	169			169	891
722	***562***	***(1,357)***	***(120)***	***441***	***(474)***	***245***	***166***		***(78)***	***88***	***333***
		5	-	-	(5)	(5)				-	(5)
2,385	**(320)**	**(1,268)**	**90**	**483**	**(1,015)**	**47,067**	**3,584**	**420**	**41**	**4,045**	**51,112**
(2,385)											
-	**(320)**	**(1,268)**	**90**	**483**	**(1,015)**	**47,067**	**3,584**	**420**	**41**	**4,045**	**51,112**
						80				-	80
						130				-	130
						(445)		-		-	(445)
						68	-			-	68
						(246)	(201)			(201)	(447)
						(6)	(1)	-		(1)	(7)
	-	**-**	**-**	**-**	**-**	***(419)***	***(202)***	**-**	**-**	***(202)***	***(621)***
						-					
		1,144	36		1,180	1,180			90	90	1,270
		(249)	-		(249)	(249)			(11)	(11)	(260)
				(290)	(290)	(290)			(17)	(17)	(307)
	299				299	280	(5)		5	-	280
1,165					-	1,165	240			240	1,405
1,165	***299***	***895***	***36***	***(290)***	***940***	***2,086***	***235***	**-**	***67***	***302***	***2,388***
		7	(2)	(1)	4	4				-	4
1,165	**(21)**	**(366)**	**124**	**192**	**(71)**	**48,738**	**3,617**	**420**	**108**	**4,145**	**52,883**

(2) Decrease in Other equity instruments results from the reimbursment of the perpetual subordinated note in Pound sterling (EUR -515 million) and repurchases of deeply subordinated notes (EUR -6 million).
(3) Share-based payments settled in equity instruments in 2012 amounted to EUR 68 million:
EUR 12 million for the stock-option plans and EUR 56 million for the allocation of free shares.

(4) 2012 Dividends paid recorded within *retained earnings Group share* relate to the remuneration paid in respect with other equity instruments. The amount recorded in *non-controlling interest* relate to dividends paid by subsidiaries to their other shareholders.
(5) Impact on the shareholder's equity, Group share, regarding transactions related to non-controlling interests:

Cancellation of gains on disposals	13
Buybacks of non-controlling interests not subject to any put options	(7)
Transactions and variations in value on put options granted to non-controlling shareholders	(13)
Net income attributable to the non-controlling interests of shareholders holding a put option on their Group shares allocated to consolidated reserves	1
Total	**(6)**

(6) First implementation of hyperinflationist accounting by Belrosbank, Bielorussian subsidiary of Rosbank, generates a negative impact amounting to EUR 23 M out of which EUR -19 M recorded in retained earnings Group's share and EUR -4 M in Capital and Reserves of non-controlling interests.

Cash flow statement

(In millions of euros)	June 30, 2012	December 31, 2011	June 30, 2011
Net cash inflow (outflow) related to operating activities			
Net income (I)	**1,405**	**2,788**	**1,897**
Amortisation expense on tangible fixed assets and intangible assets	1,603	3,131	1,514
Depreciation and net allocation to provisions	1,530	4,163	2,922
Net income/loss from companies accounted for by the equity method	(61)	(94)	(78)
Deferred taxes	151	353	(50)
Net income from the sale of long-term available-for-sale assets and subsidiaries	(36)	(190)	(157)
Change in deferred income	157	122	18
Change in prepaid expenses	(124)	80	24
Change in accrued income	113	(632)	(338)
Change in accrued expenses	(305)	1,182	73
Other changes	842	2,410	1,519
Non-monetary items included in net income and others adjustments (not including income on financial instruments at fair value through Profit or Loss) (II)	**3,870**	**10,525**	**5,447**
Income on financial instruments at fair value through Profit or Loss [(1)] (III)	**(2,093)**	**(4,434)**	**(2,299)**
Interbank transactions	3,387	17,766	3,414
Customers transactions	12,202	2,012	(834)
Transactions related to other financial assets and liabilities	166	12,342	20,549
Transactions related to other non financial assets and liabilities	1,576	(3,071)	(1,123)
Net increase/decrease in cash related to operating assets and liabilities (IV)	**17,331**	**29,049**	**22,006**
Net cash inflow (outflow) related to operating activities (A) = (I) + (II) + (III) + (IV)	**20,513**	**37,928**	**27,051**
Net cash inflow (outflow) related to investment activities			
Net cash inflow (outflow) related to acquisition and disposal of financial assets and long-term investments	438	1,936	773
Tangible and intangible fixed assets	(2,447)	(3,915)	(1,926)
Net cash inflow (outflow) related to investment activities (B)	**(2,009)**	**(1,979)**	**(1,153)**
Net cash inflow (outflow) related to financing activities			
Cash flow from/to shareholders	(682)	(2,093)	(993)
Other net cash flows arising from financing activities	(3,065)	(1,881)	(929)
Net cash inflow (outflow) related to financing activities (C)	**(3,747)**	**(3,974)**	**(1,922)**
Net inflow (outflow) in cash and cash equivalents (A) + (B) + (C)	**14,757**	**31,975**	**23,976**
Cash and cash equivalents			
Cash and cash equivalents at the start of the year			
Net balance of cash accounts and accounts with central banks	42,992	11,303	11,303
Net balance of accounts, demand deposits and loans with banks	7,620	7,334	7,334
Cash and cash equivalents at the end of the year			
Net balance of cash accounts and accounts with central banks	54,730	42,992	32,609
Net balance of accounts, demand deposits and loans with banks	10,639	7,620	10,004
Net inflow (outflow) in cash and cash equivalents	**14,757**	**31,975**	**23,976**

(1) Income on financial instruments at fair value through Profit or Loss includes realised and unrealised income.

Note 1
Accounting principles

The condensed interim consolidated financial statements for the Societe Generale Group ("the Group") for the 6 months period ending June 30, 2012 were prepared and are presented in accordance with IAS (International Accounting Standards) 34 "Interim Financial Reporting". The accompanying notes therefore relate to events and transactions that are significant to an understanding of the changes in financial position and performance of the Group during the period; these notes should be read in conjunction with the audited consolidated financial statements for the year ending December 31, 2011 included in the Registration document for the year 2011.

As the Group's activities are neither seasonal nor cyclical in nature, its first half results were not affected by any seasonal or cyclical factors.

The consolidated financial statements are presented in euros.

Use of estimates

When applying the accounting principles disclosed below for the purpose of preparing the condensed interim consolidated financial statements, the Management makes assumptions and estimates that may have an impact on the figures booked in the income statement, the valuation of assets and liabilities in the balance sheet, and the information disclosed in the notes to the consolidated financial statements.

In order to make these assumptions and estimates, the Management uses the information available at the date of preparation of the financial statements and can exercise its judgment.

By nature, valuations based on estimates include, risks and uncertainties about their occurrence in the future. Consequently actual future results may differ from these estimates and have a significant impact on the financial statements.

These estimates are principally used for determining fair value of financial instruments and assessing the impairment of assets, provisions and goodwill determined for each business combination.

Accounting principles and methods

In preparing the condensed interim consolidated financial statements, the Group applied the same accounting principles and methods as for its 2011 year-end consolidated financial statements, which were drawn up in compliance with the International Financial Reporting Standards (IFRS) as adopted by the European Union and described in Note 1 to the 2011 consolidated financial statements, "Significant accounting principles", updated by the following accounting standards or interpretations applied by the Group since January 1, 2012:

IFRS and IFRIC interpretations applied by the Group as of January 1, 2012

Accounting standards, Amendments or Interpretations	Date of adoption dates by the European Union	Effective dates: annual periods beginning on or after
Amendments to IFRS 7 “Disclosures – Transfers of Financial Assets”	November 22, 2011	July 1, 2011

The information required by this amendment will be disclosed in the notes to the 2012 year-end consolidated financial statements. It has no impact on the 6 months period ending June 30, 2012.

Accounting standards and interpretations to be applied by the Group in the future

Not all of the accounting standards and interpretations published by the IASB (International Accounting Standards Board) has been adopted by the European Union at June 30, 2012. These accounting standards and interpretations are required to be applied from annual periods beginning on July 1, 2012 at the earliest or on the date of their adoption by the European Union. Accordingly, they were not applied by the Group as of June 30, 2012..

Accounting standards, amendments or interpretations not yet adopted by the European Union on June 30, 2012

Accounting standards, Amendments or Interpretations	Date of adoption dates by the European Union	Effective dates: annual periods beginning on or after
Amendments to IAS 19 “Employee Benefits”	June 5, 2012	January 1, 2013
Amendments to IAS 1 “Presentation of Financial Statements”	June 5, 2012	July 1, 2012

The main consequences of amendments to IAS 19 « Employee Benefits » will consist in the immediate recognition of actuarial gains and losses on post-employment defined benefit plans under *Gains and losses recognised directly in equity*, and in the immediate recognition in the income statement of past service costs when a plan is amended. The amount before tax of these unrecognised items is disclosed in the note 26 to the consolidated financial statements for the year ending December 31, 2011 for a total of EUR - 536 M.

Amendments to IAS 1 « Presentation of Financial Statements » will modify the presentation of the statement of net income and unrealised or deferred gains and losses in which items will be grouped distinguishing whether they are potentially reclassifiable to profit or loss or not.

Accounting standards, amendments or interpretations not yet adopted by the European Union on June 30, 2012

Accounting standards, Amendments or Interpretations	Adoption dates by IASB	Effective dates: annual periods beginning on or after
IFRS 9 “Financial Instruments” (Phase1: Classification and Measurement)	November 12, 2009, October 28, 2010 and December 16, 2011	January 1, 2015
Amendment to IAS 12 “Deferred Tax: Recovery of Underlying Assets”	December 20, 2010	January 1, 2012
IFRS 10 “Consolidated Financial statements”	May 12, 2011	January 1, 2013
IFRS 11 “Joint Arrangements”	May 12, 2011	January 1, 2013
IFRS 12 “Disclosures of Interests in Other Entities”	May 12, 2011	January 1, 2013

Accounting standards, Amendments or Interpretations	Adoption dates by IASB	Effective dates: annual periods beginning on or after
IFRS 13 “Fair Value Measurement”	May 12, 2011	January 1, 2013
Revised IAS 27 “Separate Financial statements”	May 12, 2011	January 1, 2013
Revised IAS 28 “Investments in Associates and Joint Ventures”	May 12, 2011	January 1, 2013
IFRIC 20 “Stripping Costs in the Production Phase of a Surface Mine”	October 19, 2011	January 1, 2013
Amendments to IFRS 7 and IAS 32 “Offsetting Financial Assets and Financial Liabilities”	December 16, 2011	January 1, 2013 January 1, 2014
Improvements to IFRS – May 2012	May 17, 2012	January 1, 2013
Amendments to IFRS10, IFRS 11 and IFRS 12 “Transition guidance”	June 28, 2012	January 1, 2013

The Group is currently studying the potential impact of these future standards on its consolidated financial statements.

Note 2

Changes in consolidation scope

As at June 30, 2012, the Group's consolidation scope included 809 companies:

- ***645*** fully consolidated companies;
- ***91*** proportionately consolidated companies;
- ***73*** companies accounted for by the equity method.

The consolidation scope includes entities under exclusive control; under joint control or under significant influence that are not negligible compared to the Group's consolidated financial statements. Entities are assumed to be not negligible in particular in comparison with Group consolidated total assets and net operating income.

The main changes to the consolidation scope at June 30, 2012, compared with the scope applicable at the closing date of December 31, 2011, are as follows:

- The Group sold its stake in Capital Credit Comradeship Bank (Joint Stock Company), previously fully consolidated through Rusfinance SAS.

- The stake in Bank Republic increased by 4% to 88.04% after an unevenly subscribed capital increase.

- The stake in Banka Societe Generale Albania Sh.A increased from 87.47% to 88.64% due to an unevenly subscribed capital increase.

- Following two dilutive capital increases, Group's stake in TCW Group, Inc. decreased from 97.88% to 95.37%. The first capital increase was related to retention plans, the second related to an earn-out clause granted for the acquisition of Metropolitan West Asset Management in 2010. All the shares issued within the framework of those capital increases are subject to a guarantee of liquidity granted by TCW Group, Inc. to its new shareholders.

- The stake in New Esporta Holding Limited increased by 0.22% to reach 100% following the purchase of the non-controlling interests.

In accordance with IFRS 5 *Non-current receivables held for sale and discontinued operations,* the main items classified in *Non-current assets and liabilities held for sale* are shares in the private equity activities and assets and liabilities relating to Consumer finance activities.

Note 3

Financial assets and liabilities at fair value through profit or loss

Financial assets at fair value through profit or loss

(In millions of euros)	June 30, 2012				December 31, 2011			
	Valuation on the basis of quoted prices in active markets (L1)	Valuation using observable inputs other than quoted prices included in L1 (L2)	Valuation using mainly inputs that are not based on observable market data (L3)	Total	Valuation on the basis of quoted prices in active markets (L1)	Valuation using observable inputs other than quoted prices included in L1 (L2)	Valuation using mainly inputs that are not based on observable market data (L3)	Total
Trading portfolio								
Bonds and other debt securities	54,136	7,628	2,042	63,806	36,609	8,185	3,486	48,280
Shares and other equity securities (1)	42,177	3,028	126	45,331	34,361	2,691	279	37,331
Other financial assets	58	85,254	312	85,624	52	61,571	312	61,935
Sub-total trading portfolio	**96,371**	**95,910**	**2,480**	**194,761**	**71,022**	**72,447**	**4,077**	**147,546**
o/w securities on loan				*12,092*				*13,602*
Financial assets measured using fair value option through P&L								
Bonds and other debt securities	7,527	180	24	7,731	6,582	514	25	7,121
Shares and other equity securities (1)	10,208	1,769	120	12,097	10,899	1,737	120	12,756
Other financial assets	1	14,497	249	14,747	-	12,908	330	13,238
Separate assets for employee benefit plans	-	105	-	105	-	99	-	99
Sub-total of financial assets measured using fair value option through P&L	**17,736**	**16,551**	**393**	**34,680**	**17,481**	**15,258**	**475**	**33,214**
o/w securities on loan				-				-
Interest rate instruments	**13**	**161,818**	**1,018**	**162,849**	**15**	**146,662**	**912**	**147,589**
Firm instruments								
Swaps				120,015				107,683
FRA				644				899
Options								
Options on organised markets				7				7
OTC options				32,692				30,174
Caps, floors, collars				9,491				8,826
Foreign exchange instruments	**307**	**25,705**	**75**	**26,087**	**425**	**30,340**	**129**	**30,894**
Firm instruments				*20,322*				*24,438*
Options				*5,765*				*6,456*
Equity and index instruments	**114**	**22,410**	**1,135**	**23,659**	**103**	**23,365**	**1,671**	**25,139**
Firm instruments				*1,644*				*1,858*
Options				*22,015*				*23,281*
Commodity instruments	**30**	**7,739**	**27**	**7,796**	**385**	**7,485**	**153**	**8,023**
Firm instruments-Futures				*6,434*				*6,351*
Options				*1,362*				*1,672*
Credit derivatives	**-**	**19,701**	**2,167**	**21,868**	**-**	**27,271**	**2,409**	**29,680**
Other forward financial instruments	**130**	**262**	**162**	**554**	**216**	**13**	**180**	**409**
On organised markets				*258*				*147*
OTC				*296*				*262*
Sub-total trading derivatives	**594**	**237,635**	**4,584**	**242,813**	**1,144**	**235,136**	**5,454**	**241,734**
Total financial instruments at fair value through P&L	**114,701**	**350,096**	**7,457**	**472,254**	**89,647**	**322,841**	**10,006**	**422,494**

(1) Including UCITS.

Note 3 (continued)

Financial assets and liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss

	June 30, 2012				December 31, 2011			
(In millions of euros)	Valuation on the basis of quoted prices in active markets (L1)	Valuation using observable inputs other than quoted prices included in L1 (L2)	Valuation using mainly inputs that are not based on observable market data (L3)	Total	Valuation on the basis of quoted prices in active markets (L1)	Valuation using observable inputs other than quoted prices included in L1 (L2)	Valuation using mainly inputs that are not based on observable market data (L3)	Total
Trading portfolio								
Securitised debt payables	-	10,389	14,057	24,446	-	9,079	13,849	22,928
Amounts payable on borrowed securities	9,929	41,599	4	51,532	4,777	35,130	-	39,907
Bonds and other debt instruments sold short	8,118	13	-	8,131	6,271	146	91	6,508
Shares and other equity instruments sold short	2,376	189	1	2,566	2,348	69	1	2,418
Other financial liabilities	-	84,122	742	84,864	-	65,757	768	66,525
Sub-total trading portfolio (2)	**20,423**	**136,312**	**14,804**	**171,539**	**13,396**	**110,181**	**14,709**	**138,286**
Interest rate instruments	**8**	**155,396**	**2,539**	**157,943**	**75**	**140,809**	**2,544**	**143,428**
Firm instruments								
Swaps				113,192				101,887
FRA				706				856
Options								
Options on organised markets				34				21
OTC options				33,217				30,390
Caps, floors, collars				10,794				10,274
Foreign exchange instruments	**250**	**25,465**	**357**	**26,072**	**283**	**30,155**	**92**	**30,530**
Firm instruments				*20,221*				*24,266*
Options				*5,851*				*6,264*
Equity and index instruments	**10**	**25,658**	**1,025**	**26,693**	**83**	**25,956**	**1,162**	**27,201**
Firm instruments				*1,835*				*1,924*
Options				*24,858*				*25,277*
Commodity instruments	**69**	**7,908**	**136**	**8,113**	**422**	**8,350**	**262**	**9,034**
Firm instruments-Futures				*6,463*				*7,098*
Options				*1,650*				*1,936*
Credit derivatives	**-**	**19,373**	**1,004**	**20,377**	**-**	**26,878**	**1,308**	**28,186**
Other forward financial instruments	**147**	**879**	**2**	**1,028**	**157**	**860**	**1**	**1,018**
On organised markets				*156*				*97*
OTC				*872*				*921*
Sub-total trading derivatives	**484**	**234,679**	**5,063**	**240,226**	**1,020**	**233,008**	**5,369**	**239,397**
Sub-total of financial liabilities measured using fair value option through P&L (2)	**168**	**17,099**	**517**	**17,784**	**307**	**16,669**	**588**	**17,564**
Total financial instruments at fair value through P&L	**21,075**	**388,090**	**20,384**	**429,549**	**14,723**	**359,858**	**20,666**	**395,247**

(2) The change in fair value attributable to the Group's own credit risk generated income of EUR 24.3 million as at June 30, 2012 of which EUR -130 million due to a basis adjustment.
The revaluation differences attributable to the Group's issuer credit risk are determined using valuation models taking into account the Societe Generale Group's actual financing terms and conditions on the markets and the residual maturity of the related liabilities.

Note 4

Available-for-sale financial assets

(In millions of euros)	June 30, 2012				December 31, 2011			
	Valuation on the basis of quoted prices in active markets (L1)	Valuation using observable inputs other than quoted prices included in L1 (L2)	Valuation using mainly inputs that are not based on observable market data (L3)	Total	Valuation on the basis of quoted prices in active markets (L1)	Valuation using observable inputs other than quoted prices included in L1 (L2)	Valuation using mainly inputs that are not based on observable market data (L3)	Total
Current assets								
Bonds and other debt securities	96,514	15,469	266	**112,249**	93,919	19,302	685	**113,906**
o/w provisions for impairment				*(169)*				*(946)*
Shares and other equity securities [1]	9,629	943	407	**10,979**	6,608	1,159	330	**8,097**
o/w impairment losses				*(1,905)*				*(1,905)*
Sub-total current assets	**106,143**	**16,412**	**673**	**123,228**	**100,527**	**20,461**	**1,015**	**122,003**
Long-term equity investments	515	769	1,403	**2,687**	551	707	1,477	**2,735**
o/w impairment losses				*(643)*				*(628)*
Total available-for-sale financial assets	**106,658**	**17,181**	**2,076**	**125,915**	**101,078**	**21,168**	**2,492**	**124,738**
o/w securities on loan				-				-

(1) Including UCITS.

Note 5

Due from banks

(In millions of euros)	**June 30, 2012**	**December 31, 2011**
Deposits and loans		
Demand and overnights		
Current accounts	20,518	15,401
Overnight deposits and loans and others	2,686	1,556
Loans secured by overnight notes	35	6
Term		
Term deposits and loans (1)	26,861	19,460
Subordinated and participating loans	588	715
Loans secured by notes and securities	254	245
Related receivables	233	173
Gross amount	**51,175**	**37,556**
Impairment		
Impairment of individually impaired loans	(115)	(124)
Impairment of groups of homogenous receivables	-	-
Revaluation of hedged items	92	49
Net amount	**51,152**	**37,481**
Securities purchased under resale agreements	36,487	48,959
Total	**87,639**	**86,440**
Fair value of amounts due from banks	**88,280**	**87,270**

(1) As at June 30, 2012, the amount of receivables with incurred credit risk was EUR 272 million compared with EUR 199 million as at December 31, 2011.

