



**SUPPLEMENT DATED 10 DECEMBER 2014  
TO THE BASE PROSPECTUS DATED 23 JULY 2014**

**SOCIÉTÉ GÉNÉRALE**

as Issuer and Guarantor  
*(incorporated in France)*

and

**SG ISSUER**  
as Issuer  
*(incorporated in Luxembourg)*

**SGA SOCIÉTÉ GÉNÉRALE  
ACCEPTANCE N.V.**  
as Issuer  
*(incorporated in Curaçao)*

**SOCIÉTÉ GÉNÉRALE  
EFFEKTEN GMBH**  
as Issuer  
*(incorporated in Germany)*

## **Warrants Issuance Programme**

This supplement (hereinafter this **Supplement**) constitutes a supplement for the purposes of Article 13.1 of the Luxembourg act dated 10 July 2005 on prospectuses for securities (hereinafter the **Prospectus Act 2005**) to the Warrants Issuance Programme Base Prospectus dated 23 July 2014 (hereinafter the **Base Prospectus**) and approved by the *Commission de Surveillance du Secteur Financier* (hereinafter the **CSSF**) on 23 July 2014 in accordance with Article 7 of the Prospectus Act 2005 implementing Article 13 of the Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 on the prospectus to be published when securities are offered to the public or admitted to trading and amending Directive 2001/34/EC (the **Prospectus Directive**) as amended (which includes the amendments made by Directive 2010/73/EU (the **2010 PD Amending Directive**)).

The purpose of this Supplement is:

- to amend the reference to Issuers' websites in certain sections of the Base Prospectus

This Supplement completes, modifies and must be read in conjunction with the Base Prospectus and the supplements thereto dated 13 August 2014, 15 October 2014 and 1 December 2014.

Full information on the Issuers and the offer of any Warrants is only available on the basis of the combination of the Base Prospectus, the supplement dated 13 August 2014, the supplement dated 15 October 2014, the supplement dated 1 December 2014 and this Supplement.

Unless otherwise defined in this Supplement, terms used herein shall be deemed to be defined as such for the purposes of the relevant Terms and Conditions of the Warrants set forth in the Base Prospectus.

To the extent that there is any inconsistency between (i) any statement in this Supplement and (ii) any other statement in the Base Prospectus, the statements in (i) above will prevail.

To the best of the knowledge and belief of each Issuer and the Guarantor, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the present supplement.

In accordance with Article 13.2 of the Prospectus Act 2005, investors who have agreed before this Supplement is published to purchase or subscribe for Warrants to which this Supplement relates have the right, exercisable within a time-limit of two business days after the publication of this Supplement (no later than 12 December 2014) to withdraw their acceptances.

**The amendments included in this Supplement shall only apply to Final Terms, the date of which falls on or after the approval of this Supplement.**

## **AMENDMENTS TO THE BASE PROSPECTUS**

### **1/ Page 71 – Section headed "USER GUIDE"**

- the second sub-paragraph of the paragraph entitled "DOCUMENTATION" on page 71 of the Base Prospectus is deleted in its entirety and replaced with the following:

"These documents are available on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and on the website of the Issuers [www.sgbourse.fr](http://www.sgbourse.fr), [www.sglistedproducts.co.uk](http://www.sglistedproducts.co.uk), [www.listedproducts.societegenerale.se](http://www.listedproducts.societegenerale.se), [www.societegenerale.fj](http://www.societegenerale.fj), [www.es.warrants.com](http://www.es.warrants.com) and [www.warrants.it](http://www.warrants.it)."

- the last sub-paragraph of the paragraph entitled "DOCUMENTATION" on page 71 of the Base Prospectus is deleted in its entirety and replaced with the following:

"The Final Terms are available on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)), when the Warrants are admitted to trading on the Regulated Market of the Luxembourg Stock Exchange, and on the following website of the Issuers: [www.sgbourse.fr](http://www.sgbourse.fr) when the Warrants are offered to the public or admitted to trading on the Regulated Market of the Luxembourg Stock Exchange, [www.sgbourse.fr](http://www.sgbourse.fr) when the Warrants are offered to the public or admitted to trading on a Regulated Market in France, [www.sglistedproducts.co.uk](http://www.sglistedproducts.co.uk) when the Warrants are offered to the public or admitted to trading on a Regulated Market in the United Kingdom or Ireland, [www.listedproducts.societegenerale.se](http://www.listedproducts.societegenerale.se) when the Warrants are offered to the public or admitted to trading on a Regulated Market in Sweden or Norway, [www.societegenerale.fj](http://www.societegenerale.fj) when the Warrants are offered to the public or admitted to trading on a Regulated Market in Finland, [www.es.warrants.com](http://www.es.warrants.com) when the Warrants are offered to the public or admitted to trading on a Regulated Market in Spain and [www.warrants.it](http://www.warrants.it) when the Warrants are offered to the public or admitted to trading on a Regulated Market in Italy. **In the event of an offer being made by a financial intermediary, this financial intermediary will provide information to investors on the terms and conditions of the offer at the time the offer is made. Any financial intermediary using the prospectus has to state on its website that it uses the prospectus in accordance with the consent and the conditions attached thereto.**"

### **2/ Pages 121 and 122 – Section headed "FORM OF FINAL TERMS"**

- the third paragraph of the preamble of Part A on pages 121 and 122 of the Base Prospectus is deleted in its entirety and replaced with the following:

"[A summary of the Warrants (which comprises the summary in the Base Prospectus as amended to reflect the provisions of these Final Terms) is annexed to these Final Terms.] Copies of the Base Prospectus, any Supplement(s) and these Final Terms are available for inspection from the head office of the Issuer, the Guarantor, the specified offices of the Paying Agents and, in the case of Warrants admitted to trading on the Regulated Market of the Luxembourg Stock Exchange, on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and, in the case of Warrants offered to the public or admitted to trading [on the Regulated Market of the Luxembourg Stock Exchange on the website of the Issuers ([www.sgbourse.fr](http://www.sgbourse.fr))] [on a Regulated Market in France on the website of the Issuers ([www.sgbourse.fr](http://www.sgbourse.fr))] [on a Regulated Market in the United Kingdom or Ireland on the website of the Issuers ([www.sglistedproducts.co.uk](http://www.sglistedproducts.co.uk))] [on a Regulated Market in

Sweden or Norway on the website of the Issuers ([www.listedproducts.societegenerale.se](http://www.listedproducts.societegenerale.se)) [on a Regulated Market in Finland on the website of the Issuers ([www.societegenerale.fi](http://www.societegenerale.fi))] [on a Regulated Market in Spain on the website of the Issuers ([www.es.warrants.com](http://www.es.warrants.com))] [on a Regulated Market in Italy on the website of the Issuers ([www.warrants.it](http://www.warrants.it))].”

## **DOCUMENTS AVAILABLE**

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

This Supplement and the documents incorporated by reference will also be available on the website of:

- the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)); and
- the Issuers ([www.sgbourse.fr](http://www.sgbourse.fr)).

## **RESPONSIBILITY**

Each Issuer and the Guarantor accept responsibility for the information contained in this Supplement.

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