



Athena Strike Min 7%

CROSS-ASSET SOLUTIONS

CONTACT INFORMATION

Virginie DANON

Paris

Global Markets | Cross Asset Solutions
virginie.danon@sgcib.com | 33142135996

Indicative Terms and Conditions

This product is issued under and is subject to the terms and conditions of the Base Prospectus dated 29 April 2013 and any Supplement(s) (together the "Programme") and the applicable Final Terms. The Programme is available on the website "http://prospectus.socgen.com" or simply upon request.

PART A – CONTRACTUAL TERMS

Issuer:	SG Issuer
Guarantor:	Société Générale
Specified Currency or Currencies:	EUR
Aggregate Nominal Amount:	
- Tranche:	EUR 5 000 000
- Series:	EUR 5 000 000
Issue Price:	100% of the Aggregate Nominal Amount
Specified Denomination(s):	EUR 1 000
Issue Date: (DD/MM/YYYY)	31/07/2013
Interest Commencement Date: (DD/MM/YYYY)	Not Applicable
Maturity Date: (DD/MM/YYYY)	03/08/2018
Governing Law:	English law
Type of Structured Notes	Index Linked Notes
	The provision of the following Additional Terms and Conditions apply : Additional Terms and Conditions for Index Linked Notes
	Such Additional Terms and Conditions contain, amongst others, the provisions for determining any amount where calculation is impossible or impracticable.
Reference of the Product	3.3.4 with Option 4 applicable as described in the Additional Terms and Conditions relating to Formulae

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

Fixed Rate Note Provisions	Not Applicable
Floating Rate Note Provisions	Not Applicable
Structured Interest Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

Automatic Early Redemption:	Applicable
Automatic Early Redemption Amount(s) :	Unless previously redeemed, if an Automatic Early Redemption Event has occurred, then the Issuer shall redeem early the Notes on Automatic Early Redemption Date(i) (i from 1 to 4) in accordance with the following provisions in respect of each Note
	Automatic Early Redemption Amount(i) = Specified Denomination x [100 + i x 7%]

Automatic Early Redemption Date(s):
(DD/MM/YYYY)

Automatic Early Redemption Date(i) (i from 1 to 4): 05/08/2014;
04/08/2015; 03/08/2016; 03/08/2017; 03/08/2018

Final Redemption Amount:

Unless previously redeemed, the Issuer shall redeem the Notes on the Maturity Date, in accordance with the following provisions in respect of each Note:

Scenario 1:

If on Valuation Date(5), Level(5) is higher than or equal to 100%, then:

Final Redemption Amount = Specified Denomination × [100% + 5 × 7%]

Scenario 2:

If on Valuation Date(5), Level(5) is lower than 100% and Level(5) is higher than or equal to 50%, then:

Final Redemption Amount = Specified Denomination × [100%]

Scenario 3:

If on Valuation Date(5), Level(5) is lower than 100% and Level(5) is lower than 50%, then:

Final Redemption Amount = Specified Denomination × [0% + Level(5)]

PROVISIONS APPLICABLE TO THE UNDERLYING(S) IF ANY

Underlying:

The following Index as defined below:

Index Name	Bloomberg Ticker	Index Sponsor	Exchange	Website
EURO STOXX 50	SX5E	STOXX Limited	Each exchange on which securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor.	www.stoxx.com

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

Definitions relating to date(s):

Applicable

Valuation Date(0)
(DD/MM/YYYY)

26/07/2013

Valuation Date(i);
(i from 1 to 5)
(DD/MM/YYYY)

28/07/2014; 27/07/2015; 26/07/2016; 26/07/2017; 26/07/2018

Daily Initial Valuation Date(t);
(t from and including Valuation Date(0) to and including Last Initial Valuation Date)

Means each Scheduled Trading Day that is not a Disrupted Day

Last Initial Valuation Date;
(DD/MM/YYYY)

26/10/2013

Definitions relating to the Product:

Applicable, subject to the provisions of the Additional Terms and Conditions relating to Formulae

Automatic Early Redemption Event

is deemed to have occurred, as determined by the Calculation Agent, if on a Valuation Date(i) (i from 1 to 4), Level(i) is higher than or equal to 100%

Level(i);
(i from 1 to 5)

means $(S(i) / S(0))$, as defined in Condition 4.1 of the Additional Terms and Conditions relating to Formulae

S(0)

Min (t from and including Valuation Date(0) to and including Last Initial Valuation Date) $SI(t)$

S(i); (i from 1 to 5)	means in respect of any Valuation Date(i) the Closing Price of the Underlying, as defined in Condition 4.0 of the Additional Terms and Conditions relating to Formulae
SI(t); (t from and including Valuation Date(0) to and including Last Initial Valuation Date)	means in respect of any Daily Initial Valuation Date(t) the Closing Price of the Underlying, as defined in Condition 4.0 of the Additional Terms and Conditions relating to Formulae