Note 6

Customer loans

(In millions of euros)	**June 30, 2012**	**December 31, 2011**
Customer loans		
Trade notes	12,193	11,384
Other customer loans (1)		
Short-term loans	95,161	100,940
Export loans	11,828	11,450
Equipment loans	60,437	63,099
Housing loans	106,068	104,528
Other loans	54,809	57,948
Sub-total of other customer loans	**328,303**	**337,965**
Overdrafts	19,678	16,848
Related receivables	1,575	1,507
Gross amount	**361,749**	**367,704**
Impairment		
Impairment of individually impaired loans	(15,849)	(14,824)
Impairment of groups of homogenous receivables	(1,297)	(1,287)
Revaluation of hedged items	610	539
Net amount	**345,213**	**352,132**
Loans secured by notes and securities	444	1,067
Securities purchased under resale agreements	14,831	14,318
Total amount of customer loans	**360,488**	**367,517**
Fair value of customer loans	**364,099**	**365,695**

(1) As at June 30, 2012, the amount of receivables with incurred credit risk was EUR 28,120 million compared with EUR 26,038 million as at December 31, 2011.

Note 7

Non-current assets and liabilities held for sale

(In millions of euros)	**June 30, 2012**	**December 31, 2011**
Assets	**232**	**429**
Fixed assets and Goodwill	6	6
Financial assets	7	85
Receivables	218	178
O/w: due from banks	*11*	*40*
customer loans	*207*	*138*
others	-	-
Other assets	1	160
Liabilities	**177**	**287**
Allowances	-	-
Debts	168	236
O/w: due to banks	*168*	*152*
customer deposits	-	-
others	-	*84*
Other liabilities	9	51

Note 8

Goodwill by business unit

(In millions of euros)	Gross value at December 31, 2011	Acquisitions and other increases	Disposals and other decreases	Translation differences	Gross value at June 30, 2012	Impairment of goodwill at December 31, 2011	Impairment losses	Translation differences and other changes	Impairment of goodwill at June 30, 2012	Net goodwill at December 31, 2011	Net goodwill at June 30, 2012
French Networks	**750**	-	-	**1**	**751**	-	-	-	-	**750**	**751**
Crédit du Nord	511	-	-	-	511	-	-	-	-	511	511
Societe Generale Network	239	-	-	1	240	-	-	-	-	239	240
International Retail Banking	**3,511**	-	-	**25**	**3,536**	**(337)**	**(250)**	**(1)**	**(588)**	**3,174**	**2,948**
International Retail Banking - European Union and Pre-European Union	1,960	-	-	7	1,967	(65)	-	-	(65)	1,895	1,902
Russian Retail Banking	1,103	-	-	11	1,114	(272)	(250)	(1)	(523)	831	591
International Other Retail Banking	448	-	-	7	455	-	-	-	-	448	455
Specialised Financial Services and Insurance	**1,291**	**1**	-	**(7)**	**1,285**	**(243)**	**-**	**-**	**(243)**	**1,048**	**1,042**
Insurance Financial Services	10	1	-	-	11	-	-	-	-	10	11
Individual Financial Services	705	-	-	(10)	695	(243)	-	-	(243)	462	452
Company Financial Services	399	-	-	2	401	-	-	-	-	399	401
Car renting Financial Services	177	-	-	1	178	-	-	-	-	177	178
Corporate and Investment Banking	**50**	**-**	**-**	**1**	**51**	**-**	**-**	**-**	**-**	**50**	**51**
Corporate and Investment Banking	50	-	-	1	51	-	-	-	-	50	51
Asset Management	**662**	**-**	**-**	**19**	**681**	**-**	**(200)**	**1**	**(199)**	**662**	**482**
Asset Management	662	-	-	19	681	-	(200)	1	(199)	662	482
Private Banking	**374**	**-**	**(1)**	**6**	**379**	-	-	-	-	**374**	**379**
Private Banking	374	-	(1)	6	379	-	-	-	-	374	379
SGSS and Brokers	**980**	**1**	**-**	**1**	**982**	**(65)**	**-**	**-**	**(65)**	**915**	**917**
SGSS	532	1	-	-	533	-	-	-	-	532	533
Brokers	448	-	-	1	449	(65)	-	-	(65)	383	384
TOTAL	**7,618**	**2**	**(1)**	**46**	**7,665**	**(645)**	**(450)**	**-**	**(1,095)**	**6,973**	**6,570**

During H1 2012, due to Rosbank business plan update and the consideration of asset management market in the economic environment, the Group achieved an impairment test on the cash-generating units Russian Retail Banking and Asset Management and consequently recorded impairments amounting respectively to EUR 250 million and EUR 200 million.

Note 9

Due to banks

(In millions of euros)	**June 30, 2012**	**December 31, 2011**
Demand and overnight deposits		
Demand deposits and current accounts	9,890	7,793
Overnight deposits and borrowings and others	8,708	7,123
Sub-total	**18,598**	**14,916**
Term deposits		
Term deposits and borrowings	64,652	73,613
Borrowings secured by notes and securities	250	143
Sub-total	**64,902**	**73,756**
Related payables	352	235
Revaluation of hedged items	369	148
Securities sold under repurchase agreements	29,463	22,219
Total	**113,684**	**111,274**
Fair value of amounts due to banks	**113,650**	**110,270**

Note 10

Customer deposits

(In millions of euros)	June 30, 2012	December 31, 2011
Regulated savings accounts		
Demand	53,471	48,648
Term	18,694	18,324
Sub-total	**72,165**	**66,972**
Other demand deposits		
Businesses and sole proprietors	49,549	52,317
Individual customers	45,098	43,924
Financial customers	37,604	24,229
Others (1)	17,614	15,591
Sub-total	**149,865**	**136,061**
Other term deposits		
Businesses and sole proprietors	38,549	38,358
Individual customers	19,845	18,804
Financial customers	16,059	20,419
Others (1)	8,296	6,730
Sub-total	**82,749**	**84,311**
Related payables	1,411	1,307
Revaluation of hedged items	349	277
Total customer deposits	**306,539**	**288,928**
Borrowings secured by notes and securities	212	188
Securities sold to customers under repurchase agreements	41,794	51,056
Total	**348,545**	**340,172**
Fair value of customer deposits	**348,557**	**340,417**

(1) Including deposits linked to governments and central administrations.

Note 11

Securitised debt payables

(In millions of euros)	**June 30, 2012**	**December 31, 2011**
Term savings certificates	1,870	1,853
Bond borrowings	16,713	14,026
Interbank certificates and negotiable debt instruments	95,329	89,846
Related payables	743	1,001
Sub-total	**114,655**	**106,726**
Revaluation of hedged items	2,305	1,857
Total	**116,960**	**108,583**
O/w floating-rate securities	36,094	39,683
Fair value of securitised debt payables	**117,910**	**109,899**

Note 12

Provisions and impairments

1. Asset impairments

(In millions of euros)	Assets impairments as at December 31, 2011	Allocations	Write-backs available	Net impairment losses	Reversals used	Currency and scope effects	Assets impairments as at June 30, 2012
Banks	124	8	(7)	**1**	-	(10)	**115**
Customer loans	14,824	3,058	(1,535)	**1,523**	(652)	154	**15,849**
Lease financing and similar agreements	648	307	(234)	**73**	(34)	(10)	**677**
Groups of homogeneous receivables	1,291	364	(348)	**16**	-	-	**1,307**
Available-for-sale assets (1) (2)	3,479	239	(375)	**(136)**	(694)	68	**2,717**
Others (1)	546	56	(88)	**(32)**	(13)	12	**513**
Total	**20,912**	**4,032**	**(2,587)**	**1,445**	**(1,393)**	**214**	**21,178**

(1) Including a EUR -89 million net allocation for identified risks.
(2) O/w write-down on variable-income securities, excluding insurance activities, of EUR 100 million, which can be broken down as follows:
● EUR 55 million: impairment loss on securities not written down as at December 31, 2011,
● EUR 45 million: additional impairment loss on securities already written down as at December 31, 2011.

2. Provisions

(In millions of euros)	Provisions as at December 31, 2011	Allocations	Write-backs available	Net allocation	Write-backs used	Effect of discounting	Currency and scope effects	Provisions as at June 30, 2012
Provisions for off-balance sheet commitments to banks	-	-	-	**-**	-	-	3	**3**
Provisions for off-balance sheet commitments to customers	267	126	(93)	**33**	(1)	-	(28)	**271**
Provisions for employee benefits	1,112	190	(270)	**(80)**	-	-	(11)	**1,021**
Provisions for tax adjustments	351	22	(54)	**(32)**	(40)	-	1	**280**
Other provisions (3) (4)	720	141	(129)	**12**	(20)	1	17	**730**
Total	**2,450**	**479**	**(546)**	**(67)**	**(61)**	**1**	**(18)**	**2,305**

(3) Including a EUR -9 million net allocation for net cost of risk.
(4) The Group's other provisions include EUR 101 million in PEL/CEL provisions as at June 30, 2012 for the French Networks.

The consequences, as assessed on June 30, 2012, of those disputes and tax risks that are liable to have or have recently had a significant impact on the financial position of the Group, its activities or results have been taken into account in the Group's financial statements.

3. Underwriting reserves of insurance companies

(In millions of euros)	June 30, 2012	December 31, 2011
Underwriting reserves for unit-linked policies	15,274	15,124
Life insurance underwriting reserves	67,914	67,155
Non-life insurance underwriting reserves	764	719
Deferred profit-sharing booked in the liabilities	193	-
Total	**84,145**	**82,998**
Deferred profit-sharing booked in the assets (5)	(576)	(2,235)
Attributable to reinsurers	(399)	(395)
Underwriting reserves of insurance companies net of the part attributable to reinsurers	**83,170**	**80,368**

(5) According to the CNC Recommendation of December 19, 2008, a recoverability test was carried out on the provisions for deferred profit-sharing booked in assets, to verify that the deduction of this amount from future profit-sharing for policyholders is highly probable. The accounting method used to determine the deferred profit-sharing booked in assets is based on the consideration of the fair value of the assets compared to their historical value. The recoverability test based on cash flow forecasts, relying on different economic assumptions of historical collection and repurchases is valid, given that its result does not call for the sale of loss-generating assets.

Secondly, forecasts on cash flows were carried out on the basis of different stress scenarios combining, or not, decreases in revenue and/or increases in redemptions, increases in interest rates, decreases on the equity markets and increases of bonds spreads and defaults.

Thus, in scenarios involving increases in interest rates (immediate and maintained over the forecast period), sharp decreases on the equity markets, global increases in issuer bond defaults, decreases in revenue of up to 50%, and the doubling or tripling of redemption over the period, it has been proved that no realisation of unrealised losses should be necessary to meet liquidity requirements over the forecast period. Finally, an additional 10% deterioration in these assumptions would have no impact on the validity of the recoverability test.

NOTE 13

Exposure to sovereign risk

1. Banking activities

1.1 Significant European exposure

The table below shows the Societe Generale Group's significant exposure to European sovereign risk by country as at June 30, 2012, in accordance with the methodology defined by the European Banking Authority (EBA) for the European bank capital requirements tests

(In millions of euros)	Banking book	Trading book	CDS - Fair value of net positions (1)	Net direct exposure (2)
France	16,232	465	31	**16,728**
Czech Republic	3,438	701	24	**4,163**
Germany	2,911	699	(15)	**3,595**
Italy	1,403	182	6	**1,591**
Romania	1,101	79	2	**1,182**
Spain	656	369	8	**1,033**
Total	**25,741**	**2,495**	**56**	**28,292**

(1) Difference between the market value of short positions and long positions.
(2) After allocation for write-down and excluding direct exposure to derivatives.

	CDS		
(In millions of euros)	CDS - Long positions	CDS - Short positions	CDS - Net positions (3)
France	74	98	24
Czech Republic	130	137	7
Germany	1,989	2,284	295
Italy	10,170	10,388	218
Romania	267	270	3
Spain	2,093	2,213	120
Total	**14,723**	**15,390**	**667**

(3) Difference between the nominal value of short positions and long positions.

1.2 Exposure to Greece

1.2.1 Sovereign portfolio

(In millions of euros)	December 31, 2011 *	Redemptions	Exchange	Disposals	June 30, 2012 (4)
Loans and receivables	6	-	(6)	-	-
Available-for-sale securities	311	(5)	(206)	(65)	35
Held-to-maturity securities	12	-	(12)	-	-
Total	**329**	**(5)**	**(224)**	**(65)**	**35**

** Figures as of December 31st, 2011 adjusted with the accrued interests and premiums and discounts.*

(4) Excluding unrealised gains and losses.

The exchange offer on Greek government bonds, open to private investors (PSI - Private Sector Involvement), was finalised during Q1 2012. Under this PSI, all Greek government bonds held by the Group were tendered in the exchange in March 2012, except for UK securities held by the Greek subsidiary Geniki for which exchange only took place in April 2012.

Accordingly, Greek government bonds tendered in the exchange under the PSI were fully derecognised on the exchange date and EFSF (European Financial Stability Fund) securities and the new Greek government bonds received were recorded directly in the Group's balance sheet at their fair value on that date.

The difference between the net book value as at December 31, 2011 of Greek government bonds previously classified in *available-for-sale financial assets* or *held-to-maturity financial assets* and the fair value of financial assets received during the exchange was recorded in profit and loss under the heading cost of risk for EUR -24 million. EFSF securities and the new Greek government bonds received were recorded in *available-for-sale financial assets;* disposals on these security lines between the exchange date and June 30, 2012 generated capital losses of EUR 9 million. As at June 30, 2012, Greek bonds in the banking book showed an unrealised loss of EUR 9 million; in the absence of an objective indication of impairment resulting from one or more events subsequent to the exchange, this unrealised loss was recorded in *gains and losses booked directly in shareholders' equity.*

As at December 31, 2011, sovereign exposure to Greece of the Group's trading book amounted to EUR 77 million. All securities in the trading book in March 2012 (during April for UK securities), classified among *financial assets at fair value through profit and loss,* were tendered in the exchange. EFSF securities and the new Greek government bonds received were recorded in *financial assets at fair value through profit and loss.* As at June 30, 2012, the trading book's sovereign exposure to Greece amounted to EUR 8 million.

As at June 30, 2012, the Group held no CDS on Greek sovereign debt.

1.2.2 Evaluation of risks

In 2012, public debt restructuring reduced the Greek government's financial constraint. In March, an exchange offer helped reduce the debt by EUR 95 billion. Virtually all Greek bonds were tendered in the exchange, given collective action clauses attached to these bonds. A coalition government was formed in June following new legislative elections, after an initial failure in May due to the lack of a consensus. The coalition encompasses the parties that signed the initial memorandum with the representatives of the European Commission, the International Monetary Fund and the European Central Bank (the "Troika") in order to obtain the bailout package granted to Greece (for a total amount of EUR 130 billion). Negotiations to adjust this package are under way and are expected to lead to the payment of a new bailout tranche at the beginning of September. However, these negotiations are proving to be difficult, with Greece having problems in identifying the additional savings needed in exchange for a longer timescale with regard to the structural adjustment programme and the implementation of measures to support growth.

NOTE 13 (continued)

1.2.3 Non sovereign portfolio

As at June 30, 2012, the Group's exposure to Greek non-sovereign risk breaks down as follows (by type of client):

(In millions of euros)	June 30, 2012
Banks	36
Companies	1,536
Retail clients	1,120
Local authorities	-
Securitisation	-
Total	**2,692**

Exposure to Geniki

As at June 30, 2012, SG Group hold a subordinated debts of EUR 125 million granted to its subsidiary. In the same date, loan outstanding assets rise to EUR 2,149 million on deposit outstanding to EUR 2,022 million.

1.3 Countries having been the subject of a European Union rescue plan or benefiting from European Union aid for their banking sector

1.3.1 Detail of exposure

As at June 30, 2012, sovereign risk exposure with respect to countries having been the subject of a European Union (EU) rescue plan, or having requested it, or benefiting from European Union aid for their banking sector, presented according to EBA methodology is as follows:

(In millions of euros)	Banking book	Trading book	CDS - Fair value of net positions (5)	Net direct exposure (6)
Cyprus	-	-	-	**-**
Spain	656	369	8	**1,033**
Ireland	304	(6)	3	**301**
Portugal	-	119	(10)	**109**
Total	**960**	**482**	**1**	**1,443**

(5) Difference between the market value of short positions and long positions.

(6) After allocation for write-down and excluding direct exposure to derivatives.

	CDS		
(In millions of euros)	CDS - Long positions	CDS - Short positions	CDS - Net positions (7)
Cyprus	-	-	-
Spain	2,093	2,213	120
Ireland	511	516	5
Portugal	1,027	1,111	84
Total	**3,631**	**3,840**	**209**

(7) Difference between the nominal value of short positions and long positions.

1.3.2 Changes in exposure

Changes in the Group's exposure to sovereign risk in the banking book during H1 2012 are presented in the table below:

(In millions of euros)	December 31, 2011 *	Acquisitions	Disposals	Redemptions	June 30, 2012 (8)
Cyprus	-	-	-	-	-
Spain	706	-	-	(50)	656
Ireland	309	-	-	(5)	304
Portugal	217	-	(10)	(207)	-
Total	**1,232**	**-**	**(10)**	**(262)**	**960**

** Amounts adjusted with respect to the published financial statements as at December 31, 2011.*

(8) Excluding unrealised gains and losses.

Changes in the Group's exposure to sovereign risk in the trading book and CDS during H1 2012 are presented in the table below:

	Trading book		CDS - Fair value of net positions (9)	
(In millions of euros)	December 31, 2011	June 30, 2012	December 31, 2011	June 30, 2012
Cyprus	-	-	-	-
Spain	283	369	14	8
Ireland	48	(6)	4	3
Portugal	210	119	(8)	(10)
Total	**541**	**482**	**10**	**1**

(9) Difference between the market value of short positions and long positions.

NOTE 13 (continued)

1.3.3 Evaluation of risks

Greece remains a "unique and exceptional" case. There is no debt restructuring plan in the other countries subject to the bailout package. The European Summit on June 18 and 19 reinforced the aid instruments to countries in difficulty via the easing of aid mechanisms (EFSF or European Stability Mechanism (ESM)). These tools will have the ability to directly recapitalize banks, once a unique supervision mechanism has been put in place in the euro zone. These instruments will also be able to purchase public debt in primary and secondary markets.

The Troïka has approved the payment of the next bailout tranches for countries included in the programme. In Ireland, like Portugal, the implementation of reforms is considered to be satisfactory, despite sluggish economic prospects and concerns over the level of unemployment. Ireland wants to ease the conditions of its programme following European aid to the Spanish banking sector. A specific maximum bailout of EUR 100 billion has been announced by the European Union for Spanish banks. This amount appears to be sufficient and is not connected to a rescue plan for the country. Although the definitive financing arrangement is not yet known, the risk of a banking crisis has diminished.

On these bases, exposure to Ireland, Portugal and Spain does not reflect a default situation that would justify an impairment in the financial statements as at June 30, 2012.

1.3.4 Amount of unrealised losses on available-for-sale financial assets

(In millions of euros)	**June 30, 2012**
Cyprus	-
Spain	(8)
Ireland	(6)
Portugal	-
Total	**(14)**

1.3.5 Fair value of held-to-maturity financial assets

(In millions of euros)	**Book value as at June 30, 2012**	**Fair value as at June 30, 2012**
Cyprus	-	-
Spain	311	300
Ireland	-	-
Portugal	-	-
Total	**311**	**300**

2. Insurance activities

The insurers of the Societe Generale Group mainly hold government bonds for the investment purposes of life insurance policies. Net exposure to the bonds equals the insurer's residual exposure after the application of contractual tax and profit-sharing rules, in the event of the issuer's total default.
Exposure to countries having been the subject of a European Union rescue plan is presented below:

(In millions of euros)	**Gross exposure (10)**	**Net exposure**
Greece	2	-
Cyprus	-	-
Spain	1,372	62
Ireland	498	27
Portugal	192	11
Total	**2,064**	**100**

(10) Gross exposure (net book value) to EUR-denominated vehicles.

The Greek government bonds held by the Group as at December 31, 2011, which represented gross exposure of EUR 30 million, were tendered in the exchange in March 2012.
For the other countries benefiting from a European Union rescue plan, gross and net exposure did not vary significantly during H1 2012.

Note 14

Unrealised or deferred gains and losses

(In millions of euros)

Change in unrealised or deferred gains and losses	June 30, 2012	Period	December 31, 2011
Translation differences [(1)]	**(13)**	**304**	**(317)**
Revaluation differences		304	
Recycled to P&L		-	
Revaluation of available-for-sale assets	**(249)**	**974**	**(1,223)**
Revaluation differences		1,234	
Recycled to P&L		(260)	
Hedge derivatives revaluation	**113**	**36**	**77**
Revaluation differences		36	
Recycled to P&L		-	
Unrealised or deferred gains and losses from companies accounted for by the equity method	**14**	**5**	**9**
Tax	**172**	**(308)**	**480**
TOTAL	**37**	**1,011**	**(974)**

	June 30, 2012			December 31, 2011		
(In millions of euros)	Gross Value	Tax	Net of tax	Gross Value	Tax	Net of Tax
Translation differences [(1)]	(13)		(13)	(317)		(317)
Revaluation of available-for-sale assets	(249)	219	(30)	(1,223)	514	(709)
Hedge derivatives revaluation	113	(43)	70	77	(31)	46
Unrealised or deferred gains and losses from companies accounted for by the equity method	14	(4)	10	9	(3)	6
Total unrealised or deferred gains and losses	**(135)**	**172**	**37**	**(1,454)**	**480**	**(974)**
Group share			**(71)**			**(1,015)**
Non-controlling interests			**108**			**41**

(1) The variation in Group translation differences for 2012 amounted to EUR 299 million.

