



B #:	0537-13
Date:	04/05/2013
To:	All Participants
Category:	Dividends
From:	Supervisor, Stock Dividend Department
Attention:	Dividend Managers, Cashiers, and Reorganization Managers
Subject:	Optional Dividend: Societe Generale ADR CUSIP: 83364L109 R/D: 05/28/2013 P/D: 07/05/2013 Rate: \$0.116766 (Gross Approximate) DTC EDS Cut-Off: 06/07/2013 8:00 P.M. New York Time

***** WARNING TIME CRITICAL *****

An updated version of this Important Notice will be published once DTC is able to obtain the Globe tax important notice.

Societe Generale ADR, a corporation organized under the laws of the Republic of France declared the payment of a shareholder cash dividend of EUR 0.45 per share, payable in U.S. dollars at the gross approximate rate of \$0.116766. As an alternative to receiving the Dividend in cash, ADR holders may elect to receive the dividend in ADRs at a stock rate TBD. The Dividend will be paid on a date 07/05/2013 to ADR holders of record at close of business on 05/28/2013. **Please be aware that residents from the states of California and Georgia may elect for a cash dividend only.**

Option #1 Cash with 0% Tax Withholdings:

ADR Holders may elect to receive the Dividend in cash of approximately \$ 0.111766 which is EUR 0.45 per ADR (As each share represents five ADRs) held as of the record date (subject to 0% withholding taxes, in France and in the U.S., and deduction of the fees and expenses of the Depository in accordance with the Deposit Agreement.) The cash rate for this option is net tax relief at source fee of \$0.005.

Option #2 Cash with 15% Tax Withholdings:

ADR Holders may elect to receive the Dividend in cash of approximately \$0.094251 which is EUR 0.45 per ADR (As each share represents five ADRs) held as of the record date (subject to 15% withholding taxes, in France and in the U.S., and deduction of the fees and expenses of the Depository in accordance with the Deposit Agreement). The cash rate for this option is net tax relief at source fee of \$0.005.

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Option # 3 Cash with 30% Tax Withholdings:

ADR Holders may elect to receive the Dividend in cash of approximately \$0.081736 which is EUR 0.45 per ADR (As each share represents five ADRs) held as of the record date (subject to 30% withholding taxes, in France and in the U.S., and deduction of the fees and expenses of the Depositary in accordance with the Deposit Agreement). (Default).

Option # 4 ADR with 0% Tax Withholdings:

ADR Holders may elect to receive the Dividend payable in ADR of Societe Generale ADR CUSIP: 83364L109 at an approximate rate of \$0.111766 and price TBA (Subject to 0% withholding taxes, in France and in the U.S., and deduction of the fees and expenses of the Depositary in accordance with the Deposit Agreement). The stock rate for this option is net tax relief at source fee of \$0.005.

Option #5 ADR with 15% Tax Withholdings:

ADR Holders may elect to receive the Dividend payable in ADRs of Societe Generale ADR CUSIP: 83364L109 at an approximate rate of \$0.094251 and a price that is TBD (Subject to 15% withholding taxes, in France and in the U.S., and deduction of the fees and expenses of the Depositary in accordance with the Deposit Agreement). The stock rate for this option is net tax relief at source fee of \$0.005.

Option # 6 ADR with 30% Tax Withholdings:

ADR Holders may elect to receive the Dividend payable in ADRs of Societe Generale ADR CUSIP: 83364L109 at an approximate rate of \$0.081736 and a price TBD (Subject to **30% withholding taxes**, in France and in the U.S., and a deduction of fees and expenses of the Depositary in accordance with the Deposit Agreement).

The distribution of the ADR dividend to ADR Holders will be subject to applicable withholding taxes in France and payment of the fees and expenses of the Depositary in accordance with the Deposit Agreement. Please refer to the Societe Generale ADR Important Notice accompanying this Important Notice for further details concerning tax withholdings.

Cash will be paid in lieu of fractional shares.

PARTICIPANTS SHOULD SUBMIT ELECTION INSTRUCTIONS OVER THE PARTICIPANT BROWSER SYSTEM (PBS) THROUGH THE ELECTIVE DIVIDEND SYSTEM (EDS) FUNCTION.

To confirm record date history and payment information, participants should access the Dividend and Allocation History (DPAL) Menu Option, via the PBS Dividend Announcements Inquiry function (DIVA).

Participants not responding to the above option by 06/07/2013 8:00 P.M. New York time will receive the mandatory distribution in accordance with Option #3 cash of approximately \$0.081736 which is EUR0.45 per ADR (As each share represents Five ADRs) held as of the record date (subject to **30% withholding taxes**, in France and in the U.S., and deduction of the fees and expenses of the Depositary in accordance with the Deposit Agreement).

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Please refer to the Societe Generale ADR circular accompanying this important notice for further details concerning this optional dividend.

If there are any questions regarding this Important Notice, or the processing of related instructions via EDS, participants should contact DTC's Customer Help Line at (888) 382-2721.

If there are questions regarding this Optional Dividend participant may contact the agent The Bank of New York Mellon at 212-815-2135.

If there are questions regarding Globe Tax procedures please contact **Gregory Lewis** of Globe Tax at 800-915-3536.

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