PART B - OTHER INFORMATION

Listing:	Luxembourg Stock Exchange
Public Offer Jurisdiction(s):	Luxembourg
Offer Period:	
- from:	12/07/2013
- to:	26/07/2013
ISIN Code:	XS0867661166
Common Code:	086766116
Eusipa Product Code:	1260 - Express Certificates
Clearing System(s):	Clearstream/Euroclear
Calculation Agent:	Société Générale
Minimum Investment in the Notes:	<p>EUR 1 000 (i.e. 1 Note)</p> <p>The Notes are not offered to the public in the European Economic Area. Any resale or buy-back of the Notes market must fulfill at least one of the exemptions set out in Article 3.2 of the Directive 2003/71/EC (the Prospectus Directive) (as amended by Directive 2010/73/EU), or should be qualified as a public offer.</p> <p>For the Notes offered out of the European Economic Area, the Minimum Subscription Amount shall be an amount equal to the higher of:</p> <ul style="list-style-type: none"> - the minimum subscription amount that would not, by local regulation, require the approval of a prospectus or any offering material in connection with the Notes; and - EUR 1,000 (one thousand) and multiples of EUR 1,000 thereafter
Minimum Trading Lot:	<p>EUR 1 000 (i.e. 1 Note)</p> <p>The Notes are not offered to the public in the European Economic Area. Any resale of the Notes on the secondary market must fulfill at least one of the exemptions set out in Article 3.2 of the Directive 2003/71/EC (the Prospectus Directive) (as amended by Directive 2010/73/EU), or should be qualified as a public offer.</p> <p>For the Notes offered out of the European Economic Area, the Minimum Trading shall be an amount equal to the higher of:</p> <ul style="list-style-type: none"> - the minimum trading size that would not, by local regulation, require the approval of a prospectus or any offering material in connection with the Notes; and - EUR 1,000 (one thousand) and multiples of EUR 1,000 thereafter
Trigger redemption at the option of the Issuer:	Applicable as per Condition 5.6

MISCELLANEOUS

Launch Date:	24/06/2013
Capital guarantee:	No
US Selling Restrictions:	Permanent Restriction
Payment Business Day:	Following Payment Business Day <i>Such convention being applicable to payment of any redemption amount. In respect of payment of any interest amount, if the Payment Business Day convention is different from the Business Day Convention specified in the relevant paragraph, the Business Day Convention will apply.</i>
Financial Centre(s):	Target 2
Secondary Market:	Société Générale ensures a secondary market daily during the life of the product with a maximum bid-offer spread of 1%, under normal market conditions.
Commissions and other Remunerations:	In connection with the offer and sale of the Notes, the distributor may acquire the Notes from Société Générale at a discount to the Issue Price or at the Issue Price. If the distributor acquires the Notes at the Issue Price, Société Générale may pay to the distributor a distribution fee. Such amounts received by the distributor may be in addition to the brokerage cost/fee normally applied by the distributor. The purchaser acknowledges that such distribution fee may be retained by the distributor and that more information may be obtained from the relevant distributor. Further information in respect of the above remunerations may be provided by Société Générale to its own clients upon request. If, under the Markets in Financial Instruments Directive (MiFID) 2004/39/CE and/or any other laws and regulations, an Interested Party is required to disclose to prospective investors in the Notes any remuneration that Société Générale pays to, or receives from, such Interested Party in respect of the Notes, the Interested Party shall be responsible for compliance with such laws and regulations.

DISCLAIMERS**IMPORTANT WARNING:**

Investors must read carefully the information provided in the section "Important information for investors" of the terms and conditions. In particular, the attention of the investors is drawn to the following:

Credit risk: By acquiring the product, the investor takes a credit risk on the issuer and its guarantor (if any), i.e. the issuer's and/or guarantor's insolvency may result in the partial or total loss of the invested amount.

For credit derivative transactions or credit linked notes, investors will also be exposed to the credit risk of the reference entity(ies) mentioned in such product, i.e. the reference entity(ies)' insolvency may result in the partial or total loss of the invested amount.

The redemption value of the product described herein may be less than the amount initially invested. In a worst case scenario, investors could sustain the loss of their entire investment.

U.S. permanent selling restrictions

THE NOTES DESCRIBED HEREIN ARE DESIGNATED AS PERMANENTLY RESTRICTED NOTES. AS A RESULT, THEY MAY NOT BE LEGALLY OR BENEFICIALLY OWNED AT ANY TIME BY ANY "U.S. PERSON" (AS DEFINED IN REGULATION S) AND ACCORDINGLY ARE BEING OFFERED AND SOLD OUTSIDE THE UNITED STATES TO PERSONS THAT ARE NOT "U.S. PERSONS" IN RELIANCE OF REGULATION S.

BY ITS PURCHASE OF A NOTE, EACH PURCHASER WILL BE DEEMED OR REQUIRED, AS THE CASE MAY BE, TO HAVE AGREED THAT IT MAY NOT RESELL OR OTHERWISE TRANSFER ANY NOTE HELD BY IT, EXCEPT OUTSIDE THE UNITED STATES IN AN "OFFSHORE TRANSACTION" TO A PERSON THAT IS NOT A "U.S. PERSON".

IMPORTANT INFORMATION FOR INVESTORS

The terms and conditions are indicative and may change with market fluctuations.