This variation was mainly due to the increase against the Euro of the Pound sterling (EUR 129 million), the US Dollar (EUR 106 million), and the Russian Rouble (EUR 27 million). The variation in translation differences attributable to non-controlling interests amounted to EUR 5 million.
This is mainly due to the increase against the Euro of the Russian Rouble (EUR 9 million), the Egyptian Pound (EUR 7 million) and the Czech koruna (EUR 6 million), largely offset by the decrease of the Romanian Leu (EUR -16 million).

Note 15

Interest income and expense

(In millions of euros)	June 30, 2012	December 31, 2011	June 30, 2011
Transactions with banks	**1,008**	**2,375**	**922**
Demand deposits and interbank loans	587	1,642	722
Securities purchased under resale agreements and loans secured by notes and securities	421	733	200
Transactions with customers	**8,297**	**17,827**	**8,434**
Trade notes	341	699	317
Other customer loans	7,537	16,163	7,681
Overdrafts	368	771	375
Securities purchased under resale agreements and loans secured by notes and securities	51	194	61
Transactions in financial instruments	**5,445**	**10,639**	**5,027**
Available-for-sale financial assets	1,847	3,803	1,837
Held-to-maturity financial assets	28	72	38
Securities lending	7	20	13
Hedging derivatives	3,563	6,744	3,139
Finance leases	**788**	**1,548**	**718**
Real estate finance leases	144	287	137
Non-real estate finance leases	644	1,261	581
Total interest income	**15,538**	**32,389**	**15,101**
Transactions with banks	**(860)**	**(1,728)**	**(677)**
Interbank borrowings	(684)	(1,331)	(587)
Securities sold under resale agreements and borrowings secured by notes and securities	(176)	(397)	(90)
Transactions with customers	**(3,468)**	**(7,718)**	**(3,301)**
Regulated savings accounts	(672)	(1,253)	(591)
Other customer deposits	(2,706)	(6,029)	(2,485)
Securities sold under resale agreements and borrowings secured by notes and securities	(90)	(436)	(225)
Transactions in financial instruments	**(5,104)**	**(10,735)**	**(4,915)**
Securitised debt payables	(1,299)	(2,591)	(1,209)
Subordinated and convertible debt	(199)	(492)	(250)
Securities borrowing	(53)	(49)	(38)
Hedging derivatives	(3,553)	(7,603)	(3,418)
Other interest expense	**(1)**	**(1)**	**-**
Total interest expense (1)	**(9,433)**	**(20,182)**	**(8,893)**
Including interest income from impaired financial assets	293	478	235

(1) These expenses include the refinancing cost of financial instruments at fair value through P&L, which is classified in net gain or loss (see note 17). Insofar as income and expenses booked in the income statement are classified by type of instrument rather than by purpose, the net income generated by the activities in financial instruments at fair value through P&L must be assessed as a whole.

Note 16

Fee income and expense

(In millions of euros)	**June 30, 2012**	**December 31, 2011**	**June 30, 2011**
Fee income from			
Transactions with banks	128	162	123
Transactions with customers	1,345	2,885	1,455
Securities transactions	252	583	338
Primary market transactions	123	175	164
Foreign exchange transactions and financial derivatives	646	864	445
Loan and guarantee commitments	389	799	401
Services	2,000	4,106	2,059
Others	164	324	164
Total fee income	**5,047**	**9,898**	**5,149**
Fee expense on			
Transactions with banks	(71)	(153)	(130)
Securities transactions	(257)	(637)	(307)
Foreign exchange transactions and financial derivatives	(605)	(717)	(361)
Loan and guarantee commitments	(71)	(154)	(61)
Others	(489)	(1,058)	(497)
Total fee expense	**(1,493)**	**(2,719)**	**(1,356)**

Note 17

Net gains and losses on financial instruments at fair value through P&L

(In millions of euros)	**June 30, 2012**	**December 31, 2011**	**June 30, 2011**
Net gain/loss on non-derivative financial assets held for trading	3,295	(485)	2,796
Net gain/loss on financial assets measured using fair value option	(201)	(583)	558
Net gain/loss on non-derivative financial liabilities held for trading	(3,684)	(3,187)	(3,516)
Net gain/loss on financial liabilities measured using fair value option	(535)	(492)	(804)
Net gain/loss on derivative instruments	2,543	8,310	3,421
Net gain/loss on fair value hedging instruments	687	1,729	(31)
Revaluation of hedged items attributable to hedged risks	(505)	(2,010)	181
Ineffective portion of cash flow hedge	-	-	-
Net gain/loss on foreign exchange transactions	493	1,152	(306)
Total [1]	**2,093**	**4,434**	**2,299**

(1) Insofar as income and expenses booked in the income statement are classified by type of instrument rather than by purpose, the net income generated by activities in financial instruments at fair value through P&L must be assessed as a whole. It should be noted that the income shown here does not include the refinancing cost of these financial instruments, which is shown under interest expense and interest income.

The remaining amount to be recorded in the income statement resulting from the difference between the transaction price and the amount which would be established at this date using valuation techniques, minus the amount recorded in the income statement after initial recognition in the accounts, breaks down as follows:

(In millions of euros)	**June 30, 2012**	**December 31, 2011**	**June 30, 2011**
Remaining amount to be recorded in the income statement at the beginning of the period	765	796	796
Amount generated by new transactions within the period	179	348	195
Amount recorded in the income statement within the period	(146)	(379)	(209)
Amortisation	*(85)*	*(188)*	*(93)*
Switch to observable parameters	*(10)*	*(93)*	*(31)*
Expired or terminated	*(51)*	*(114)*	*(67)*
Translation differences	*-*	*16*	*(18)*
Remaining amount to be recorded in the income statement at the end of the period	**798**	**765**	**782**

This amount is recorded in the income statement over time or when the valuation techniques switch to observable parameters.

Note 18

Net gains and losses on available-for-sale financial assets

(In millions of euros)	**June 30, 2012**	**December 31, 2011**	**June 30, 2011**
Current activities			
Gains on sale [1]	467	1,036	254
Losses on sale [2]	(134)	(846)	(248)
Impairment losses on variable-income securities	(31)	(208)	(21)
Deferred profit-sharing on available-for-sale financial assets of insurance subsidiaries	(38)	(32)	(20)
Sub-total	**264**	**(50)**	**(35)**
Long-term equity investments			
Gains on sale	51	158	108
Losses on sale	(9)	(10)	(5)
Impairment losses on variable-income securities	(82)	(100)	(6)
Sub-total	**(40)**	**48**	**97**
Total	**224**	**(2)**	**62**

(1) O/w EUR 116 million for Insurance activities as at June 30, 2012.

(2) O/w EUR -41 million for Insurance activities as at June 30, 2012.

Note 19

Personnel expenses

(In millions of euros)	June 30, 2012	December 31, 2011	June 30, 2011
Employee compensation	(3,533)	(7,118)	(3,545)
Social security charges and payroll taxes	(884)	(1,516)	(871)
Net pension expenses - defined contribution plans	(313)	(615)	(310)
Net pension expenses - defined benefit plans	(63)	(120)	(59)
Employee profit-sharing and incentives	(134)	(297)	(167)
Total	**(4,927)**	**(9,666)**	**(4,952)**

Note 20
Share-based payment plans

1. Expenses recorded in the income statement

(In millions of euros)	June 30, 2012			December 31, 2011			June 30, 2011		
	Cash settled plans	Equity settled plans	Total plans	Cash settled plans	Equity settled plans	Total plans	Cash settled plans	Equity settled plans	Total plans
Net expenses from stock purchase plans *	-	-	-	-	-	**-**	-	-	**-**
Net expenses from stock option and free share plans	110.2	70.4	180.6	278.2	171.8	**450.0**	119.4	96.4	**215.8**

* See paragraph 3. Allocation of Societe Generale shares with a discount.

2. Main characteristics of new plans granted in the first half of 2012

Equity settled plans for Group employees for the half year ended June 30,2012 are briefly described below:

Issuer	**Societe Generale**
Year of grant	**2012**
Type of plan	**performance shares**
Shareholders agreement	05.25.2010
Board of Directors decision	03.02.2012
Number of free shares granted	2,975,763
Settlement	Societe Generale shares
Vesting period	03.02.2012 - 03.31.2014 (1) (2)
Performance conditions	yes (3)
Resignation from the Group	forfeited
Redundancy	forfeited
Retirement	maintained
Death	maintained for 6 months
Share price at grant date	25.39
Shares forfeited at June 30, 2012	801
Shares outstanding at June 30, 2012	2,974,962
Number of shares reserved at June 30, 2012	2,974,962
Share price of shares reserved (in EUR)	29.75
Total value of shares reserved (in EUR million)	89
First authorised date for selling the shares	04.01.2016
Delay for selling after vesting period	2 years (4)
Fair value (% of the share price at grant date)	86%
Valuation method used to determine the fair value	Arbitrage

(1) For non-french tax residents, the vesting period is increased by two years.

(2) In accordance with the provision of the Ministerial Order issued in France on November 3, 2009 and related to the remunerations of employees whose activities may have consequences on the risk exposure of banks and investment companies, the expense related to share-based payments granted to employees in financial markets is recorded in the income statement over the vesting period i.e beginning on January 1st, 2011 for this 2012 plan.

(3) The performance conditions depend on the division, the business line, the category of population. There are based on performance indicators as the net income, the operating income, the operating losses. The performance condition called "Group performance condition" which is applied to the most larger beneficiaries is based on the net income, Group share 2013.

(4) For non-french tax residents, there is no mandatory holding period.

3. Information on other plans

ALLOCATION OF SOCIETE GENERALE SHARES WITH A DISCOUNT

Global employee share-ownership plan

As part of the Group employee shareholding policy, Societe Generale offered on the 04/02/12 to employees of the Group to subscribe to a reserved capital increase at a share price of EUR 19.19, with a discount of 20% reported at the average of the 20 Societe Generale share prices before this date.

Number of shares subscribed was 4,191,357 . There is no expense for this plan. Indeed, the valuation model used, which complies with the recommendation of the National Accounting Council on the accounting treatment of company savings plans, compares the gain the employee would have obtained if he had been able to sell the shares immediately and the notional cost that the 5-year holding period represents to the employee. This model leads to a unit value equal to 0 because the average of the closing trading prices for the SG shares during the subscription period (from April, 23 to May, 7) was below the subscription price offered to the employees.

Note 21

Cost of risk

(In millions of euros)	**June 30, 2012**	**December 31, 2011**	**June 30, 2011**
Counterparty risk			
Net allocation to impairment losses	(1,557)	(4,012)	(1,894)
Losses not covered	**(258)**	**(430)**	**(190)**
on bad loans	(240)	(379)	(174)
on other risks	(18)	(51)	(16)
Amounts recovered	**82**	**184**	**77**
on bad loans	67	167	72
on other risks	15	17	5
Other risks			
Net allocation to other provisions	9	(72)	(56)
Total (1)	**(1,724)**	**(4,330)**	**(2,063)**

(1) O/w EUR -153 million for legacy assets as at June 30, 2012, and EUR -226 million as at June 30, 2011.

Note 22

Income tax

(In millions of euros)	**June 30, 2012**	**December 31, 2011**	**June 30, 2011**
Current taxes	(588)	(970)	(737)
Deferred taxes	(151)	(353)	50
Total taxes (1)	**(739)**	**(1,323)**	**(687)**

(1) Reconciliation of the difference between the Group's standard tax rate and its effective tax rate:

	June 30, 2012	**December 31, 2011**	**June 30, 2011**
Income before tax excluding net income from companies accounted for by the equity method and impairment losses on goodwill (in millions of euros)	2,533	4,282	2,506
Normal tax rate applicable to French companies (including 3.3% tax contributions)	34.43%	34.43%	34.43%
Permanent differences	-0.19%	0.11%	-1.59%
Differential on items taxed at reduced rate	0.00%	-0.27%	-0.69%
Tax rate differential on profits taxed outside France	-5.29%	-4.93%	-5.76%
Impact of non-deductible losses and use of tax losses carried forward	0.22%	1.56%	1.01%
Group effective tax rate	**29.17%**	**30.90%**	**27.40%**

In France, the standard corporate income tax rate is 33.33%. Additionally, a Contribution Sociale (national contribution payment based on pre-tax earnings) was introduced in 2000 equal to 3.3% (after a deduction from basic taxable income of EUR 0.76 million). In 2011, an additional contribution of 5% was introduced for companies which generate profit and revenue higher than EUR 250 million.
Since January 1, 2011, 90% of long-term capital gains on equity investments are exempted, resulting in an effective rate of 3.44%.
Dividends from companies in which Societe Generale's interest is at least 5% are tax exempt.

The standard tax rate applicable to French companies to determine their deferred tax is 34.43%. The reduced rate is 3.44% taking into account the nature of the taxed transactions.

Note 23

Earnings per share

(In millions of euros)	**June 30, 2012**	**December 31, 2011**	**June 30, 2011**
Net income, Group share	1,165	2,385	1,663
Net attributable income to deeply subordinated notes	(133)	(273)	(150)
Net attributable income to perpetual subordinated notes shareholders	(8)	(25)	(12)
Net gain related to the redemption of the deeply subordinated notes at a price below the issuance value	2	276	-
Net attributable income to ordinary shareholders	**1,026**	**2,363**	**1,501**
Weighted average number of ordinary shares outstanding (1)	750,226,983	739,383,366	733,928,289
Earnings per ordinary share (In EUR)	**1.37**	**3.20**	**2.05**

(In millions of euros)	**June 30, 2012**	**December 31, 2011**	**June 30, 2011**
Net income, Group share	1,165	2,385	1,663
Net attributable income to deeply subordinated notes	(133)	(273)	(150)
Net attributable income to perpetual subordinated notes shareholders	(8)	(25)	(12)
Net gain related to the redemption of the deeply subordinated notes at a price below the issuance value	2	276	-
Net attributable income to ordinary shareholders	**1,026**	**2,363**	**1,501**
Weighted average number of ordinary shares outstanding (1)	750,226,983	739,383,366	733,928,289
Average number of ordinary shares used in the dilution calculation (2)	1,246,558	2,723,995	2,954,152
Weighted average number of ordinary shares used in the calculation of diluted net earnings per share	751,473,541	742,107,361	736,882,441
Diluted earnings per ordinary share (In EUR)	**1.37**	**3.18**	**2.04**

(1) Excluding treasury shares.

(2) The number of shares used in the dilution calculation is computed using the "shares buy-back" method and takes into account free shares and stock-options plans.
Stock-option plans' dilutive effect depends on the average stock-market price of Societe Generale which is EUR 19.70 for 2012.
The number of shares used in the dilution calculation also includes free shares without performance condition of 2009 and 2010 plans.

Note 24

Segment information

Segment information by business lines

(In millions of euros)	French Networks June 30, 2012	French Networks December 31, 2011	French Networks June 30, 2011	International Retail Banking June 30, 2012	International Retail Banking December 31, 2011	International Retail Banking June 30, 2011	Specialised Financial Services and Insurance June 30, 2012	Specialised Financial Services and Insurance December 31, 2011	Specialised Financial Services and Insurance June 30, 2011
Net banking income	4,083	8,165	4,076	2,465	5,017	2,449	1,726	3,443	1,744
Operating Expenses (1)	(2,624)	(5,248)	(2,617)	(1,516)	(2,988)	(1,492)	(908)	(1,846)	(928)
Gross operating income	**1,459**	**2,917**	**1,459**	**949**	**2,029**	**957**	**818**	**1,597**	**816**
Cost of risk	(415)	(745)	(339)	(710)	(1,284)	(591)	(334)	(829)	(427)
Operating income	**1,044**	**2,172**	**1,120**	**239**	**745**	**366**	**484**	**768**	**389**
Net income from companies accounted for by the equity method	4	10	4	2	13	5	(7)	(33)	9
Net income / expense from other assets	-	1	1	(3)	-	4	(2)	(5)	(2)
Impairment of goodwill	-	-	-	(250)	-	-	-	(200)	-
Earnings before tax	**1,048**	**2,183**	**1,125**	**(12)**	**758**	**375**	**475**	**530**	**396**
Income tax	(356)	(739)	(381)	(52)	(161)	(82)	(138)	(219)	(111)
Net income before non-controlling interests	**692**	**1,444**	**744**	**(64)**	**597**	**293**	**337**	**311**	**285**
Non-controlling interests	6	16	8	122	272	133	7	14	8
Net income, Group share	**686**	**1,428**	**736**	**(186)**	**325**	**160**	**330**	**297**	**277**

Private Banking, Global Investment Management and Services

(In millions of euros)	Asset Management June 30, 2012	Asset Management December 31, 2011	Asset Management June 30, 2011	Private Banking June 30, 2012	Private Banking December 31, 2011	Private Banking June 30, 2011	SGSS, Brokers June 30, 2012	SGSS, Brokers December 31, 2011	SGSS, Brokers June 30, 2011
Net banking income	159	344	169	374	762	414	553	1,063	544
Operating Expenses (1)	(146)	(342)	(165)	(305)	(619)	(310)	(505)	(1,006)	(508)
Gross operating income	**13**	**2**	**4**	**69**	**143**	**104**	**48**	**57**	**36**
Cost of risk	1	-	-	(1)	(1)	(11)	(7)	(12)	(13)
Operating income	**14**	**2**	**4**	**68**	**142**	**93**	**41**	**45**	**23**
Net income from companies accounted for by the equity method	61	98	62	-	-	-	-	-	-
Net income / expense from other assets	-	-	-	-	2	-	10	(8)	2
Impairment of goodwill	(200)	-	-	-	-	-	-	(65)	-
Earnings before tax	**(125)**	**100**	**66**	**68**	**144**	**93**	**51**	**(28)**	**25**
Income tax	(5)	(1)	(1)	(18)	(29)	(18)	(17)	(13)	(8)
Net income before non-controlling interests	**(130)**	**99**	**65**	**50**	**115**	**75**	**34**	**(41)**	**17**
Non-controlling interests	1	-	-	-	-	1	1	2	-
Net income, Group share	**(131)**	**99**	**65**	**50**	**115**	**74**	**33**	**(43)**	**17**

(In millions of euros)	Corporate and Investment Banking (2) June 30, 2012	Corporate and Investment Banking (2) December 31, 2011	Corporate and Investment Banking (2) June 30, 2011	Corporate Centre (3) June 30, 2012	Corporate Centre (3) December 31, 2011	Corporate Centre (3) June 30, 2011	Societe Generale Group June 30, 2012	Societe Generale Group December 31, 2011	Societe Generale Group June 30, 2011
Net banking income (2)	3,090	5,980	4,115	133	862	(389)	12,583	25,636	13,122
Operating Expenses (1)	(2,225)	(4,748)	(2,478)	(90)	(239)	(119)	(8,319)	(17,036)	(8,617)
Gross operating income	**865**	**1,232**	**1,637**	**43**	**623**	**(508)**	**4,264**	**8,600**	**4,505**
Cost of risk	(237)	(563)	(281)	(21)	(896)	(401)	(1,724)	(4,330)	(2,063)
Operating income	**628**	**669**	**1,356**	**22**	**(273)**	**(909)**	**2,540**	**4,270**	**2,442**
Net income from companies accounted for by the equity method	-	-	-	1	6	(2)	61	94	78
Net income / expense from other assets	3	76	65	(15)	(54)	(6)	(7)	12	64
Impairment of goodwill	-	-	-	-	-	-	(450)	(265)	-
Earnings before tax	**631**	**745**	**1,421**	**8**	**(321)**	**(917)**	**2,144**	**4,111**	**2,584**
Income tax	(140)	(97)	(376)	(13)	(64)	290	(739)	(1,323)	(687)
Net income before non-controlling interests	**491**	**648**	**1,045**	**(5)**	**(385)**	**(627)**	**1,405**	**2,788**	**1,897**
Non-controlling interests	9	13	5	94	86	79	240	403	234
Net income, Group share	**482**	**635**	**1,040**	**(99)**	**(471)**	**(706)**	**1,165**	**2,385**	**1,663**

(1) Including depreciation and amortisation.

(3) Income and expense not directly related to the business lines' activity are recorded under the Corporate Centre's profit and loss.

