

SECOND SUPPLEMENT

Dated 15 May 2009

To the Debt Issuance Programme Prospectus dated 28 April 2009 of

SOCIETE GENERALE

(incorporated in France)

SGA SOCIETE GENERALE ACCEPTANCE N.V.

(incorporated in The Netherlands Antilles)

and

SG OPTION EUROPE

(incorporated in France)

€125,000,000,000 Euro Medium Term Note Programme

This document constitutes a Supplement to the Prospectus for the purposes of Article 16 of the Prospectus Directive and must be read in conjunction with such Debt Issuance Programme Prospectus and the First Supplement dated 5 May 2009. Full information on the Issuer and the offer of any Notes is only available on the basis of the combination of the Prospectus and all the Supplements thereto. Copies of such Prospectus, the First Supplement dated 5 May 2009 and this Supplement are available at www.bourse.lu and from the head office of each Issuer and the specified offices of the Paying Agents.

This document must be read in conjunction with the Debt Issuance Programme Prospectus dated 28 April 2009 and the First Supplement dated 5 May 2009.

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Debt Issuance Programme Prospectus dated 28 April 2009 (the **Prospectus**), approved by the Commission de Surveillance du Secteur Financier (the **CSSF**) on 28 April 2009 in accordance with article 7 of the Luxembourg law on prospectuses for securities implementing article 13 of 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**).

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

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

In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors who have already agreed to purchase or subscribe for the securities before this Supplement is published

have the right, exercisable within a time limit of minimum two working days after the publication of this Supplement, to withdraw their acceptances.

The following document which has previously been published or is published simultaneously with this Supplement and has been filed with the CSSF, shall be deemed to be incorporated in, and to form part of, this Supplement:

- the English version of the first update to the 2009 registration document of Société Générale submitted to the *Autorité des marchés financiers* on 12 May 2009 under No. D.09-0095-A01, except for the inside cover page containing the *Autorité des marchés financiers* visa, the statement of the person responsible for the update to the registration document at page 54 and Chapter 6 containing the Cross Reference Table on pages 56 to 57, (the "**Excluded Sections**", and the first update to the 2009 registration document without the Excluded Sections, the "**First Update to the 2009 Registration Document**"). To the extent that the First Update to the 2009 Registration Document itself incorporates documents by reference, such documents shall not be deemed incorporated by reference herein. Any reference to the First Update to the 2009 registration document shall be deemed to exclude the Excluded Sections.

Copies of this Supplement can be obtained, without charge, from the office of Société Générale and the specified office of each of the Paying Agents, in each case at the address given at the end of the Debt Issuance Programme Prospectus. This Second Supplement will also be published on the Luxembourg Stock Exchange website (www.bourse.lu). In addition, the document incorporated by reference will be available from the principal office in Luxembourg of Société Générale Bank & Trust for Notes listed on the Luxembourg Stock Exchange and available for viewing on the Luxembourg Stock Exchange website (www.bourse.lu).

Cross-reference table

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| SOCIÉTÉ GÉNÉRALE'S FIRST QUARTER 2009 UNAUDITED INTERIM AND OTHER FINANCIAL INFORMATION FOR THE PERIOD FROM 1ST JANUARY 2009 TO 31ST MARCH 2009 | |
| Group Consolidated Results and related explanations | Pages 25 to 53 of the First Update to the 2009 Registration Document |
| Consolidated Income Statement | Page 26 of the First Update to the 2009 Registration Document |
| <u>OTHER INFORMATION</u> | |
| General Management and Board of Directors | Pages 14 and 15 of the First Update to the 2009 Registration Document |

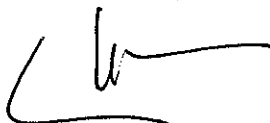
Information contained in the document incorporated by reference other than information listed in the table above is for information purposes only.

RESPONSIBILITY

Each Issuer and the Guarantor accepts responsibility for the information contained, or incorporated by reference, in this Supplement. The information incorporated by reference in this Supplement was originally made available to the public by Société Générale via the document mentioned in the table above. 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, or incorporated by reference, in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Signed on behalf of Société Générale:

By:



Duly authorised

Signed on behalf of SGA Société Générale Acceptance N.V.:

By: *C. Bontko m³*

Duly authorised



Signed on behalf of SG Option Europe:

By:



Duly authorised

Constance DEMOURES
SG Option Europe
Director