Prior to investing in the product, investors should seek independent financial, tax, accounting and legal advice.

For the products benefiting from a guarantee by Société Générale or by any other entity of the Société Générale group (hereinafter referred to as the “Guarantor”), the due and punctual payment by the principal debtor of any sums owed in respect of these products is guaranteed by the Guarantor, according to the terms and subject to the conditions set forth in such a guarantee, available at the Guarantor’s office on request. Consequently, the investor bears a credit risk on the Guarantor.

Market risk: the product may at any time be subject to significant price movement which may in certain cases lead to the loss of the entire amount invested.

Certain products may include embedded leverage, which amplifies the variation, upwards or downwards, in the value of the underlying instrument(s), which may result, in a worst case scenario, in the partial or total loss of the invested amount.

The fluctuations in the marked-to-market value of certain products may require the investor to make provisions or resell the products in whole or in part before maturity, in order to enable the investor to comply with its contractual or regulatory obligations. As a consequence, the investor may have to liquidate these products under unfavourable market conditions, which may result in the partial or total loss of the invested amount. This risk will be even higher if these products include leverage.

For certain products, there is no liquid market on which such products can be easily traded, and this may have a material adverse effect on the price at which such products might be sold. As a consequence, the investor may lose part or all of the invested amount.

Certain exceptional market circumstances may also have a negative effect on the liquidity of the product, and even render the product entirely illiquid, which may make it impossible to sell the product and result in the partial or total loss of the invested amount.

Although there is no general undertaking from Société Générale to buy back, terminate early or propose prices for products during the life of such products, Société Générale may expressly commit to do so on a case by case basis. The performance of this commitment shall depend on (i) general market conditions and (ii) the liquidity conditions of the underlying instrument(s) and, as the case may be, of any other hedging transactions. The price of such products (in particular, the “bid/offer” spread that Société Générale may propose from time to time for the repurchase or early termination of such products) will include, inter alia, the hedging and/or unwinding costs generated by such a buy back for Société Générale. Société Générale and/or its subsidiaries cannot assume any responsibility for such consequences and for their impact on the transactions relating to, or investment into, the relevant products.

In order to take into account the consequences on the product of certain extraordinary events which could affect the underlying instrument(s) of the product, the product’s documentation provides for (i) adjustment or substitution mechanisms and, in certain cases, (ii) the early redemption of the product. This may result in losses on the product.

The accuracy, completeness or relevance of the information which has been drawn from external sources is not guaranteed although it is drawn from sources reasonably believed to be reliable. Subject to any applicable law, neither Société Générale nor the issuer shall assume any liability in this respect.

The value of your investment may fluctuate. When simulated past performance or past performance is displayed, the figures relating thereto refer or relate to past periods and are not a reliable indicator of future results. This also applies to historical market data. When future performance is displayed, the figures relating to future performance are a forecast and are not a reliable indicator of future results. Furthermore, where past performance or simulated past performance relies on figures denominated in a currency other than that of the country of residence of an investor, the return for such investor may increase or decrease as a result of currency fluctuations. Finally, when past or future performance or simulated past performance is displayed, the potential return may also be reduced by the effect of commissions, fees, taxes or other charges borne by the investor.

It is each investor’s responsibility to ascertain that it is authorised to subscribe, or invest into, this product.

The underlying instrument(s) of certain products may not be authorised to be marketed in the country(ies) where such products are offered. The attention of investors is drawn to the fact that the offering of these products in this (these) country(ies) in no way constitutes an offer, or an invitation to make an offer, to subscribe to, or purchase, the underlying instrument(s) in such country(ies).

If, under applicable laws and regulations, any person (the “Interested Party”) is required to disclose to prospective investors in the product any commission or remuneration that Société Générale and/or the issuer pay(s) to, or receives from, such Interested Party in respect of the product, the Interested Party shall be solely responsible for compliance with such laws and regulations.

When the underlying asset(s) is/are quoted and/or expressed in a foreign currency and/or, in the case of an index or an asset basket, it contains components expressed and/or quoted in one or several foreign currency(ies), the value of the investment may increase or decrease as a result of the value of such currency(ies) against the euro or any other currency in which the product is expressed, unless the product includes a currency exchange guarantee.

Société Générale is a French credit institution (bank) authorised by the Autorité de Contrôle Prudentiel (the French Prudential Control Authority).

For any country of the European Economic Area (i) in which the product is not admitted to trading on a regulated market and (ii) not expressly referred to, in this document, as a country in which a public offer of the product is authorised, this PRODUCT IS OFFERED ON A PRIVATE PLACEMENT BASIS and no prospectus has been approved in that country by the local regulator. The product cannot thus be distributed in that country by way of an offer, or an invitation to make an offer of securities to the public, as defined in Article 2.1(d) of Directive 2003/71, as amended from time to time (the “Prospectus Directive”), save in those

circumstances (commonly called “private placement”) set out in Article 3.2 of the Prospectus Directive.

Warning regarding the Index: The index referred to herein (the "Index") is not sponsored, approved or sold by Société Générale. Société Générale shall not assume any responsibility in this respect.

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