(2) Breakdown of Net banking income by business for "Corporate and Investment Banking":

(In millions of euros)	June 30, 2012	December 31, 2011	June 30, 2011
Global Markets	2,594	4,141	2,734
Financing and Advisory	665	2,315	1,296
Legacy Assets	(169)	(476)	85
Total Net banking income	**3,090**	**5,980**	**4,115**

(In millions of euros)	French Network June 30, 2012	French Network December 31, 2011	International Retail Banking June 30, 2012	International Retail Banking December 31, 2011	Specialised Financial Services and Insurance June 30, 2012	Specialised Financial Services and Insurance December 31, 2011
Segment assets	203,603	197,688	98,119	97,604	138,823	136,692
Segment liabilities (4)	167,650	158,583	79,941	76,905	93,150	90,405

Private Banking, Global Investment Management and Services

(In millions of euros)	Asset Management June 30, 2012	Asset Management December 31, 2011	Private Banking June 30, 2012	Private Banking December 31, 2011	SGSS, Brokers June 30, 2012	SGSS, Brokers December 31, 2011
Segment assets	2,748	2,846	22,891	21,110	59,184	48,704
Segment liabilities (4)	527	546	25,352	22,217	71,754	62,613

(In millions of euros)	Corporate and Investment Banking June 30, 2012	Corporate and Investment Banking December 31, 2011	Corporate Centre (5) June 30, 2012	Corporate Centre (5) December 31, 2011	Societe Generale Group June 30, 2012	Societe Generale Group December 31, 2011
Segment assets	655,676	614,652	65,622	62,076	1,246,666	1,181,372
Segment liabilities (4)	718,145	658,468	37,264	60,523	1,193,783	1,130,260

(4) Segment liabilities correspond to debts (i.e. total liabilities except equity).

(5) Assets and liabilities not directly related to the business lines' activities are recorded on the Corporate Centre's balance sheet. Thus the debt revaluation differences linked to own credit risk and the revaluation differences of the credit derivative instruments hedging the loans and receivables portfolios are allocated to the Corporate Centre.

Note 24 (continued)

Segment information

Segment information by geographical region

Geographical breakdown of net banking income

(In millions of euros)	France			Europe			Americas		
	June 30, 2012	December 31, 2011 *	June 30, 2011 *	June 30, 2012	December 31, 2011 *	June 30, 2011 *	June 30, 2012	December 31, 2011 *	June 30, 2011 *
Net interest and similar income	3,078	6,104	3,279	2,247	4,508	2,194	213	748	276
Net fee income	2,194	4,328	2,342	844	1,745	897	212	480	276
Net income / expense from financial transactions	129	1,801	369	1,102	1,437	929	607	585	674
Other net operating income	73	391	(16)	467	986	580	(3)	6	34
Net banking income	**5,474**	**12,623**	**5,974**	**4,660**	**8,676**	**4,600**	**1,029**	**1,819**	**1,260**

(In millions of euros)	Asia			Africa			Oceania			Total		
	June 30, 2012	December 31, 2011 *	June 30, 2011 *	June 30, 2012	December 31, 2011 *	June 30, 2011 *	June 30, 2012	December 31, 2011 *	June 30, 2011 *	June 30, 2012	December 31, 2011	June 30, 2011
Net interest and similar income	55	180	96	551	981	468	45	106	55	6,189	12,627	6,368
Net fee income	64	186	71	216	392	183	24	48	24	3,554	7,179	3,793
Net income / expense from financial transactions	453	569	372	25	40	20	1	-	(2)	2,317	4,432	2,362
Other net operating income	(21)	(9)	-	6	21	-	1	3	1	523	1,398	599
Net banking income	**551**	**926**	**539**	**798**	**1,434**	**671**	**71**	**157**	**78**	**12,583**	**25,636**	**13,122**

Geographical breakdown of balance sheet items

(In millions of euros)	France		Europe		Americas	
	June 30, 2012	December 31, 2011 *	June 30, 2012	December 31, 2011 *	June 30, 2012	December 31, 2011 *
Segment assets	964,696	926,920	135,950	123,941	96,266	88,291
Segment liabilities (6)	918,819	882,690	130,351	118,432	98,388	90,124

(In millions of euros)	Asia		Africa		Oceania		Total	
	June 30, 2012	December 31, 2011 *	June 30, 2012	December 31, 2011 *	June 30, 2012	December 31, 2011 *	June 30, 2012	December 31, 2011
Segment assets	22,124	15,106	25,045	24,601	2,585	2,513	1,246,666	1,181,372
Segment liabilities (6)	21,105	14,352	22,702	22,318	2,418	2,344	1,193,783	1,130,260

(6) Segment liabilities correspond to debts (i.e. total liabilities except equity).

* Amounts adjusted with respect to the 2011 published financial statements.

Note 25

Post Closing Events

New tax additional to the systemic risk tax

A bill for a second amended finance act for 2012 has been presented to the French government on July, 4th 2012, which proposes to establish an exceptional tax to be paid by certain financial institutions.
This proposal was adopted in first reading by the National Assembly on July 19th, 2012 and by the Senate on July 27th, 2012.
This tax is additional to the existing systemic risk tax and will be due on August, 31st 2012 and paid on September, 30th 2012 at the latest.
For Societe Generale group, this additional tax will amount to EUR 68 million and will entirely be recorded in the income statement for the second half of 2012.

6.2 Statutory Auditors' Review Report on the First Half-yearly Financial Information for 2012

DELOITTE & ASSOCIES
185, avenue Charles de Gaulle
92524 Neuilly-sur-Seine Cedex
S.A. au capital de € 1.723.040

Commissaire aux Comptes
Membre de la compagnie
régionale de Versailles

ERNST & YOUNG et Autres
1/2, place des Saisons
92400 Courbevoie - Paris-La Défense 1
S.A.S. à capital variable

Commissaire aux Comptes
Membre de la compagnie
régionale de Versailles

SOCIÉTÉ GÉNÉRALE

Société Anonyme

17, Cours Valmy

92972 Paris-La Défense Cedex

Statutory Auditor's Review Report on the first half-yearly Financial Information

Period from January 1 to June 30, 2012

This is a free translation into English of the statutory auditors' review report on the condensed half-yearly consolidated financial statements issued in French and it is provided solely for the convenience of English-speaking users. This report also includes information relating to the specific verification of information presented in the Group's interim management report.
This report should be read in conjunction with and construed in accordance with French law and professional standards applicable in France.

Statutory auditor's review report on the first half-yearly financial information

To the Shareholders,

In compliance with the assignment entrusted to us by your annual general meeting and in accordance with the requirements of article L. 451-1-2 III of the French monetary and financial Code (Code monétaire et financier), we hereby report to you on:

• the review of the accompanying condensed half-yearly consolidated financial statements of Société Générale, for the period January 1 to June 30, 2012, and

• the verification of the information contained in the interim management report.

These condensed half-yearly consolidated financial statements are the responsibility of the Board of Directors. Our role is to express a conclusion on these financial statements based on our review.

1. Conclusion on the financial statements

We conducted our review in accordance with professional standards applicable in France. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with professional standards applicable in France and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to believe that the condensed half-yearly consolidated financial statements are not prepared in all material respects in accordance with IAS 34 – standard of the IFRSs as adopted by the European Union applicable to interim financial information.

2. Specific verification

We have also verified the information presented in the interim management report in respect of the condensed half-yearly consolidated financial statements subject to our review.

We have no matters to report as to its fair presentation and its consistency with the condensed half-yearly consolidated financial statements.

Neuilly-sur-Seine and Paris-La Défense, August 2, 2012

The statutory auditors

French original signed by

DELOITTE & ASSOCIES

Jean-Marc Mickeler

ERNST & YOUNG et Autres

Isabelle Santenac

6.3 Second quarter 2012 results *(press release dated august 32nd, 2012)*

QUARTERLY FINANCIAL INFORMATION

Paris, August 1st, 2012

Q2 2012: SIGNIFICANT INCREASE IN THE CORE TIER 1 RATIO(1), TO 9.9% (+51 BP)

RESILIENT BUSINESS PERFORMANCE: UNDERLYING GROUP NET INCOME OF EUR 793M(2)

- **Total NBI: EUR 6.3bn, -3.6% vs. Q2 11**

  Stable NBI for retail banking activities (French Networks and International Retail Banking, Specialised Financial Services & Insurance)
- **Decline in operating expenses: -6.0% vs. Q2 11**
- **Cost of risk under control: EUR -822m, +6 bp(3) vs. Q1 12**
- **Continued deleveraging efforts, risk-weighted assets down EUR -6.5bn in Q2 12**
- **Book Group net income of EUR 433m**

H1 2012: INCREASE OF +85 BP IN BASEL 2.5 CORE TIER 1 CAPITAL

- **Total NBI: EUR 12.6bn, -4.1% vs. H1 11, stable for retail banking activities**
- **Operating expenses down -3.5% vs. H1 11**
- **Underlying Group net income(2) of EUR 1,966m**

  Book Group net income of EUR 1,165m
- **EPS(4) : EUR 1.37**

(1) according to EBA Basel 2.5 standards (Basel 2 standards incorporating CRD3 requirements)

(2) Excluding non-economic or non-recurring items and legacy assets. Non-economic items: revaluation of own financial liabilities and the Group's loan portfolio hedges. Non-recurring items: goodwill write-down, capital gains or losses on available-for-sale assets, impact on profit and loss of debt buybacks, and deleveraging.

(3) Annualised, excluding litigation issues, legacy and Greek sovereign assets, in respect of assets at the beginning of the period.

(4) after deducting interest, net of tax effect, to be paid to holders of deeply subordinated notes and undated subordinated notes (respectively EUR -133 million and EUR -8 million). At end-June 2012, the capital gain net of tax and accrued unpaid interest relating to buybacks of deeply subordinated notes amounted to EUR 2 million.

* When adjusted for changes in Group structure and at constant exchange rates

The Board of Directors of Societe Generale met on July 31st, 2012 and examined the Group's financial statements for Q2 and H1 2012. Second quarter Group net income was EUR +433 million and net banking income totalled EUR 6,272 million. First half Group net income totalled EUR +1,165 million for net banking income of EUR 12,583 million.

These results include:

- The contribution to income of **Corporate and Investment Banking's legacy assets** (EUR -114 million in Q2 and EUR -242 million in H1)
- **Non-recurring items** (effect of loan disposals related to deleveraging, Greek sovereign debt write-downs, hybrid debt buyback, goodwill write-down, and capital gains or losses on available-for-sale assets) reducing Group net income by EUR -391 million in Q2 and EUR -563 million in H1
- **Non-economic items** (revaluation of own financial liabilities and the Group's loan portfolio hedges) which made a contribution of EUR +145 million to Group net income in Q2 and EUR +4 million in H1.

When restated for these items, underlying Group net income amounted to EUR 793 million in Q2 and EUR 1,966 million in H1.

Q2 was marked by a significant slowdown in economic growth in Europe and continuing strong tensions in European financial markets, with investors holding back on their investments pending durable solutions to the sovereign debt crisis. In France, the elections also prompted a "wait-and-see" attitude, due to the lack of visibility on the country's new economic policies.

The results of the French Networks provided further evidence of their solidity in a French economy experiencing very weak growth. International Retail Banking was impacted by the economic crisis in Romania and the Group was obliged to write down Rosbank's goodwill, given the slower than expected momentum of the Russian operating infrastructure. Specialised Financial Services & Insurance posted satisfactory earnings, underpinned by healthy margins and the quality of its commercial franchises. Corporate & Investment Banking and Private Banking, Global Investment Management and Services operated in sluggish and generally declining financial markets. The Group was prompted to write down the goodwill of the TCW subsidiary to take account of the situation in the asset management market in the current economic environment.

Against this backdrop, the Bank continued with its transformation strategy, notably through the implementation of its programme to cut operating expenses. They were down -6.0% in Q2 12 vs. Q2 11 and -3.5% in H1 vs. H1 11. In Corporate and Investment Banking, the decline amounted to -13.6% vs. Q2 11 (and -15.0%* when adjusted for changes in Group structure and at constant exchange rates), and -10.2% in H1 vs. H1 11. At the same time, the focus remains on the strict management of scarce resources, deleveraging and the improvement of prudential ratios. The Group's risk-weighted assets were down EUR -7 billion during H1 due to SG CIB's loan disposals, reduced market risk exposure in an unstable environment and the imposition of resource constraints on the businesses. As a result, the Group achieved a Basel 2.5 Core Tier 1 ratio of 9.9% at end-Q2, up +51 basis points in one quarter and +85 basis points in H1 2012.

Commenting on the Group's Q2 results, Frédéric Oudéa – Chairman and CEO – stated: "**Despite a challenging environment, the Societe Generale Group has progressed, quarter after quarter, with its transformation strategy, in line with its objectives. With underlying income of approximately EUR 2.0 billion, H1 illustrates the resilience of our businesses and the tangible results of our realignment. In an uncertain economic and regulatory environment, the Group was faithful to its commitments, continuing to adopt a proactive stance in serving its customers and financing the economy. Thanks to the quality of our portfolios and prudent management, the cost of risk also remains under control. Substantial progress has been made in terms of cost control and deleveraging, particularly in Corporate and Investment Banking, and this will continue. Thanks to these determined actions, in the space of one year, we have significantly bolstered our financial solidity, with a Basel 2.5 Core Tier 1 capital ratio of 9.9% at end-June 2012 and a more favourable financing structure. On the back of these results, and despite an environment that is likely to remain uncertain and challenging over the next few**

quarters, the Group is confident of its ability to generate capital in order to reach its target of a Basel 3 Core Tier 1 ratio of between 9% and 9.5% at end-2013."

1. GROUP CONSOLIDATED RESULTS

In EUR m		Q2 11	Q2 12	Change Q2 vs Q2	H1 11	H1 12	Change H1 vs H1
Net banking income		6,503	6,272	-3.6%	13,122	12,583	-4.1%
	*On a like-for-like basis**			*-5.0%*			*-4.9%*
Operating expenses		(4,241)	(3,986)	-6.0%	(8,617)	(8,319)	-3.5%
	*On a like-for-like basis**			*-6.8%*			*-3.7%*
Gross operating income		2,262	2,286	+1.1%	4,505	4,264	-5.3%
	*On a like-for-like basis**			*-1.6%*			*-7.1%*
Net cost of risk		(1,185)	(822)	-30.6%	(2,063)	(1,724)	-16.4%
Operating income		1,077	1,464	+35.9%	2,442	2,540	+4.0%
	*On a like-for-like basis**			*+28.0%*			*+0.1%*
Impairment losses on goodwill		0	(450)	NM	0	(450)	NM
Group net income		747	433	-42.0%	1,663	1,165	-29.9%

	H1 11	H1 12
Group ROTE (after tax)	10.0%	6.0%

Net banking income

The Group's net banking income totalled EUR 6.3 billion in Q2 12, slightly lower than in Q2 11 (-3.6%), and EUR 12.6 billion for H1 2012.

If non-economic or non-recurring items and legacy assets are stripped out, underlying revenues amounted to EUR 6,019 million, down -6.6% vs. Q2 11. H1 underlying revenues totalled EUR 12,826 million, down -4.2% vs. H1 2011. This trend stems primarily from the decline in Corporate and Investment Banking revenues, which reflects a sluggish and risk-averse market environment, and the consequences of deleveraging under way for several quarters.

- The **French Networks** posted revenues of EUR 2,037 million in Q2 12, stable vs. Q2 11 (+0.3% excluding PEL/CEL effect). The French Networks' H1 revenues amounted to EUR 4,083 million (+0.3% excluding PEL/CEL effect vs. H1 11), underpinned by robust commercial activity.
- **International Retail Banking's** net banking income was slightly lower (-1.4%*) than in Q2 11, at EUR 1,239 million. H1 revenues rose +1.1%* year-on-year. They were sharply higher in the Mediterranean Basin and Africa, and helped offset the stability in Russia and the decline observed in Romania due to a deteriorated economic environment.
- **Corporate and Investment Banking's** core activities saw their revenues shrink -28.0%* in Q2 12 vs. Q2 11 to EUR 1,335 million. This was mainly due to the cost of loan disposals, which had an adverse effect on Financing & Advisory revenues, and a sluggish quarter in the markets. When restated for the net discount on loans sold (EUR -159 million), net banking income in respect of core activities fell -16.6% vs. Q2 11.

  Corporate and Investment Banking's H1 revenues included EUR -385 million of loan disposal costs. At EUR 3,259 million, H1 net banking income was 20.2%* lower. When restated for loan disposal costs, H1 2012 revenues fell -9.6% vs. H1 2011.

  Corporate and Investment Banking's legacy assets made a negative contribution of EUR -112 million to the division's revenues in Q2 12 and EUR -169 million in H1 12 (vs. EUR +43 million in Q2 11 and EUR +85 million in H1 11).

Corporate and Investment Banking's revenues totalled EUR 1,223 million in Q2 12 and EUR 3,090 million in H1 12.

- **Specialised Financial Services and Insurance's** revenues totalled EUR 877 million in Q2 12 (+1.5%* vs. Q2 11). They were underpinned by the increase in Insurance activity (+9.8%* at EUR 170 million in Q2 12), whereas Specialised Financial Services was generally stable (-0.3%* at EUR 707 million) reflecting primarily a selective loan approval policy and stable new business margins. The division's H1 revenues were stable (-0.8%*), at EUR 1,726 million, driven by higher Insurance revenues (+11.1%*), with the decline in the revenues of Specialised Financial Services remaining limited at -3.2%*.
- The net banking income of **Private Banking, Global Investment Management and Services** was lower (-5.7%*) in Q2 12 than in Q2 11 at EUR 533 million, mainly on the back of the decline in Private Banking revenues in a sluggish environment. The division's H1 12 revenues came to EUR 1,086 million (-3.6% and -6.1%* vs. H1 11).

The accounting impact on net banking income of the revaluation of the Group's own financial liabilities was EUR +206 million in Q2 12.

Operating expenses

Operating expenses amounted to EUR -3,986 million in Q2 12, down -6.8%* vs. Q2 11, the result of the rigorous cost management policy implemented for several quarters. These efforts are continuing in all the divisions. In Corporate and Investment Banking, the social plan introduced at the beginning of the quarter was concluded, with the shedding of 880 positions. It is worth noting that the full impact of these measures will only start to become apparent over the next few months. Efforts to cut operating expenses are also continuing in all the divisions.

The same trend was evident in H1 12, with operating expenses down -3.7%* vs. H1 11 at EUR -8,319 million.

Operating income

The Group's gross operating income totalled EUR 2.3 billion in Q2 12 (-1.6%* vs. Q2 11) and EUR 4.3 billion in H1 12 (-7.1%* vs. H1 11).

The Group's **net cost of risk** amounted to EUR -822 million in Q2 vs. EUR -1,185 million in Q2 11, which was marked by initial provisions to cover Greek sovereign risk.

In a turbulent environment caused by the euro zone crisis, the Group's cost of risk (expressed as a fraction of outstanding loans) amounted to 75[(1)] basis points for Q2 12. This was higher than in Q1 12 (69[(1)] basis points) and Q2 11 (which experienced a low point, at 58[(1)] basis points).

- The **French Networks'** cost of risk was virtually stable at 45 basis points (44 basis points in Q1 12) despite a deteriorating economic environment in France.
- At 211 basis points (vs. 181 basis points in Q1 12 and 177 basis points for 2011), **International Retail Banking's** cost of risk was marked by a one-off increase in Russia related to the revaluation of guarantees on the commercial property portfolio and a still high level in Romania due to the global economic situation. The cost of risk declined in the Czech Republic and remained at a low level. The cost of risk was high in the Mediterranean Basin.
- The cost of risk for **Corporate and Investment Banking's** core activities remained low at 21 basis points. Legacy assets' Q2 net cost of risk was limited (EUR -38 million vs. EUR -115 million in Q1 12 and EUR -130 million in Q2 11).

(1) Annualised calculation, excluding litigation issues, legacy assets and Greek sovereign debt write-down, in respect of assets at the beginning of the period

- **Specialised Financial Services'** cost of risk stabilised at a low level in Q2 12 (128 basis points vs. 121 basis points in Q1 12 and 156 basis points in Q2 11). The Q2 net cost of risk for Consumer Finance and Equipment Finance remained stable compared with the previous quarter.

At the same time, the Group's NPL coverage ratio was higher at 77% (76% in Q1 12 and Q4 11).

The H1 net cost of risk amounted to EUR -1,724 million vs. EUR -2,063 million in H1 11. The decline can be attributed primarily to a base effect in 2011 related to provisions booked in respect of Greek sovereign risk.

The Group's operating income totalled EUR 1,464 million in Q2 12 (EUR 1,077 million in Q2 11), up +35.9% vs. Q2 11 due to the favourable variation in the net cost of risk. H1 operating income rose +4.0% vs. H1 11, amounting to EUR 2,540 million in H1 12.

Net income

After taking into account tax (the Group's effective tax rate was 30.5% in Q2 12 vs. 27.8% in Q2 11) and non-controlling interests, Group net income totalled EUR 433 million for Q2 12 (vs. EUR 747 million in Q2 11).

This result includes income related to the legacy asset portfolio (EUR -114 million) and non-economic items (revaluation of own financial liabilities and accounting income from the Group's loan portfolio hedging transactions) amounting to EUR +145 million, as well as non-recurring items for EUR -391 million(2).

When restated for these items, underlying Group net income amounted to EUR 793 million in Q2 and EUR 1,966 million in H1.

