

General Meeting of Shareholders held on 9 May 2005

- ♦ Over **1,018 shareholders** attended the meeting held at La Défense near Paris on 9 May 2005 (867 shareholders attended the meeting in 2004).
 - ♦ Quorum was established at **45,45 %** (46,04 % in 2004).
 - ♦ **All the resolutions** submitted by the Board of Directors were approved.
 - ♦ The **2004 financial statements** and **dividend** payment of 3.30 euros were approved.
 - ♦ **Three directors' mandates** were renewed :
 - Elisabeth LULIN
 - Jean AZEMA
 - Patrick RICARD
- All three are independent directors. Subsequent to these appointments, the Board of Directors comprises 16 members, including eight independent directors and three employees.
- ♦ The General Meeting approved reducing the maximum number of **Board of Directors** members from 18 to 15: 13 directors appointed by the General Meeting (compared with the current 15) and 2 directors elected by personnel (compared with the current 3). With regards to directors appointed by personnel, this decision will become effective at the end of their mandates or following the 2006 General Meeting.
 - ♦ The General Meeting approved increasing the first threshold above which shareholdings must be declared from 0,5% of capital or voting rights to **1,5%**.

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SOCIETE GENERALE

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SOCIETE GENERALE

A French corporation (Société Anonyme) with share capital
EUR 542 691 448,75
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GROUP

- ‡ The General Meeting authorizes the Board of Directors to grant **existing shares** to employees, executives or Chief Executive Officers. The total number of restricted shares thus attributed may not represent more than 1% of Société Générale's capital.
- ‡ The General Meeting did not approve the resolution submitted by shareholders representing 0,59 % of Société Générale's capital which aimed to abolish the 15% cap on shareholders' voting rights. This resolution was approved by only 7,33 % of shareholders.

‡ **Detailed voting results on next page.**

Société Générale Group

Société Générale is one of the largest financial services groups in the euro-zone. The Group employs 92,000 people worldwide in three key businesses:

- Retail Banking & Financial Services: Société Générale serves more than 16 million retail customers worldwide.

- Global Investment Management & Services: Société Générale is one of the largest banks in the euro-zone in terms of assets under custody (EUR 1,115 billion) and under management (EUR 315 billion, December 2004).

- Corporate & Investment Banking: SG CIB ranks among the leading banks worldwide in euro capital markets, derivatives and structured finance.

Société Générale is included in the four major socially-responsible investment indexes.

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Results

Resolutions	For	%	Against	Abstention	SUM
1	225 805 199	99,20	912 243	900 452	227 618 894
2	188 777 023	82,94	38 019 101	822 770	227 618 894
3	225 855 547	99,22	813 727	949 620	227 618 894
4	224 186 003	98,49	2 406 819	1 026 072	227 618 894
5	214 874 485	94,40	11 660 632	1 083 777	227 618 894
6	225 245 145	98,96	1 318 604	1 055 145	227 618 894
7	213 268 208	93,70	13 277 824	1 072 852	227 618 894
8	179 600 758	78,90	46 795 946	1 222 190	227 618 894
9	187 006 611	82,16	39 840 119	772 164	227 618 894
10	223 382 869	98,14	3 171 843	1 064 182	227 618 894
11	203 645 053	88,47	23 153 148	820 693	227 618 894
12	201 477 946	88,51	25 036 432	1 104 516	227 618 894
13 (RES A)	16 686 577	7,33	195 874 552	15 057 765	227 618 894
14	225 442 946	99,05	1 348 169	827 779	227 618 894

Resolutions	Items
1	Approval of the parent company financial statements.
2	Allocation of income and dividend payment -Reallocation of income booked to the special reserve for long term capital gains.
3	Approval of the consolidated financial statements.
4	Approval of the report on agreements covered by article L. 225-38 of the French Commercial Code.
5	Renewal of the Director's mandate of Mr Jean AZEMA.
6	Renewal of the Director's mandate of Mrs Elisabeth LULIN.
7	Renewal of the Director's mandate of Patrick RICARD.
8	Authorization to buy and sell Société Générale shares.
9	Amendments to the Company's by-laws - reduction in the number of Directors.
10	Amendment to the Company's by-laws - increase in the first statutory disclosure threshold of shareholdings.
11	Authorization granted to the Board of Directors to grant existing shares.
12	Authorization to increase capital stock up to a maximum of 10%, in remuneration for contributions of capital stock or securities with an equity component that are not part of a public exchange offer.
13 (A)	(not approved by the boarding of directors) ; cancellation of 15% cap on shareholders' voting rights.
14	Delegation of authority.