Group ROE after tax was 3.5% in Q2 12. H1 ROE was 4.9% for a ROTE of 6.0%.

The Group's underlying ROE stood at 6.8% for Q2 and 8.7% for H1. The underlying ROTE came to 10.7%.

Earnings per share amounts to EUR 1.37 for 2012, after deducting interest payable to holders of deeply subordinated notes and undated subordinated notes(3).

---

(2) i.e. : cost of Corporate and Investment Banking asset disposals (EUR -110 million), income from hybrid debt buybacks (EUR +195 million), goodwill write-down and gains/losses on available-for-sale assets (EUR -476 million)

(3) The interest, net of tax effect, payable to holders of deeply subordinated notes and undated subordinated notes at end-June 2012 amounts to respectively EUR 133 million and EUR 8 million. At end-June 2012, the capital gain net of tax and accrued unpaid interest relating to buybacks of deeply subordinated notes amounted to EUR 2 million.

2. THE GROUP'S FINANCIAL STRUCTURE

Group **shareholders' equity** totalled EUR 48.7 billion[(1)] at June 30th, 2012 and tangible net asset value per share was EUR 46.75 (i.e. net asset value per share of EUR 56.75, including EUR -0.05 of unrealised capital losses). The Group acquired 3.55 million Societe Generale shares in Q2 12 under the liquidity contract concluded on August 22nd, 2011. Over this period, Societe Generale also proceeded to dispose of 1.83 million shares through the same liquidity contract. For H1 2012, the Group acquired 20.46 million Societe Generale shares and disposed of 18.93 million shares through this contract.
All in all, at end-June, 2012, Societe Generale possessed 29.1 million shares (including 9.0 million treasury shares), representing 3.73% of the capital (excluding shares held for trading purposes). At this date, the Group also held 3.1 million purchase options on its own shares to cover stock option plans allocated to its employees.

The Group's **funded balance sheet**, after the netting of insurance, derivatives, repurchase agreements and accruals, totalled EUR 658 billion at June 30th, 2012, down EUR -25 billion vs. end-June 2011 and up EUR +22 billion vs. December 31st, 2011. EUR 13 billion of the increase originates, on the liability side, from the growth in customer deposits, with the Group's long-term refinancing progressing by EUR 7 billion and shareholders' equity by EUR 2 billion in H1 12. On the asset side, the increase relates mainly to central bank sight deposits and sight deposits with credit institutions, for around EUR 20 billion.

Shareholders' equity, customer deposits and medium/long-term resources represented EUR 538 billion, or approximately 82% of the total of the funded balance sheet, sharply higher year-on-year (75% at end H1 11). They represented 111% of the Group's long-term uses of funds, which were slightly lower over the period (-2% vs. December 31st, 2011 and June 30th, 2011), with the surplus of long-term sources vs. long-term uses of funds amounting to EUR 53 billion at end-June 2012.

At 114%, the **loan/deposit ratio** improved by 7 points vs. end-2011 and by 8 points vs. Q2 11.

These developments underline the efforts made to reinforce the Group's stable **resources** through an active policy to promote customer **deposit inflow** (up approximately 4% both vs. the end-2011 and H1 2011, at EUR 349 billion), driven by the 10.1% rise in sight deposits during H1 2012) as well as the success of the strategy to extend the maturities of refinancing sources.

The Group's **medium/long-term debt issuance** has enabled it to fulfil the objectives of its refinancing programme for 2012 (between EUR 10 billion and EUR 15 billion). As of July 23rd, 2012, the Group had raised EUR 14.2 billion of debt since the beginning of the year. The average maturity of debt issued since January 1st, 2012 was 6.7 years[(3)], for an average cost of around 168 basis points above the 6-month Euribor rate. The Group intends to continue to issue debt in 2012, depending on market opportunities. The liquid asset buffer[(2)] now amounts to 99% of the Group's short-term debt. This ratio was 69% at June 30th, 2011.

Shareholders' equity increased +3% vs. end-2011 to EUR 53 billion.

The Group's **risk-weighted assets** were lower than in the previous quarter, and more generally, in H1 at EUR 342.5 billion (EUR 349.3 billion at end-2011, i.e. -1.9% in H1).

Changes in **risk-weighted assets excluding legacy assets** (EUR -4.9 billion in H1) reflect the transformation under way in the Group with, in particular, a 6.7% decline in the outstandings of Corporate and Investment Banking's core activities during H1 (underpinned by the 12.5% decline in outstandings allocated to market risk, reflecting the decline in the Group's risk appetite in an unstable market environment). Specialised Financial Services' resource constraints resulted in an overall decline of -1.1% in their risk-weighted assets in H1.

---

(1) This figure includes notably (i) EUR 5.4 billion of deeply subordinated notes, EUR 0.5 billion of undated subordinated notes and (ii) EUR -0.05 billion of net unrealised capital losses.
(3) Excluding CNH securitisations and bond issuance
(2) Central bank deposits and central bank eligible assets

In accordance with the deleveraging strategy adopted for several quarters, the risk-weighted assets of Corporate and Investment Banking's **legacy asset** portfolio continued to decline significantly (-9.3% in H1, or EUR -1.9 billion).

The Group's Tier 1 ratio was 11.6% at June 30th, 2012 (10.7% at end-2011), while the **Core Tier 1** ratio, which was 9.0% at December 31st, 2011, under "Basel 2.5" and calculated according to European Banking Authority (EBA) rules, amounted to 9.9% at end-June 2012, representing an increase of +51 basis points in Q2 and +85 basis points in six months. The increase is mainly due to income generation in H1 (+41 basis points, net of the dividend provision) and actions undertaken to optimise the legacy asset portfolio and dispose of lines in Corporate and Investment Banking's credit portfolio (+24 basis points), while the resource constraints imposed on the businesses reduced their capital consumption by -14 basis points during H1.

The Group is rated A2 by Moody's, A by S&P and A+ by Fitch.

3. FRENCH NETWORKS

In EUR m	Q2 11	Q2 12	Change Q2 vs Q2	H1 11	H1 12	Change H1 vs H1
Net banking income	2,038	2,037	0.0%	4,076	4,083	+0.2%
			+0.3%(a)			*+0.3%(a)*
Operating expenses	(1,293)	(1,277)	-1.2%	(2,617)	(2,624)	+0.3%
Gross operating income	745	760	+2.0%	1,459	1,459	0.0%
			+3.2%(a)			*+0.4%(a)*
Net cost of risk	(160)	(212)	+32.5%	(339)	(415)	+22.4%
Operating income	585	548	-6.3%	1,120	1,044	-6.8%
Group net income	384	360	-6.3%	736	686	-6.8%

(a) Excluding PEL/CEL

Although the macroeconomic environment in France deteriorated in Q2, the **French Networks** enjoyed robust commercial activity.

The crisis environment, coupled with uncertainties over tax changes, continued to fuel the outflow in the life insurance market in Q2 2012. In a market which saw net outflows of EUR -4.7 billion in H1, the Group still posted a positive net inflow of EUR 134 million over this same period.

In a fiercely competitive environment for deposit inflows, balance sheet outstandings rose +3.4% vs. Q2 11 to EUR 140.9 billion. This performance was driven by the inflow on term deposits and deposit certificates: these benefited from the success of the “CAT Tréso +” (Treasury + term account) offering and rose +16.3% vs. Q2 11. There was also a sharp increase in regulated savings driven, firstly, by livret A (passbook savings account) outstandings (+30.6% vs. Q2 11) and secondly, by the success of the “CSL +” (ordinary savings account) offering (CSL outstandings up +6.3% vs. Q2 11).

The French Networks continued to actively support the economy, assisting businesses and individuals with the financing of their projects. The substantial mobilisation of the French Networks in serving their customers resulted in an overall increase of 3.8% in outstanding loans to EUR 175.8 billion vs. Q2 11.

Outstanding loans for business customers totalled EUR 76.8 billion (+3.9%). The Group confirmed its commitment to assist businesses by providing financing, as testified by the growth in outstandings of operating loans (+10.8% at EUR 12.8 billion) and investment loans (+2.6% at EUR 63.9 billion).
In the space of one year, the French Networks have helped businesses develop through the granting of approximately 68,000 financing packages representing a total amount of EUR 8.8 billion.

Outstanding loans to individuals rose +3.2% over the period, driven by housing loans (+3.9%).

The loan /deposit ratio stood at 125% in Q2 12 vs. 128% in Q1 12, an improvement of 3 points.

The French Networks’ **revenues** were resilient, with net banking income of EUR 2,037 million, stable vs. Q2 11. The 3.0% increase in the interest margin vs. Q2 11 can be explained by a favourable volume effect despite lower rates on deposits and by a favourable trend in the loan margin. The increase helped offset the 4.3% decline in commissions over this same period with, in particular, financial commissions down -16.4% on the back of lower financial transaction volumes originating from individual customers.

The decline in operating expenses (-1.2% vs. Q2 11) includes the initial effects of cost sharing. Accordingly, Societe Generale and Crédit du Nord merged their domestic and international payment systems over the period.

Stable revenues coupled with a decline in operating expenses enabled the French Networks to generate gross operating income of EUR 760 million, up +3.2% (excluding PEL/CEL effect). The French Networks generated gross operating income of EUR 1,459 million in H1.

At 45 basis points in Q2 12, the French Networks' cost of risk was slightly higher than in Q1 12 (44 basis points).

The French Networks' contribution to Group net income totalled EUR 360 million in Q2 12, down -6.3% vs. Q2 11. The French Networks' H1 contribution to Group net income was EUR 686 million, down -6.8% vs. H2 11.

4. INTERNATIONAL RETAIL BANKING

In EUR m		Q2 11	Q2 12	Change Q2 vs Q2	H1 11	H1 12	Change H1 vs H1
Net banking income		1,260	1,239	-1.7%	2,449	2,465	+0.7%
	*On a like-for-like basis**			*-1.4%*			*+1.1%*
Operating expenses		(754)	(758)	+0.5%	(1,492)	(1,516)	+1.6%
	*On a like-for-like basis**			*+0.7%*			*+1.8%*
Gross operating income		506	481	-4.9%	957	949	-0.8%
	*On a like-for-like basis**			*-4.4%*			*0.0%*
Net cost of risk		(268)	(360)	+34.3%	(591)	(710)	+20.1%
Operating income		238	121	-49.2%	366	239	-34.7%
	*On a like-for-like basis**			*-49.2%*			*-34.1%*
Impairment losses on goodwill		0	(250)	NM	0	(250)	NM
Group net income		116	(231)	NM	160	(186)	NM

International Retail Banking remains constrained by a challenging economic environment in major regions for the business. Particularly in Central and Eastern Europe, economic growth is less buoyant than expected. Despite this environment, International Retail Banking continued to enjoy strong commercial activity, enabling revenues to remain stable in Q2.

International Retail Banking revenues totalled EUR 1,239 million in Q2 12, down -1.4%* vs. Q2 11. H1 revenues came to EUR 2,465 million, up +1.1%* vs. H1 11.

Activity remained dynamic, with growth in outstandings in the main regions. Outstanding loans increased +5.3%* to EUR 68.9 billion and outstanding deposits rose +6.9%* to EUR 69.9 billion.

At EUR -758 million, **operating expenses** were contained both vs. Q2 11 (+0.7%*) and vs. Q1 12 (+0.3%*).

In the **Mediterranean Basin**, the franchise continued to expand at a steady rate, with the net opening of 76 branches since end-Q2 11, including 23 in Morocco. Commercial activity grew substantially, both for outstanding loans (+5.0%* vs. Q2 11) and deposits (+4.4%* over the same period). Net banking income benefited from this momentum and rose +17.6%* vs. Q2 11, with an increase in each entity in the region. This growth was accompanied by a controlled rise in operating expenses (+4.6%*).

Sub-Saharan Africa continued to enjoy strong growth in outstandings, with an increase of +9.0%* for loans and +8.5%* for deposits. Moreover, the branch network continued to expand with the opening of 20 new branches since Q2 11. At the same time, there was rapid growth in net banking income (+8.2%*), while operating expenses fell -4.3%* vs. Q2 11.

With dynamic internal demand, International Retail Banking's commercial activity in **Russia** resulted in outstanding loans growing +17.2%* vs. Q2 11 to EUR 12.0 billion and deposits increasing +3.8%* vs. Q2 11 to EUR 8.2 billion. Revenues were stable (+0.4%* and +1.2% in absolute terms) vs. Q2 11 at EUR 251 million, due to a still high refinancing cost. In a high inflation environment, with strong wage growth, operating expenses were stable (+0.5%*) vs. Q2 11 (at EUR -202 million) thanks to the proactive management of Rosbank costs with, in particular, a decline in the workforce of more than 2,100 FTE. Post-merger optimisation measures continued, with the rationalisation of premises occupied by the head office virtually finalised and the simplification of the network structure (number of regions and back offices reduced from 43 to respectively 12 and 3 in operation at end-2012). Operating income suffered from a one-off increase in the Q2 net cost of risk to EUR -75 million (vs. EUR -43 million in Q2 11) following a review of the commercial real estate portfolio. Russia's contribution to Group net income also includes the EUR -250 million goodwill write-down in respect of Rosbank due to the subsidiary's updated business plan.

In **Central and Eastern Europe** excluding Greece, commercial activity continued to enjoy buoyant growth. Strong deposit inflow (+15.1%* vs. Q2 11) resulted in a loan/deposit ratio of 130.9%, down -12 points vs. Q2 11. The international financial magazine, *Euromoney*, designated SGEB as the “Best Bank in Bulgaria” and the leader in terms of market share for forex transactions involving corporate clients and financial institutions. Also worth noting is the development of external refinancing, with the first successful RSD bond issue in Serbia for around EUR 15 million.

In the **Czech Republic,** Komerční Banca continued to post a robust commercial performance. Loans grew +9.8%* and deposits +6.4%* vs. Q2 11. Revenues benefited from this momentum, increasing +11.3%* over the period. The contribution to Group net income amounted to EUR 81 million, up +35.0%* vs. Q2 11 and +16.1%* vs. H1 11 thanks primarily to strictly controlled operating expenses.

In **Romania** and in a still constrained economic environment, loan activity remained slack (+0.9%* year-on-year) and outstanding deposits rose +10.0%* over the same period, boosted by a dynamic commercial approach in retail banking. Accordingly, the loan/deposit ratio was close to equilibrium, at 99.6% vs. 108.7% one year earlier. Revenues were penalised by the deterioration in the interest margin (particularly by a sharper rate decline in Q2 12) and were lower than in Q2 11 (-16.1%*) and H1 11 (-5.8%*). Against this backdrop, efforts to control costs under way for several quarters continued (-2.4%* vs. Q2 11).

International Retail Banking’s gross operating income was EUR 481 million in Q2 12, down -4.4%* vs. Q2 11. Gross operating income was EUR 949 million in H1, unchanged* vs. H1 11.

International Retail Banking’s cost of risk was sharply higher than in Q2 11 (149 basis points) at 211 basis points in Q2 12, driven by the increases observed in Romania and Russia.

International Retail Banking made a negative contribution to Group net income of EUR -231 million in Q2 12 (EUR +19 million excluding Rosbank’s goodwill write-down). The contribution to Group net income totalled EUR -186 million and underlying income was EUR +64 million in H1.

5. CORPORATE AND INVESTMENT BANKING

In EUR m	Q2 11	Q2 12	Change Q2 vs Q2	H1 11	H1 12	Change H1 vs H1
Net banking income	1,835	1,223	-33.4%	4,115	3,090	-24.9%
*On a like-for-like basis**			*-36.0%*			*-26.3%*
Financing and Advisory	655	389	-40.6%	1,296	665	-48.7%
*On a like-for-like basis**			*-42.6%*			*-47.2%*
Global Markets (1)	1,137	946	-16.8%	2,734	2,594	-5.1%
*On a like-for-like basis**			*-20.1%*			*-8.2%*
Legacy assets	43	(112)	NM	85	(169)	NM
Operating expenses	(1,163)	(1,005)	-13.6%	(2,478)	(2,225)	-10.2%
*On a like-for-like basis**			*-15.0%*			*-10.1%*
Gross operating income	672	218	-67.6%	1,637	865	-47.2%
*On a like-for-like basis**			*-70.1%*			*-49.6%*
Net cost of risk	(147)	(84)	-42.9%	(281)	(237)	-15.7%
O.w. Legacy assets	(130)	(38)	-70.8%	(226)	(153)	-32.3%
Operating income	525	134	-74.5%	1,356	628	-53.7%
*On a like-for-like basis**			*-76.9%*			*-56.3%*
Group net income	449	131	-70.8%	1,040	482	-53.7%

(1) O.w. "Equities" EUR 470m in Q2 12 (EUR 615m in Q2 11) and "Fixed income, Currencies and Commodities" EUR 476m in Q2 12 (EUR 523m in Q2 11)

Q2 2012 was marked by a slowdown in world growth, including in the United States, which heavily penalised the markets in May. Against this backdrop, the different **Corporate and Investment Banking** activities made an evenly-balanced contribution to revenues which totalled EUR 1,223 million in Q2 12 (including EUR -112 million in respect of legacy assets and EUR -159 million in respect of the net discount on loans sold). This was -33.4% lower than in Q2 11. The revenues of SG CIB's core activities, excluding the net discount on loans sold, amounted to EUR 1,494 million (-16.6% vs. Q2 11).

At EUR 946 million, **Market Activities** turned in a generally satisfactory commercial performance in a sluggish market characterised by the decline in equity indices and rising volatility, which prompted SG CIB to reduce its risk profile (market VaR down -44% vs. Q1 12). Revenues were -20.1%* lower than in Q2 11.

Equity activities posted revenues of EUR 470 million in Q2 12, down -23.9%[(2)] vs. Q2 11. Despite weak market volumes, commercial activity was resilient, particularly for flow and structured products. Lyxor's assets under management were slightly lower than at end-2011 (at EUR 72.9 billion vs. EUR 73.6 billion).

Fixed Income, Currencies & Commodities posted revenues of EUR 476 million in Q2 12, down -5.8%[(2)] vs. Q2 11 in an unstable market environment, less favourable than at the beginning of the year due to renewed euro zone concerns. The performance was driven by structured products as well as rates and credit activities which proved resilient during Q2.

At EUR 389 million, **Financing & Advisory** revenues were lower than in Q2 11 (-42.6%*) due to the net discount on loans sold (EUR -159 million in Q2 12), in light of the refocusing announced in autumn 2011. When restated for this item, revenues were higher than in the previous quarter (+9.2%),

[(2)] On a like-for-like basis

bolstered by renewed origination activity and the good performance of structured financing, natural resources and infrastructure in particular. Meanwhile, issuance activities posted solid results despite lower volumes during the quarter, especially for equities and convertibles. This performance helped SG CIB consolidate its positioning and rank No. 1 in “equity and equity related issuances in France”, No. 8 in “EMEA equity and equity related issuances” and No. 3 in “all corporate bonds in Euro” in H1 12 (*Thomson Financial*). Finally, the business line played a leading role in several deals in Q2 12. In particular, SG CIB was joint global coordinator/joint bookrunner in Peugeot SA’s EUR 1 billion new share issuance. SG CIB was also involved as a joint bookrunner in Danone’s first US dollar bond issuance, confirming Corporate and Investment Banking’s expansion in this segment.

Legacy assets’ contribution to revenues was EUR -112 million in Q2 12. The policy to reduce this portfolio continued, with a EUR 2.2 billion decline in outstandings in nominal terms in Q2 12 (EUR 1.6 billion of disposals and EUR 0.6 billion of amortisation). H1 revenues came to EUR -169 million vs. EUR +85 million in H1 11, while the portfolio was reduced by EUR 4.3 billion in nominal terms.

Corporate and Investment Banking’s operating expenses totalled EUR -1,005 million in Q2 12, significantly lower (-15.0%* and -13.6% in absolute terms) than in Q2 11. They benefited from the initial effects of restructuring and cost adjustment plans introduced at end-2011, and in particular SG CIB’s restructuring plan which was completed in Q2 in France. The gross operating income of SG CIB’s core activities, excluding the net discount on loans sold, amounted to EUR 503 million in Q2.

Operating expenses fell -10.1%* to EUR -2,225 million in H1 12 (EUR -2,478 million in H1 11). Gross operating income came to EUR 865 million (EUR 1,637 million in H1 11).

The Q2 **net cost of risk** of core activities was low (21 basis points). Legacy assets’ net cost of risk was EUR -38 million in Q2 12.

Corporate and Investment Banking’s operating income totalled EUR 134 million in Q2 12. The contribution to Group net income was EUR 131 million.

The contribution to Group net income was EUR 482 million in H1 12. When restated for the net discount on loans sold, core activities’ contribution to Group net income amounted to EUR 990 million.

6. SPECIALISED FINANCIAL SERVICES AND INSURANCE

In EUR m		Q2 11	Q2 12	Change Q2 vs Q2	H1 11	H1 12	Change H1 vs H1
Net banking income		871	877	+0.7%	1,744	1,726	-1.0%
	*On a like-for-like basis**			*+1.5%*			*-0.8%*
Operating expenses		(458)	(453)	-1.1%	(928)	(908)	-2.2%
	*On a like-for-like basis**			*-0.2%*			*-1.6%*
Gross operating income		413	424	+2.7%	816	818	+0.2%
	*On a like-for-like basis**			*+3.4%*			*+0.2%*
Net cost of risk		(214)	(168)	-21.5%	(427)	(334)	-21.8%
Operating income		199	256	+28.6%	389	484	+24.4%
	*On a like-for-like basis**			*+28.4%*			*+22.9%*
Group net income		146	167	+14.4%	277	330	+19.1%

The **Specialised Financial Services and Insurance** division comprises:

(i) **Specialised Financial Services** (operational vehicle leasing and fleet management, equipment finance, consumer finance).

(ii) **Insurance** (Life, Personal Protection, Property and Casualty)

Q2 12 saw **Specialised Financial Services and Insurance** maintain the performance of the previous quarter, with a contribution to Group net income of EUR 167 million, up +14.6%* vs. Q2 11.

Specialised Financial Services and Insurance's operating income came to EUR 256 million in Q2 12, up +28.4%* vs. Q2 11.

In H1 12, **Specialised Financial Services** also increased external funding initiatives, which totalled EUR 2.2 billion over the period. The main realisations consisted in the securitisation of car loans in France and Germany, and the launch of deposit collection in Germany.

Operational vehicle leasing and fleet management enjoyed monitored growth in its fleet, which amounted to approximately 931,000 vehicles at end-June 2012 (+5.8%(1) vs. end-June 2011).

New **Equipment Finance** business was down -4.0%* vs. Q2 11 at EUR 1.9 billion (excluding factoring) against the backdrop of an economic slowdown. New business margins remained at a healthy level. Outstandings amounted to EUR 18.2 billion excluding factoring, down -1.7%* vs. end-June 2011.

In **Consumer Finance,** new business declined -3.4%* vs. Q2 11 to EUR 2.7 billion due to changes in the regulatory environment and a more selective loan approval policy. Outstandings remained stable over the period at EUR 22.5 billion (+0.2%* vs. end-June 2011).

Specialised Financial Services' net banking income was stable vs. Q2 11 (-0.3%*) at EUR 707 million. Operating expenses were under control at EUR -390 million, down -1.8%* vs. Q2 11. Gross operating income was up +1.6%* vs. Q2 11 at EUR 317 million.

Specialised Financial Services' cost of risk amounted to EUR -168 million in Q2 12 (128 basis points) vs. EUR -214 million in Q2 11 (156 basis points).

The **Insurance** activity maintained its performance in Q2 12. Gross life insurance inflow declined by -17.5%* vs. Q2 11 in an unfavourable environment. The performance in France during H1 remained in line with the market, enabling the Insurance activity to maintain its market share. Driven by the development of international activities, personal protection insurance premiums continued to enjoy

(1) On a like-for-like basis

strong growth in Q2 (+20.1%* vs. Q2 11). Property and Casualty insurance premiums also remained high (+9.2%* vs. Q2 11) particularly in the auto segment.

The **Insurance** activity's net banking income totalled EUR 170 million in Q2 12, up +9.8%* vs. Q2 11.

7. PRIVATE BANKING, GLOBAL INVESTMENT MANAGEMENT AND SERVICES

In EUR m	Q2 11	Q2 12	Change Q2 vs Q2	H1 11	H1 12	Change H1 vs H1
Net banking income	547	533	-2.6%	1,127	1,086	-3.6%
*On a like-for-like basis**			*-5.7%*			*-6.1%*
Operating expenses	(499)	(472)	-5.4%	(983)	(956)	-2.7%
*On a like-for-like basis**			*-8.8%*			*-5.5%*
Operating income	36	62	+72.2%	120	123	+2.5%
*On a like-for-like basis**			*+74.3%*			*+2.5%*
Impairment losses on goodwill	0	(200)	NM	0	(200)	NM
Group net income	59	(129)	NM	156	(48)	NM
o.w. Private Banking	31	14	*-54.8%*	74	50	*-32.4%*
o.w. Asset Management	25	(168)	*NM*	65	(131)	*NM*
o.w. SG SS & Brokers	3	25	*x8.3*	17	33	*+94.1%*

Private Banking, Global Investment Management and Services consists of four activities:
- (i) **Private Banking** (Societe Generale Private Banking)
- (ii) **Asset Management** (Amundi, TCW)
- (iii) **Societe Generale Securities Services** (SGSS)
- (iv) **Brokers** (Newedge).

Global Investment Management and Services posted a mixed performance in Q2 12 in slow markets.

Private Banking experienced a general revenue decline of -10.3% year-on-year following an operating loss recorded in Asia (EUR -9 million). When restated for this one-off loss, revenues were down -5.7%. At EUR 85.6 billion at end-June 2012, the level of assets under management rose +1% vs. end-December 2011 (EUR 84.7 billion) despite the decline in equity markets.

Global Investment Management and Services' results were underpinned by a good commercial momentum. Outstanding assets under custody were stable and assets under administration rose +3.3% vs. end-December 2011. **Newedge** maintained its leadership position with a Q2 market share up +0.5 points year-on-year. Finally, TCW 's **Asset Management** activity posted a good performance, resulting in 9 funds obtaining a *Morningstar* rating of 4 stars or more at end-June 2012. The "*MetWest Total Return Bond Fund*" is among the top 2% of funds in the United States in the 10 and 15 year intermediate-term bond segment (among more than 600 players – *Morningstar*, July 2012). However, the Group was prompted to write down (by EUR -200 million) the goodwill of the asset management activity primarily carried out by the TCW subsidiary in order to take account of the situation in the asset management market in the current economic environment.

At EUR 533 million in Q2, the division's revenues were down -5.7%* year-on-year (-2.6% in absolute terms). At EUR -472 million, operating expenses fell -8.8%* over the same period (-5.4% in absolute terms), reflecting the businesses' operating efficiency efforts. Gross operating income amounted to EUR 61 million, up +27.7%* vs. Q2 11 (+27.1% in absolute terms). The division's contribution to Group net income came to EUR -129 million, vs. EUR 59 million in Q2 11, due to TCW's goodwill write-down in order to take account of changes in the asset management market (EUR -200 million).

H1 net banking income totalled EUR 1,086 million, down -6.1%* vs. the previous year. Operating expenses were 5.5%* lower at EUR -956 million. The contribution to Group net income was EUR -48 million vs. a total of EUR 156 million at end-June 2011.

The division's contribution to Group net income, excluding the goodwill write-down, was EUR +71 million in Q2 12 and EUR +152 million in H1 12.

Private Banking

The business line recorded a positive inflow of EUR +0.9 billion in Q2 and consolidated its assets under management (EUR 85.6 billion at end-June 2012 vs. EUR 84.7 billion at end-2011). This included a "market" effect of EUR -0.1 billion, a cumulative inflow of EUR +0.1 billion, a "currency" impact of EUR +1.0 billion and a "structure" effect of EUR -0.3 billion over six months.

At EUR 174 million, the business line's revenues declined -12.6%*, but only -5.7% excluding the operating loss in Asia, vs. Q2 11. At EUR -157 million, operating expenses were 2.5%* lower year-on-year. As a result, gross operating income totalled EUR 17 million in Q2 12 (vs. EUR 39 million in Q2 11). The business line's contribution to Group net income amounted to EUR 14 million (vs. EUR 31 million in Q2 11).

H1 net banking income totalled EUR 374 million, down -11.6%* vs. the previous year. Operating expenses were 4.7%* lower at EUR -305 million. The contribution to Group net income was EUR 50 million vs. a total of EUR 74 million at end-June 2011.

Asset Management

At EUR 101 billion, TCW's assets under management increased by EUR +10.0 billion since the beginning of the year. This included an inflow of EUR +1.8 billion, a "market" effect of EUR +3.9 billion, a "currency" impact of EUR +3.0 billion and a "structure" effect of EUR +1.4 billion.

TCW posted a good performance, resulting in 9 funds obtaining a *Morningstar* rating of 4 stars or more at end-June 2012. The "*MetWest Total Return Bond Fund*" is ranked among the top 2% of funds in the United States in the 10 and 15 year intermediate-term bond segment (among more than 600 players).

At EUR 74 million, revenues were down -16.9%* (-7.5% in absolute terms) vs. Q2 11. This trend was offset by a decline in operating expenses. Gross operating income came to EUR 12 million in Q2 12 vs. EUR -7 million in Q2 11. The business line's contribution to Group net income was EUR -168 million (vs. EUR 25 million in Q2 11), including a EUR 24 million contribution from Amundi and the EUR -200 million goodwill write-down related to the TCW subsidiary.

H1 net banking income totalled EUR 159 million, down -12.6%* year-on-year. Operating expenses were 17.0%* lower at EUR -146 million. The business line's contribution to Group net income came to EUR -131 million (vs. EUR 65 million at end-June 2011), including a EUR 61 million contribution from Amundi and the goodwill write-down related to the TCW subsidiary (EUR -200 million).

Societe Generale Securities Services (SGSS) and Brokers (Newedge)

Securities Services provided further evidence of its healthy commercial momentum, with the consolidation of assets under custody at EUR 3,343 billion and an increase in assets under administration of +3.3% to EUR 427 billion vs. end-December 2011. In a durably challenging market environment, the **Broker** activity improved its market share to 11.3% in Q2 12 (+0.5 points vs. Q2 11) and is ranked No. 2 among Futures Commission Merchants (May 2012).

At EUR 285 million, Securities Services and Brokers posted revenues up +2.9%* vs.Q2 11 (+4.4% in absolute terms). The businesses continued with their efficiency measures, which enabled operating expenses to decline -2.7%* vs. Q2 11 to EUR -253 million. Operating income virtually doubled year-on-year to EUR 32 million. The contribution to Group net income amounted to EUR 25 million vs. EUR 3 million a year earlier.

H1 net banking income totalled EUR 553 million, up +0.4%* year-on-year. Operating expenses fell -2.0%* to EUR -505 million. The business line's contribution to Group net income virtually doubled to EUR 33 million.

8. CORPORATE CENTRE

The **Corporate Centre's** gross operating income totalled EUR +342 million in Q2 12 (EUR -122 million in Q2 11).

It includes, in particular:

- the revaluation of the Group's own financial liabilities, amounting to EUR +206 million (EUR +16 million in Q2 11);
- the revaluation of credit derivative instruments used to hedge corporate loan portfolios, amounting to EUR +13 million in Q2 12 (EUR +1 million in Q2 11);
- specific taxes applicable to banks, amounting to EUR -18.8 million.

The contribution to Group net income was EUR +135 million in Q2.

Gross operating income totalled EUR +43 million in H1 vs. EUR -508 million in H1 11. The contribution to Group net income was EUR -99 million vs. EUR -706 million in H1 11 (H1 11 saw the booking of initial provisions to cover Greek sovereign risk).

9. CONCLUSION

With book Group net income of EUR +433 million in Q2 12 and EUR +1,165 million in H1 12, for underlying[(1)] Group net income of EUR +793 million in Q2 12 and EUR +1,966 million in H1 12, Societe Generale provided further evidence of the resilience of its businesses in an ongoing turbulent and sluggish environment in 2012.

With a cost of risk under control, the Group is confident of its ability to generate capital in a consistent and sustained manner. It has equipped itself with the means to achieve its ambitions through a cost-cutting programme, notably in Corporate and Investment Banking. The full effects of this programme will begin to be felt from Q3 2012.

The disciplined implementation of the transformation strategy under way since 2010, bolstered by the quality of its franchises and a rigorous cost management policy, has helped Societe Generale achieve another important milestone in the construction of a Basel 3 Core Tier One ratio of more than 9% by end-2013, without a capital increase. It will also be able to confidently approach the next regulatory deadlines.

2012/2013 financial communication calendar

November 8th, 2012	Publication of third quarter 2012 results
February 13th, 2013	Publication of fourth quarter and FY 2012 results
May 7th, 2013	Publication of first quarter 2013 results
August 1st, 2013	Publication of second quarter 2013 results
November 7th, 2013	Publication of third quarter 2013 results

[(1)] Underlying income: excluding non-economic and non-recurring items and legacy assets

APPENDIX 1: STATISTICAL DATA

CONSOLIDATED INCOME STATEMENT (in EUR millions)	2nd quarter				Half Year			
	Q2 11	Q2 12	Change Q2 vs Q2		H1 11	H1 12	Change H1 vs H1	
Net banking income	6,503	6,272	-3.6%	-5.0%*	13,122	12,583	-4.1%	-4.9%*
Operating expenses	(4,241)	(3,986)	-6.0%	-6.8%*	(8,617)	(8,319)	-3.5%	-3.7%*
Gross operating income	**2,262**	**2,286**	**+1.1%**	**-1.6%***	**4,505**	**4,264**	**-5.3%**	**-7.1%***
Net cost of risk	(1,185)	(822)	-30.6%	-30.2%*	(2,063)	(1,724)	-16.4%	-16.0%*
Operating income	**1,077**	**1,464**	**+35.9%**	**+28.0%***	**2,442**	**2,540**	**+4.0%**	**+0.1%***
Net profits or losses from other assets	63	(22)	NM		64	(7)	NM	
Net income from companies accounted for by the equity method	40	14	-65.0%		78	61	-21.8%	
Impairment losses on goodwill	0	(450)	NM		0	(450)	NM	
Income tax	(317)	(440)	+38.8%		(687)	(739)	+7.6%	
Net income	**863**	**566**	**-34.4%**		**1,897**	**1,405**	**-25.9%**	
O.w. non controlling interests	116	133	+14.7%		234	240	+2.6%	
Group net income	**747**	**433**	**-42.0%**	**-43.3%***	**1,663**	**1,165**	**-29.9%**	**-31.1%***
Group ROTE (after tax)					10.0%	6.0%		
Tier 1 ratio at end of period	11.3%	11.6%**			11.3%	11.6%**		

*** When adjusted for changes in Group structure and at constant exchange rates**

**** Incorporating CRD3 requirements**

NET INCOME AFTER TAX BY CORE BUSINESS (in EUR millions)	2nd quarter			Half Year		
	Q2 11	Q2 12	Change Q2 vs Q2	H1 11	H1 12	Change H1 vs H1
French Networks	**384**	**360**	**-6.3%**	**736**	**686**	**-6.8%**
International Retail Banking	**116**	**(231)**	**NM**	**160**	**(186)**	**NM**
Corporate & Investment Banking	**449**	**131**	**-70.8%**	**1,040**	**482**	**-53.7%**
Specialised Financial Services & Insurance	**146**	**167**	**+14.4%**	**277**	**330**	**+19.1%**
Private Banking, Global Investment Management and Services	**59**	**(129)**	**NM**	**156**	**(48)**	**NM**
o.w. Private Banking	31	14	-54.8%	74	50	-32.4%
o.w. Asset Management	25	(168)	NM	65	(131)	NM
o.w. SG SS & Brokers	3	25	x8.3	17	33	+94.1%
CORE BUSINESSES	**1,154**	**298**	**-74.2%**	**2,369**	**1,264**	**-46.6%**
Corporate Centre	**(407)**	**135**	**NM**	**(706)**	**(99)**	**+86.0%**
GROUP	**747**	**433**	**-42.0%**	**1,663**	**1,165**	**-29.9%**

CONSOLIDATED BALANCE SHEET

Assets (in billions of euros)	June 30, 2012	December 31, 2011	% change
Cash, due from central banks	57.0	44.0	+30%
Financial assets measured at fair value through profit and loss	472.3	422.5	+12%
Hedging derivatives	14.0	12.6	+11%
Available-for-sale financial assets	125.9	124.7	+1%
Due from banks	87.6	86.5	+1%
Customer loans	360.5	367.5	-2%
Lease financing and similar agreements	29.6	29.3	+1%
Revaluation differences on portfolios hedged against interest rate risk	3.9	3.4	+15%
Held-to-maturity financial assets	1.3	1.5	-12%
Tax assets and other assets	68.1	61.0	+12%
Non-current assets held for sale	0.2	0.4	-46%
Deferred profit-sharing	0.6	2.2	-74%
Tangible, intangible fixed assets and other	25.7	25.8	-0%
Total	**1,246.7**	1,181.4	+6%

Liabilities (in billions of euros)	June 30, 2012	December 31, 2011	% change
Due to central banks	2.2	1.0	x 2,3
Financial liabilities measured at fair value through profit and loss	429.6	395.2	+9%
Hedging derivatives	13.8	12.9	+7%
Due to banks	113.7	111.3	+2%
Customer deposits	348.5	340.2	+2%
Securitised debt payables	117.0	108.6	+8%
Revaluation differences on portfolios hedged against interest rate risk	5.2	4.1	+26%
Tax liabilities and other liabilities	70.0	60.7	+15%
Non-current liabilities held for sale	0.2	0.3	-38%
Underwriting reserves of insurance companies	84.1	83.0	+1%
Provisions	2.3	2.5	-6%
Subordinated debt	7.2	10.5	-32%
Shareholders' equity	48.7	47.1	+4%
Non controlling Interests	4.2	4.0	+5%
Total	**1,246.7**	1,181.4	+6%

APPENDIX 2: MÉTHODOLOGY

1- The Group's H1 consolidated results as at June 30th, 2012 were examined by the Board of Directors on July 31st, 2012.

The financial information presented in respect of the six-month period ended June 30th, 2012 has been prepared in accordance with IFRS as adopted in the European Union and applicable at that date. In particular, the Group's summarised interim consolidated financial statements have been prepared and are presented in accordance with IAS 34 "Interim Financial Reporting".
The financial information has been submitted for review by the Statutory Auditors who will issue a report on the interim financial information as at June 30th, 2012.

2- Group ROE is calculated on the basis of average Group shareholders' equity under IFRS excluding (i) unrealised or deferred capital gains or losses booked directly under shareholders' equity excluding conversion reserves, (ii) deeply subordinated notes, (iii) undated subordinated notes recognised as shareholders' equity ("restated"), and deducting (iv) interest payable to holders of deeply subordinated notes and of the restated, undated subordinated notes. The net income used to calculate ROE is based on Group net income excluding interest, net of tax impact, to be paid to holders of deeply subordinated notes for the period and, since 2006, holders of deeply subordinated notes and restated, undated subordinated notes (EUR 141 million at end-June 2012), and the capital gain net of tax and accrued unpaid interest relating to buybacks of deeply subordinated notes amounting to EUR 2 million at end-June 2012.
As from January 1st, 2012, the allocation of capital to the different businesses is based on 9% of risk-weighted assets at the beginning of the period, vs. 7% previously. The published quarterly data related to allocated capital have been adjusted accordingly. At the same time, the normative capital remuneration rate has been adjusted for a neutral combined effect on the businesses' historic revenues.

3- For the calculation of **earnings per share**, "Group net income for the period" is corrected (reduced in the case of a profit and increased in the case of a loss) for interest, net of tax impact, to be paid to holders of:

- (i) deeply subordinated notes (EUR 133 million at end-June 2012),
- (ii) undated subordinated notes recognised as shareholders' equity (EUR 8 million at end-June 2012).

Earnings per share is therefore calculated as the ratio of corrected Group net income for the period to the average number of ordinary shares outstanding, excluding own shares and treasury shares but including (a) trading shares held by the Group and (b) shares held under the liquidity contract.

4- Net assets are comprised of Group shareholders' equity, excluding (i) deeply subordinated notes (EUR 5.3 billion), undated subordinated notes previously recognised as debt (EUR 0.5 billion) and (ii) interest payable to holders of deeply subordinated notes and undated subordinated notes, but reinstating the book value of trading shares held by the Group and shares held under the liquidity contract. **Tangible net assets** are corrected for net goodwill in the assets and goodwill under the equity method. In order to calculate Net Asset Value Per Share or Tangible Net Asset Value Per Share, the number of shares used to calculate book value per share is the number of shares issued at June 30th, 2012, excluding own shares and treasury shares but including (a) trading shares held by the Group and (b) shares held under the liquidity contract.

5- The Societe Generale Group's **Core Tier 1 capital** is defined as Tier 1 capital minus the outstandings of hybrid instruments eligible for Tier 1 and a share of Basel 2 deductions. This share corresponds to the ratio between core Tier 1 capital excluding hybrid instruments eligible for Tier 1 capital and Core Tier 1 capital.
As from December 31st, 2011, Core Tier 1 capital is defined as Basel 2 Tier 1 capital minus Tier 1 eligible hybrid capital and after application of the Tier 1 deductions provided for by the Regulations.

6-The Group's **ROTE** is calculated on the basis of tangible capital, i.e. excluding cumulative average book capital (Group share), average net goodwill in the assets and underlying average goodwill relating to shareholdings in companies accounted for by the equity method. The net income used to calculate ROTE is based on Group net income excluding interest, interest net of tax on deeply subordinated notes for the period (including issuance fees paid, for the period, to external parties and the discount charge related to the issue premium for deeply subordinated notes and the redemption premium for government deeply subordinated notes), interest net of tax on undated subordinated notes recognised as shareholders' equity for the current period (including issuance fees paid, for the period, to external parties and the discount charge related to the issue premium for undated subordinated notes) and the capital gain net of tax and accrued unpaid interest relating to buybacks of deeply subordinated notes amounting to EUR 2 million at end-June 2012.

All the information on the 2012 financial year results (notably: press release, downloadable data, presentation slides and appendices) is available on Societe Generale's website www.societegenerale.com in the "Investor" section.

7 - Chapter 11 : Legal information

7.1 By-Laws

(Updated on June 26th, 2012)

Type of company – Name – Registered Office – Purpose

Article 1

The Company, named Societe Generale, is a public limited company incorporated by deed approved by the Decree of May 4, 1864, and is approved as a bank.

The duration of Societe Generale, previously fixed at 50 years with effect from January 1, 1899, was then extended by 99 years with effect from January 1, 1949.

Under the legislative and regulatory provisions relating to credit institutions, notably the articles of the Monetary and Financial Code that apply to them, the Company is subject to the commercial laws, in particular articles L. 210-1 and following of the French Commercial Code, as well as the current By-laws.

Article 2

Societe Generale's registered office is at 29, boulevard Haussmann, Paris (9e).

In accordance with current legislative and regulatory provisions it may be transferred to any other location.

Article 3

The purpose of Societe Generale is, under the conditions determined by the laws and regulations applicable to credit institutions, to carry out with individuals and corporate entities, in France or abroad:

- all banking transactions;
- all transactions related to banking operations, including in particular investment services or allied services as listed by articles L. 321-1 and L. 321-2 of the Monetary and Financial Code;
- all acquisitions of interests in other companies.

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

Generally, Societe Generale may carry out, on its own behalf, on behalf of a third-party or jointly, all financial, commercial, industrial, agricultural, security or property transactions, directly or indirectly related to the abovementioned activities or likely to facilitate the accomplishment of such activities.

Capital – Shares

Article 4

4.1. Share capital

The share capital amounts to EUR 975,339,185. This is divided into 780,271,348 shares each having a nominal value of EUR 1.25 and fully paid up.

4.2. Capital increase and reduction

The capital may be increased or reduced on the decision of the competent General Meeting or Meetings.

Any capital reduction motivated by losses shall be shared between shareholders in proportion to their share of the capital.

Article 5

Unless otherwise provided by legislative and regulatory provisions, all shares have the same rights.

All shares which make up or which will make up the share capital will be given equal rank as regards taxes. Consequently, all taxes which, for whatever reason, may become payable on certain shares following capital reimbursement, either during the life of the Company or during its liquidation, shall be divided between all the shares making up the capital on such reimbursement(s) so that, while allowing for the nominal and non-amortised value of the shares and for their respective rights, all present or future shares shall entitle their owners to the same effective advantages and to the right to receive the same net sum.

Whenever it is necessary to possess a certain number of shares in order to exercise a right, it is incumbent on shareholders who own fewer shares than the total number required to assemble the necessary number of shares.

Article 6

6.1. Form and transfer of shares

Shares may, in accordance with the holder’s wishes, be registered or bearer shares and shall be freely negotiable, unless otherwise stipulated by law.

6.2. Statutory thresholds

Any shareholder acting on his own or jointly, who comes to hold directly or indirectly at least 1.5% of the capital or voting rights, must inform the Company within fifteen days of the time at which he exceeds this threshold, and must also indicate in his declaration the number of shares he holds in the share capital. Mutual fund management companies must provide this information based on the total number of shares held in the Company by the funds they manage. Beyond the initial 1.5%, shareholders are obliged to notify the Company, under the aforementioned conditions, whenever their holding of capital or voting rights exceeds an additional 0.50%.

Failure to comply with this requirement will be penalised in accordance with legal provisions on this matter, at the request of one or more shareholders with at least a 5% holding in the Company’s capital or voting rights. The said request will be duly recorded in the minutes of the General Meeting.

Any shareholder acting on his own or jointly, is also required to inform the Company within fifteen days if the percentage of his capital or voting rights falls below each of the thresholds described in this article.

6.3. Identification of shareholders

The Company can at any time, in accordance with current legislative and regulatory provisions, request that the organisation responsible for securities clearing provide information relating to the shares granting the right to vote in its General Meetings, either immediately or in the long term, as well as information about the holders of these shares.

6.4. Shareholders' rights

The rights of shareholders shall comply with applicable legislative and regulatory provisions, subject to the specific provisions of the current By-laws.

Board of Directors

Article 7

I – DIRECTORS

The Company is administered by a Board of Directors made up of two categories of Directors:

1. Directors appointed by the Ordinary General Meeting of Shareholders

There are at least nine of these Directors, and thirteen at the most.

The term of office of Directors appointed by the Ordinary General Meeting shall expire four years after the approval of the current article. This provision does not apply to Directors in office at the time of this approval.

When, in application of current legislative and regulatory provisions, a Director is appointed to replace another, then his term of office shall not exceed the term of office remaining to be served by his predecessor.

Each Director must hold at least six hundred shares.

2. Directors elected by employees

The status and methods of electing these Directors are laid down by Articles L. 225-27 to L. 225-34 of the French Commercial Code, as well as by these By-laws.

There are two Directors, one to represent the executives and one to represent all other Company employees.

In any event, their number may not exceed one-third of the Directors appointed by the General Meeting.

Their term of office is three years.

Regardless of the appointment procedure, the duties of a Director cease at the end of the Ordinary General Meeting called to approve the financial statements of the previous fiscal year and held during the year in which his term of office expires.

Directors may be re-elected, as long as they meet the legal provisions, particularly with regard to age.

II – METHODS OF ELECTING DIRECTORS ELECTED BY EMPLOYEES

For each seat to be filled, the voting procedure is that set forth by law.

The first Directors elected by employees will begin their term of office during the Board of Directors' Meeting held after publication of the full results of the first elections.

Subsequent Directors shall take up office upon expiry of the outgoing Directors' terms of office.
If, under any circumstances and for any reason whatsoever, there shall remain in office less than the statutory number of Directors before the normal end of the term of office of such Directors, vacant seats shall remain vacant until the end of the term of office and the Board shall continue to meet and take decisions validly until that date.

Elections shall be organised every three years so that a second vote may take place at the latest fifteen days before the normal end of the term of office of outgoing Directors.

For both the first and second ballot, the following deadlines should be adhered to:

- posting of the date of the election at least eight weeks before the polling date;
- posting of the lists of the electors at least six weeks before the polling date;
- registration of candidates at least five weeks before the polling date;
- posting of lists of candidates at least four weeks before the polling date;
- sending of documents required for postal voting at least three weeks before the polling date.

The candidatures or lists of candidates other than those entered by a representative trade union should be accompanied by a document including the names and signatures of the one hundred employees presenting the candidates.

Polling takes place the same day, at the work place, and during working hours. Nevertheless, the following may vote by post:

- employees not present on the day of polling;
- employees working abroad;
- employees of a department or office, or seconded to a subsidiary in France, not having a polling station, or who cannot vote in another office.

Each polling station consists of three elective members, the Chairman being the oldest one among them. The Chairman is responsible for seeing that voting operations proceed correctly.

Votes are counted in each polling station, and immediately after the closing of the polls; the report is drawn up as soon as the counting has been completed.

Results are immediately sent to the Head Office of Societe Generale, where a centralised results station will be set up with a view to drafting the summary report and announcing the results.

Methods of polling not specified by Articles L. 225-27 to L. 225-34 of the French Commercial Code or these By-laws are decreed by the General Management after consulting with the representative trade unions.

These methods may include electronic voting, whose organisation may deviate, where necessary, from the practical organisation and polling methods described herein.

III – NON-VOTING DIRECTORS

On the proposal of the Chairman, the Board of Directors may appoint one or two Non-Voting Directors. Non-Voting Directors are convened and attend Board of Directors' meetings in a consultative capacity. They are appointed for a period not exceeding four years and the Board can renew their terms of office or terminate them at any time.

They may be selected from among shareholders or non-shareholders, and receive an annual remuneration determined by the Board of Directors.

Article 8

The Board of Directors determines the Company's strategy and ensures its implementation. Subject to the powers expressly attributed to the General Meeting and within the scope provided for in the corporate purpose, it considers all matters that affect the Company's operations and settles by its decisions matters that concern it.

It carries out all the controls and verifications it deems appropriate. The Chairman or Chief Executive Officer is required to furnish each director with any documents or information required to carry out their function.

Article 9

The Board of Directors elects a Chairman from among its natural person members, determines his remuneration and sets the duration of his term of office, which may not exceed that of his term of office as Director.

No member of 70 years of age or more shall be appointed Chairman. If the Chairman in office reaches the age of 70, his duties shall cease after the next Ordinary General Meeting called to approve the financial statements of the preceding fiscal year.

The Chairman organises and manages the work of the Board of Directors and reports on its activities to the General Meeting. He ensures that the Company's bodies operate correctly and in particular ensures that the Directors are able to fulfill their functions.

Article 10

The Board of Directors meets as often as is required by the interests of the Company, upon convocation by the Chairman, either at the registered office or in any other place indicated in the Notice of Meeting. The Board examines the items placed on the agenda.

It shall meet when at least one-third of Board members or the Chief Executive Officer submits a request for a meeting with a specific agenda to the Chairman.

If the Chairman is unable to attend, the Board of Directors can be convened either by one-third of its members, or by the Chief Executive Officer or a Deputy Chief Executive Officer, provided they are members of the Board.

Unless specifically provided for, Directors are called to meetings by letter or by any other means. In any event, the Board may always deliberate validly if all its members are present or represented.

Article 11

Board meetings are chaired by the Chairman of the Board of Directors or, in his absence, by a Director designated for this purpose at the beginning of the meeting.

Every Director may give his proxy to another Director, but a Director may act as proxy for only one other Director and a proxy can only be given for one specific meeting of the Board.

In all cases, deliberations of the Board are valid only if at least half the members are present.
The Chief Executive Officer attends meetings of the Board.

One or several delegates of the Central Works Council attend Board meetings, under the conditions laid down by the legislation in force.

At the request of the Chairman of the Board of Directors, members of the General Management, the Statutory Auditors or other persons outside the Company with specific expertise relating to the items on the agenda may attend all or part of a Board meeting.

Resolutions are adopted by a majority vote of the Directors present or represented. In the event of a tie, the Chairman holds a casting vote.

A member of the Management appointed by the Chairman serves as Secretary of the Board.
Minutes are prepared and copies or extracts certified and delivered in accordance with the law.

Article 12

Members of the Board may receive Director's fees in the form of a global sum set by the General Meeting distributed by the Board among its members as it sees fit.

General Management

Article 13

The General Management of the Company is the responsibility of either the Chairman of the Board of Directors, or any other individual appointed by the Board of Directors to act as Chief Executive Officer.

The Board of Directors may choose between the two general management structures, and its decision is only valid if:

- the agenda with respect to this choice is sent to members at least 15 days before the date of the Board Meeting,
- at least two-thirds of Directors are present or represented.

Shareholders and third-parties shall be informed of this decision in accordance with the regulations in force.

When the Chairman of the Board of Directors assumes responsibility for the general management of the Company, the following provisions relating to the Chief Executive Officer shall be applicable to him.
The Chief Executive Officer shall be granted exhaustive powers to act on behalf of the Company in all matters. He shall exercise these powers within the scope of the Company's purpose and subject to those powers expressly assigned by law to meetings of shareholders and the Board of Directors. He shall represent the company vis-à-vis third-parties.

The Board of Directors sets the remuneration and the duration of the Chief Executive Officer's term, which may not exceed that of the dissociation of the functions of Chairman and Chief Executive Officer nor, where applicable, the term of his Directorship. *

No person aged 70 or more may be appointed Chief Executive Officer. If the Chief Executive Officer in office reaches 70 years of age, his functions shall end at the end of the next Ordinary General Meeting called to approve the financial statements of the preceding fiscal year.

On recommendation by the Chief Executive Officer, the Board of Directors can appoint up to five persons to assist the Chief Executive Officer, who shall have the title Deputy Chief Executive Officer.

In agreement with the Chief Executive Officer, the Board of Directors determines the extent and duration of the powers granted to Deputy Chief Executive Officers. The Board of Directors sets their remuneration. With respect to third-parties, Deputy Chief Executive Officers have the same powers as the Chief Executive Officer.

Shareholders' Meeting

Article 14

General Meetings are comprised of all shareholders.

The General Meeting is called and deliberates as provided for by the legal and regulatory provisions in force.

It meets at the Company's head office or in any other place in mainland France indicated in the Notice to attend the General Meeting.

Such meetings are chaired by the Chairman of the Board or, in his absence, by a Director appointed for this purpose by the Chairman of the Board.

Regardless of the number of shares held, all shareholders whose shares are registered under the terms and at a date set forth by decree have the right, upon proof of their identity and status as a shareholder, to participate in the General Meetings. They may, as provided for by the legal and regulatory provisions in force, personally attend the General Meetings, vote remotely or appoint a proxy.

The intermediary registered on behalf of shareholders may participate in the General Meetings, as provided for by the legal and regulatory provisions in force.

In order for the ballots to be counted, they must be received by the Company at least two days before the General Meeting is held, unless otherwise specified in the Notice of Meeting or required by the regulations in force.

Shareholders may participate in General Meetings by videoconference or any other means of telecommunication, when stipulated in the Notice of Meeting and subject to the conditions provided therein.

The General Meeting may be publicly broadcast by means of electronic communication subject to the approval and under the terms set by the Board of Directors. Notice will be given in the preliminary Notice of Meeting and/or Notice to attend the Meeting.

Double voting rights, in relation to the share of capital stock they represent, are allocated to all those shares which are fully paid up and which have been registered in the name of the same shareholder for at least two years as from January 1, 1993. Double voting rights are also allocated to new registered shares that may be allocated free of charge to a shareholder in respect of the shares with double voting rights already held by him, in the case of a capital increase by incorporation of reserves, earnings, or additional paid-in capital.

The number of votes at General Meetings to be used by one shareholder, either personally or by a proxy, may not exceed 15% of total voting rights at the date of the Meeting.

This 15% limit does not apply to the Chairman or any other proxy with respect to the total number of voting rights they hold on a personal basis and in their capacity as proxy, provided each shareholder for which they act as proxy complies with the rule stipulated in the previous paragraph.

For the purposes of applying this limit, shares held by a single shareholder include shares held indirectly or jointly in accordance with the conditions described in Articles L. 233-7 and following of the French Commercial Code.

This limit ceases to apply when a shareholder acquires – either directly or indirectly or jointly with another shareholder – more than 50.01% of the Company's voting rights following a public offering.
In all General Meetings, the voting right attached to shares that include a usufructuary right, is exercised by the usufructuary.

Special Meetings

Article 15

When different categories of shares exist, the Special Meetings of the Shareholders of such categories of shares deliberate as provided by applicable legislative and regulatory provisions and Article 14 herein.

Auditors

Article 16

The Statutory Auditors are appointed and carry out their duties according to the applicable statutory and regulatory provisions.

Annual Financial Statements

Article 17

The financial year starts on January 1 and ends on December 31.

The Board of Directors prepares the financial statements for the year under the conditions fixed by the applicable laws and regulations.

All other documents prescribed by the applicable laws and regulations are also drawn up.

Article 18

The results for the year are determined in accordance with the applicable legal and regulatory provisions.

At least 5% of the profits for the year, less any previous losses, must be set aside by law to form a reserve fund until the said fund reaches 10% of the capital.

The net income available after this deduction, increased by any net income brought forward, constitutes the profits available for distribution, to be successively allocated to ordinary, extraordinary or special reserves or to be carried forward in those amounts which the General Meeting may deem useful, upon the recommendation of the Board of Directors.

The balance is then allocated to the Shareholders in proportion of their participation in the share capital.

The General Meeting may also resolve to distribute amounts from available reserves.

The General Meeting approving the annual financial statements may, with regard to all or part of the dividend or interim dividend, grant each shareholder the option of choosing between payment of the dividend or interim dividend in cash or in shares in accordance with the conditions fixed by the laws in force. Shareholders who exercise this option must do so for all of the dividends or interim dividends attached to their shares.

Except in cases of a reduction in capital, no distribution may be made to shareholders if the shareholders' equity of the Company is or may subsequently become less than the minimum capital and reserves that may not be distributed by law or under the Company's By-laws.

Forum selection cause

Article 19

Any dispute arising during the life of the Company or during its liquidation, between the Company and its shareholders or among the Shareholders themselves, related to Company matters, shall be brought before the courts under the proper jurisdiction effective at the Company's registered office.

Dissolution

Article 20

In the event that Societe Generale is wound up and unless otherwise provided for by law, the General Meeting determines the method of liquidation, appoints the liquidators on the proposal of the Board of Directors and continues to exercise its assigned powers during the said liquidation until completion thereof.

The net assets remaining after repayment of the nominal value of the shares are distributed among the shareholders, in proportion to their share of the capital.

7.2 Internal rules of the Board of Directors*

(Updated on April 13, 2012)

Preamble

Societe Generale applies the April 2010 AFEP-MEDEF Corporate Governance Code for listed companies. The Board's organisation and operating procedures are defined in these Internal Rules.

These Internal Rules are included in the Company's Registration Document.

Article 1: Powers

The Board shall deliberate on any issue that falls within the scope of the powers ascribed to it by law or by regulations.

Moreover, the Board:

a) approves the Group's strategy and reviews it at least once a year;

b) approves all strategic investments and transactions, notably acquisitions or disposals, liable to have a material impact on the Group's earnings, its balance sheet structure or its risk profile.

This prior approval process concerns:

- organic growth operations where these represent a unit amount in excess of EUR 250 million and have not already been approved within the framework of the annual budget or the strategic plan;

- acquisitions for a unit amount exceeding 3% of the Group's consolidated shareholders' equity or 1.50% of consolidated shareholders' equity where acquisitions do not comply with the development priorities approved in the strategic plan;

- disposals for a unit amount exceeding 1.50% of the Group's consolidated shareholders' equity;

- partnerships involving a cash payment exceeding 1.50% of the Group's consolidated shareholders' equity;

- transactions that would result in a substantial deterioration of the Group's risk profile.

If, for reasons of urgency, it is impossible to convene a meeting of the Board to deliberate on a transaction that falls within the aforementioned categories, the Chairman shall do his utmost to obtain the opinion of all the Directors before taking a decision. He shall keep the Vice-Chairman informed.

* *This document does not form part of Societe Generale's By-laws. It is not enforceable against third-parties. It may not be cited by third-parties or shareholders as evidence against Societe Generale.*

The Chairman assesses the appropriateness of convening the Board to deliberate on a transaction that does not fall within the aforementioned categories on a case-by-case basis.

During each Board meeting, the Chairman shall report on the transactions concluded since the previous meeting, as well as on the main projects in progress that are liable to be concluded before the next Board meeting.

c) deliberates on modifications to the Group's management structures prior to their implementation and is informed of the principal changes to its organisation;

d) notably ensures the adequacy of the Group's risk management infrastructures, monitors the global risk exposure of its activities and approves the risk budgets for market and credit risk. At least once a year, it examines the main aspects of, and major changes to, the Group's risk management strategy;

e) deliberates at least once a year on its operation and that of its Committees, and on the conclusions of their periodic evaluation;

f) sets the compensation of the Chief Executive Officers, particularly their basic fixed salaries, performance-linked pay and benefits in kind, as well as stock option or performance share allocations and post-employment benefits;

g) establishes the remuneration policy rules applicable within the Group, particularly those regarding employees whose activities have a significant impact on the Group's risk profile, and ensures that the internal control systems effectively verify the rules' compliance with the regulations and professional standards and are suitable for meeting risk management objectives;

h) deliberates once a year on the Company's policy regarding professional and wage equality between male and female employees;

i) approves the "Corporate Governance" chapter of the Registration Document, which notably includes the Report of the Chairman on Corporate Governance and Internal Control and Risk Management Procedures and the activity report of the Board, the Committees and the Vice-Chairman, the presentation of the Board of Directors and the General Management and the policy followed for the remuneration of Chief Executive Officers and employees, as well as stock option subscription or purchase plans and share award plans;

j) ensures the accuracy and sincerity of the parent company and consolidated financial statements and the quality of the information communicated to shareholders and the market.

Article 2: The Chairman and Vice-Chairman of the Board of Directors

a) The Chairman calls and chairs the Board of Directors' meetings. He sets the timetable and the agenda of Board meetings. He organises and manages the work of the Board of Directors and reports on its activities to the General Meeting. He chairs the General Meetings of Shareholders.

The Chairman ensures that the Company's bodies, including the Board Committees, operate correctly and consistently with the best principles of corporate governance. He may request the opinion of the Committees on specific questions. He produces the report on the organisation of the Board's work and on internal control and risk management procedures.

He ensures that the Directors are in a position to fulfill their duties and that they are provided with the appropriate information.

He speaks alone in the Board's name, barring exceptional circumstances or specific assignments entrusted to another Director.

As the Chief Executive Officer, he proposes and implements the Company's strategy, within the limits defined by French Law and in compliance with the Company's corporate governance rules and the strategies determined by the Board of Directors.

b) The Board of Directors may appoint a Vice-Chairman to assist the Chairman in his tasks, particularly the organisation and correct operation of the Board and its Committees, and the supervision of corporate governance, internal control and risk management.

Consequently the Vice-Chairman chairs the Audit, Internal Control and Risk Committee and is a member of the Nomination and Corporate Governance and the Compensation Committees. He may question the members of the Group Executive Committee and the managers responsible for drawing up financial statements, internal control, risk management, compliance and internal audits, and more generally the Group's management executives and Statutory Auditors. He is provided with the information and documents he deems necessary to accomplish his assignments.

At least once a year he holds a meeting with the Directors who are not employees of the Group, from which the Chairman and Chief Executive Officer is excluded, notably to evaluate the Chief Executive Officers.

In agreement with the Chairman and Chief Executive Officer, he may represent the Company during meetings with third-parties about corporate governance, internal control and risk management.

Article 3: Meetings

The Board shall meet at least six times a year.

The Directors participating in the Board meeting via videoconferencing or any other telecommunications equipment that allows their identification and active participation, shall be considered present for calculation of the quorum and majority. To this end, the means chosen must transmit at least the voice of the participating members and comply with specifications that permit continuous and simultaneous transmission of the debates.

This provision is not valid where the Board has been convened to establish and approve the parent company and consolidated financial statements and the Management Report.

Notices to attend Board meetings issued by the Secretary of the Board or the Corporate Secretary may be sent by letter, fax or electronic mail, or by any other means, including verbally.

On the decision of the Chairman, the Deputy Chief Executive Officers or other Group management executives or, where relevant, people who are not members of the Board and are able to contribute usefully to discussions, may attend all or part of meetings of the Board of Directors.

Article 4: Information provided to the Board of Directors

Each Director shall receive all the documents and information necessary for him to accomplish his mission.

Prior to the Board and Committee meetings, a file containing agenda items requiring special analysis and prior reflection, will be made available or posted online whenever confidentiality rules allow.

Moreover, between meetings, the Directors shall receive any relevant information, including any critical reviews, about significant events or transactions concerning the Company. In particular, they shall receive copies of press releases issued by the Company.

At least once a year, the Board is informed of and regularly discusses Group policy with respect to human resources, information systems and organisation.

Article 5: Training of Directors

Each Director may benefit, either at the time of his appointment or during the term of his mandate, from any training that he deems necessary for the exercise of his duties.

This training shall be organised and proposed by the Company, which shall bear its cost.

Article 6: The Board's Committees

In certain areas, the Board's resolutions are prepared by specialised Committees composed of Directors appointed by the Board, who examine the issues within their competencies and submit their opinions and proposals to the Board.

These Committees shall act under the responsibility of the Board.

The Committees may, in the course of their respective duties, request the communication of any relevant information, hear reports from the Group's Chief Executive Officers and senior managers and, after informing the Chairman, request that external technical studies be conducted, at the expense of the Company. The Committees shall subsequently report on the information obtained and the opinions collected.

There are three permanent Committees:

- the Audit, Internal Control and Risk Committee;
- the Compensation Committee;
- the Nomination and Corporate Governance Committee.

The Board may create one or more "ad hoc" Committees.

The Audit, Internal Control and Risk Committee shall be chaired by the Vice-Chairman or, in his absence, by a Chairman appointed by the Board of Directors based on a proposal made by the Nomination and Corporate Governance Committee.

The Compensation Committee and the Nomination and Corporate Governance Committee shall be chaired by a Chairman appointed by the Board of Directors based on a proposal made by the Nomination and Corporate Governance Committee.

The secretarial functions for each Committee shall be the responsibility of a person appointed by the Chairman of the Committee.

The Chairman of each Committee shall report to the Board on the Committee's work. A written report of the Committee's activities shall be regularly sent to the Board.

Each Committee shall present the Board with its annual work program.

Article 7: The Compensation Committee

The Compensation Committee:

a) proposes to the Board, in accordance with the guidelines given by the AFEP-MEDEF Corporate Governance Code and with the professional standards, the policy governing the remuneration of the Chief Executive Officers and Directors, and particularly the determination criteria, structure and amount of this remuneration, including allowances and benefits in kind, personal protection insurance or pension benefits, as well as any compensation received from Group companies, and ensures that the policy is properly applied;

b) prepares the annual performance appraisal of the Chief Executive Officers;

c) submits a proposal to the Board of Directors for the performance share and stock option award policy and formulates an opinion on the list of beneficiaries;

d) prepares the decisions of the Board relating to the employee savings plan;

e) examines each year and gives the Board of Directors its opinion on the General Management's proposals for the remuneration policy principles applicable within the Group, the policy for the compensation of employees referred to by regulation No. 97-02 on internal control, particularly employees whose activities have a significant impact on the Group's risk profile, and makes sure with the General Management that the policy is being implemented. It also ensures that the General Management and Risk Management and Compliance do in fact cooperate in the definition and application of this policy, as required by professional standards, and that due consideration is given to the opinions of Risk Management and Compliance;

f) checks that the report made to it by the General Management complies with regulation No. 97-02 and is consistent with the applicable professional standards. It receives all the information necessary for it to complete its mission and particularly the annual report sent to the French Prudential Control Authority (*Autorité de contrôle prudentiel*) and compensation for individual amounts above a threshold that it determines. It shall call on the internal audit departments or outside experts where necessary. It reports to the Board on its activities. It may perform the same tasks for the Group companies monitored by the French Prudential Control Authority (*Autorité de contrôle prudentiel*) on a consolidated or sub-consolidated basis;

g) gives the Board of Directors its opinion on the section of the Registration Document dealing with these issues and produces an Annual Activity Report, submitted to the Board for its approval, which is then inserted in the Registration Document.

It is made up of at least three Directors, who may not be Chief Executive Officers of the Company, nor linked to the Company or one of its subsidiaries by an employment contract. At least two-thirds of its members shall be independent according to the definition given in the AFEP-MEDEF Corporate Governance Code and have the expertise to analyse the remuneration policies and practices according to all the relevant criteria, including the Group risk policy.

Article 8: The Nomination and Corporate Governance Committee

This Committee is assigned the task of submitting proposals to the Board for the nomination of Directors and for the appointment of successors to the Chief Executive Officers, especially where a position becomes vacant unexpectedly, after carrying out any necessary inquiries.

It provides the Board with proposals for appointments to the Board's Committees.

It may propose the appointment of a Vice-Chairman.

The Committee carries out preparatory work for the examination by the Board of Directors of corporate governance issues. It is responsible for the evaluation of the Board of Directors' performance, which is carried out each year.

It submits a proposal to the Board of Directors for the presentation of the Board of Directors to be included in the Registration Document and notably the list of independent Directors.

It gives the Board of Directors its opinion on the section of the Registration Document dealing with these issues and produces an Annual Activity Report, submitted to the Board for its approval, which is then inserted in the Registration Document.

The Nomination and Corporate Governance Committee is informed prior to the appointment of any member of the Group's Executive Committee and any corporate department heads who do not sit on this Committee. It is informed of the list of replacements for these senior managers.

It is made up of at least three Directors, who may not be Chief Executive Officers of the Company, nor linked to the Company or one of its subsidiaries by an employment contract. At least two-thirds of its members shall be independent according to the definition given in the AFEP-MEDEF Corporate Governance Code and have the expertise to analyse the nomination, corporate governance policies and practices according to all the relevant criteria.

Article 9: The Audit, Internal Control and Risk Committee

This Committee's mission is to monitor issues concerning the production and control of accounting and financial information, and to monitor the efficiency of the internal control and risk assessment, monitoring and management systems.

It is particularly in charge of:

- ensuring monitoring of the process for drawing up financial information, particularly examining the quality and reliability of the systems in place and making suggestions for their improvement, and verifying that corrective actions have been implemented if faults are found in the procedure;

- analysing the draft financial statements to be submitted to the Board in order, in particular, to verify the clarity of the information provided and to offer an assessment of the relevance and consistency of the accounting methods used to draw up parent company and consolidated financial statements;

- ensuring the independence of Statutory Auditors, in particular by reviewing the breakdown of the fees paid by the Group to them as well as to the network to which they may belong and through prior approval of all assignments that do not fall within the framework of a statutory audit of accounts, but which may be the consequence of, or a supplement to, the same, all other assignments being prohibited; implementing the procedure for selecting the Statutory Auditors and submitting an opinion to the Board of Directors concerning the appointment or renewal of such as well as their remuneration;

- examining the work program of the Statutory Auditors and more generally ensuring the supervision of account monitoring by the Statutory Auditors;

- offering an assessment of the quality of internal control, in particular the consistency of risk assessment, monitoring and management systems, and proposing additional actions where appropriate. To this end, the Committee is responsible primarily for:

  - reviewing the Group's internal audit program and the Annual Report on Internal Control drawn up in accordance with banking regulations, as well as formulating an opinion on the organisation and operation of the internal control departments;

  - reviewing the follow-up letters sent by the French Banking Commission (*Commission bancaire*) and issuing an opinion on draft responses to these letters;

  - examining the market risk and structural interest rate risk control procedures and being consulted about setting risk limits;

  - formulating an opinion on the Group's global provisioning policy, as well as on specific provisions relating to large sums;

  - examining the annual risk assessment and control procedures report in accordance with the French banking regulations;

  - reviewing the policy concerning risk management and off-balance sheet commitment monitoring, in particular in the light of memoranda drafted to this end by the Finance Division, the Risk Division and the Statutory Auditors.

Aside from the persons referred to in Article 6, the Committee may interview, under conditions it shall establish, the Statutory Auditors and the managers in charge of drawing up financial statements, internal control, risk management, compliance and internal audits. The Statutory Auditors shall be invited to the meetings of the Audit, Internal Control and Risk Committee unless the Committee decides otherwise.

It gives the Board of Directors its opinion on the section of the Registration Document dealing with these issues and produces an Annual Activity Report, submitted to the Board for its approval, which is then inserted in the Registration Document.

The Audit, Internal Control and Risk Committee shall consist of at least three Directors appointed by the Board of Directors, who have appropriate financial, accounting, auditing, internal control or risk management expertise. They may not be Chief Executive Officers of the Company, nor linked to the Company or one of its subsidiaries by an employment contract, nor members of the Compensation Committee, except for the Vice-Chairman. At least two-thirds of its members shall be independent according to the definition given in the AFEP-MEDEF Corporate Governance Code. At least one of the independent members must have specific accounting and financial expertise.

Article 10: Conflicts of interest

Any Director faced with a conflict of interest, or even a potential conflict of interest, especially when it concerns his role within another company, should inform the Board and abstain from voting on the corresponding resolution.

The Chairman may also request that he does not participate in the deliberating process.

Article 11: Directors' attendance fees

The global amount of the attendance fee is set at the General Meeting.

The Chairman and Chief Executive Officer does not receive any attendance fees.

The global amount of the attendance fee is divided into two parts: one fixed part equal to one-third of the global amount and one variable part equal to two-thirds.

The Vice-Chairman receives 35% of the fixed part of the annual attendance fee as a special attendance fee, calculated pro-rata to the duration of his mandate over the period.

After allocation of the Vice-Chairman's share, the fixed part of the attendance fee allocated to the other Directors, calculated pro-rata to the duration of their mandate over the period, is split as follows:

- four shares for the Chairman of the Audit, Internal Control and Risk Committee;
- three shares for the members of the Audit, Internal Control and Risk Committee;
- two shares for the Chairman of the Nomination and Corporate Governance and Compensation Committees;
- one share for the other Directors.

The variable part of the attendance fee is shared between the Directors at the end of the year according to the number of Board meetings or working meetings of the Board and Committee meetings that they have attended. However, meetings of the Compensation Committee and the Nomination and Corporate Governance Committee held on the same day are taken into account as one unit for common members of the two Committees.

The compensation paid to the Non-Voting Directors for their participation in Board meetings is equal to the attendance fee paid to Directors who are not members of a Committee, according to the terms defined above.

Article 12: Reimbursement of expenses

Directors' and Non-Voting Directors' travel, accommodation, meals and assignment-related expenses linked to Board or Committee meetings, the General Meeting of Shareholders or any other meetings associated with the duties of the Board or Committees, are paid for or reimbursed by Societe Generale, upon submission of receipts.

The Company pays for the Vice-Chairman's office, secretariat and communication expenses in relation with his duties.

The Secretary of the Board of Directors receives and checks these receipts and ensures that the amounts due are paid for by the Company or reimbursed.

Article 13: Confidentiality

Each Director or Non-Voting Director should consider himself bound by professional secrecy with regard to confidential information received in his capacity as Director or Non-Voting Director, and with regard to the opinions expressed by each Board member.

8 - Chapter 12 : Person responsible for updating the Registration Document

8.1 Person responsible for updating the Registration Document

Mr. Frédéric OUDEA, Chairman and Chief Executive Officer of Societe Generale

8.2 Statement of the person responsible for updating the Registration Document

I hereby certify, having taken all reasonable measures to this effect and to the best of my knowledge, that the information contained in the present update of the 2012 Registration Document is in accordance with the facts and that it makes no omission likely to affect its import.

I certify, to the best of my knowledge, that the condensed consolidated accounts for the first half have been prepared in accordance with applicable accounting standards and give a fair view of the assets, liabilities and financial position and profit or loss of the Company and all the undertakings included in the consolidation, and that the interim management report comprising the sections listed in the cross-reference table in section 9.2 of the current update presents a fair review of the important events that have occurred during the first six months of the financial year, their impact on the accounts, major related-parties transactions, and a description of the principal risks and uncertainties for the remaining six months of the financial year.

I have received a completion letter from the Statutory Auditors, stating that they have verified the information contained in the present update about the Group's financial position and accounts and that they have read the 2012 Registration Document and its update A-01 in their entirety.

The historical financial information presented in the 2012 Registration Document has been discussed in the Statutory Auditors' reports found on pages 363 to 364 and 426 to 427 of the 2012 Registration Document, and those enclosed for reference purposes for the financial years 2009 and 2010, found on pages 331 to 332 and 404 to 405 of the 2010 Registration Document and on pages 343 to 344 and 416 to 417 of the 2011 Registration Document. The Statutory Auditors' reports on the 2010 parent company financial statements and the 2009 parent company and consolidated financial statements contain observations.

Paris, August 2nd, 2012

Mr. Frédéric OUDEA

Chairman and Chief Executive Officer of Societe Generale

8.3 Persons responsible for the audit of the financial statements

Statutory auditors

Name : Société Ernst & Young et Autres
represented by Ms. Isabelle Santenac
Adress : 1/2, place des Saisons
92400 Courbevoie – Paris-La Défense 1
Date of appointment: May 22, 2012
Term of mandate: 6 fiscal years
End of current mandate: at the close of the Ordinary General Meeting which will approve the financial statements for the year ended December 31, 2017.

Name: Société Deloitte et Associés
represented by Mr. Jean-Marc Mickeler
Address: 185, avenue Charles de Gaulle
92524 Neuilly-sur-Seine Cedex
Date of first appointment: April 22, 2003
Date of renewal: May 22, 2012
Term of mandate: 6 fiscal years
End of current mandate: at the close of the Ordinary General Meeting which will approve the financial statements for the year ended December 31, 2017.

Substitute statutory auditors

Name: Société Picarle et Associés
Address: 1/2, place des Saisons
92400 Courbevoie – Paris-La Défense 1
Date of appointment: May 22, 2012
Term of mandate: 6 fiscal years

Name: Société BEAS
Address: 7-9 Villa Houssay
92200 Neuilly-sur-Seine
Date of appointment: May 22, 2012
Term of mandate: 6 fiscal years

9 - Chapter 13 : Cross-reference table

9.1 Update to the registration document cross-reference table

Subject		2012 Registration document	First update	Second update
1.	PERSONS RESPONSIBLE FOR THE REGISTRATION DOCUMENT	444	81	134
2.	STATUTORY AUDITORS	445	82	135
3.	SELECTED FINANCIAL INFORMATION			
3.1.	Selected historical financial information on the issuer for each financial year	20-21		
3.2.	Selected financial information for interim periods	NA		9-12
4.	RISK FACTORS	180-183 ; 196-239	38-43 ; Appendix 1	40-48
5.	INFORMATION ABOUT THE ISSUER			
5.1.	History and development of the Company	2 ; 33		
5.2.	Investments	67		31
6.	BUSINESS OVERVIEW			
6.1.	Principal activities	6-17 ; 63-66	3	4 ; 7-36
6.2.	Principal markets	359-362		
6.3.	Exceptional factors	NA		
6.4.	Dependence of the issuer on patents or licences, industrial, commercial or financial contracts or new manufacturing processes	235-237		
6.5.	The basis for statements made by the issuer regarding its competitive position	Contents	Contents	Contents
7.	ORGANISATIONAL STRUCTURE			
7.1.	Brief description of the Group	3 ; 38-39		8
7.2.	List of significant subsidiaries	43-59; 353-362 ; 412-425		8 ; 60
8.	PROPERTY, PLANT AND EQUIPMENT			
8.1.	Material tangible fixed assets (existing or planned)	74		36
8.2.	Environmental issues that may affect the issuer's utilisation of the tangible fixed assets	155-177		
9.	OPERATING AND FINANCIAL REVIEW			
9.1.	Financial condition	60-62 ; 70-73		28-29 ; 32-35
9.2.	Operating results	40-59		9-27
10.	CAPITAL RESOURCES			
10.1.	Information on the issuer's capital resources	246-252		5-6 ; 54-55
10.2.	Sources and amounts of the issuer's cash flow	253		56
10.3.	Information on the issuer's borrowing requirements and funding structure	60-62		28-29 ; 35
10.4.	Information regarding any restrictions for the use of capital resources that have materially affected, or could materially affect, the issuer's operations	34		
10.5.	Information regarding the anticipated sources of funds needed to fulfil commitments referred to in items 5.2.3 and 8.1	62		
11.	RESEARCH AND DEVELOPMENT, PATENTS AND LICENCES	NA		
12.	TREND INFORMATION	68		
13.	PROFIT FORECASTS OR ESTIMATES	NA		
14.	ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND GENERAL MANAGEMENT			
14.1.	Board of Directors and General Management	76-92	5	38-39
14.2.	Administrative bodies' and General Management's conflicts of interests	90		

Subject		2012 Registration document	First update	Second update
15.	REMUNERATION AND BENEFITS			
15.1.	Amount of remuneration paid and benefits in kind	116-130	6-37	
15.2.	Total amounts set aside or accrued by the issuer to provide pension, retirement or similar benefits	352	8	
16.	BOARD PRACTICES			
16.1.	Date of expiration of the current term of office	76-89		
16.2.	Members of the administrative bodies' service contracts with the issuer	NA		
16.3.	Information about the issuer's Audit Committee and Remuneration Committee	96-99		
16.4.	Statement as to whether or not the issuer complies with the corporate governance regime	93		
17.	EMPLOYEES			
17.1.	Number of employees	138		
17.2.	Shareholdings and stock options awarded to directors	76-79 ; 116-131		81
17.3.	Arrangements for involving employees in the capital of the issuer	146-147		5
18.	MAJOR SHAREHOLDERS			
18.1.	Shareholders owning more than 5% of capital or voting rights	29		6
18.2.	Different voting rights held by the major shareholders	29 ; 34		6
18.3.	Control of the issuer	29		
18.4.	Arrangements known to the issuer, the operation of which may at a subsequent date result in a change in control of the issuer	NA		
19.	RELATED PARTY TRANSACTIONS	352 ; 412-424 ; 135-136		
20.	FINANCIAL INFORMATION CONCERNING THE ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES OF THE ISSUER			
20.1.	Historical financial information	246-362 ; 365-425 ; 449		
20.2.	Pro forma financial information	NA		
20.3.	Financial statements	246-362 ; 365-425		
20.4.	Auditing of historical annual financial information	363-364 ; 426-427		
20.5.	Age of latest financial information	246 ; 365		49
20.6.	Interim financial information	NA	44-71	49-87 ; 90-114
20.7.	Dividend policy	22-23		
20.8.	Legal and arbitration proceedings	235-237		
20.9.	Significant changes in the issuer's financial or trading position	NA		
21.	ADDITIONAL INFORMATION			
21.1.	Share capital	26-35	4	5
21.2.	Memorandum and by-laws	430-435	72-80	115-133
22.	MATERIAL CONTRACTS	NA		
23.	THIRD-PARTY INFORMATION AND STATEMENTS BY EXPERTS AND DECLARATIONS OF ANY INTEREST	NA		
24.	DOCUMENTS ON DISPLAY	35		
25.	INFORMATION ON HOLDINGS	38-39 ; 353-359 ; 412-424		

9.2 Interim financial report cross-reference table

In application of Article 212-13 of the AMF's (French Securities Regulator) General Regulations, the present update contains the information of the Interim Financial Report referred to in Article L. 451-1-2 of the French Monetary and Financial Code and Article 222-4 of the AMF's General Regulations.

Interim Financial Report	Page
Consolidated financial statements at June 30, 20112	49-87
Group Interim Management Report	7-36
- Major events that have occurred during the first 6 months of the financial year and their impact on the first-half financial statements	7-36
- Description of the main risks and uncertainties over the next six months	36
- Transactions between related parties	NA
Statement of the person responsible	134
Statutory Auditors' Review Report on the first-half yearly financial information for 2012	88-89