**KEY TERMS SHEET** 

27 November 2024



### SG Issuer

# 4,000,000 European Style Structured Certificates (Autocallable Certificates) currently expiring on 02 December 2025 relating to the Common Stock of Tesla, Inc. (the "Certificates")

- The terms set out in this Term Sheet are a summary of, and are subject to the terms and conditions set out in SG Issuer's (the "Issuer") base listing document dated 14 June 2024 as amended by the addendum dated 30 September 2024 (the "Base Listing Document"), and the supplemental listing document to be dated on or about 29 November 2024 (the "Supplemental Listing Document", together with the Base Listing Document, the "Listing Documents").
- The Supplemental Listing Document may specify terms which shall, to the extent so specified or to the extent inconsistent with the relevant terms of this Term Sheet, replace or modify the relevant terms for the purpose of this series of Certificates.
- The Issuer is obliged to deliver the cash settlement amount (if any) under the terms and conditions of the Certificates upon the termination or expiry, as the case may be. No deposit liability or debt obligation is created of any kind by the issue of the Certificates. The Certificates are not a deposit or other obligation of the Issuer or any other Societe Generale group entity. The Certificates are structured products issued in the form of a call warrant and are therefore complex products, subject to fluctuation in value. The Certificates are subject to investment risks, including the possible loss of the entire amount invested. Any losses will be borne by you directly. Accordingly, the Certificates are not an alternative to simpler products such as a fixed deposit or plain vanilla bond. If you are in any doubt on whether Certificates are suitable for you, you should consult your financial advisers or such other professional advisers to the extent that you consider necessary.
- Please read the Listing Documents and the risk factors stated in such Listing Documents and in this Term Sheet carefully. You should not invest in Certificates if you do not understand the risks or are not willing to assume the risks. The Certificates are classified as capital markets products other than prescribed capital markets products<sup>1</sup> and Specified Investment Products (SIPs)<sup>2</sup>, and may only be sold to retail investors with enhanced safeguards, including an assessment of such investors' investment knowledge or experience. Please refer to "D. PRODUCT SUITABILITY" section below for more information relating to the product suitability of the Certificates.
- This Term Sheet does not constitute or form part of any offer, or invitation, to subscribe for or to sell, or solicitation of any offer to subscribe for or to purchase, Certificates or other securities of the Issuer or the Guarantor, nor is it calculated to invite, nor does it permit the making of, offers by the public to subscribe for or purchase for cash or other consideration Certificates or other securities of the Issuer or the Guarantor. This Term Sheet may not be distributed or circulated by you to any person other than in a manner which complies with the restrictions set out in the section entitled "Sales Restrictions" in the Base Listing Document.

A. TERMS OF THE ISSUE							
SGX Counter Full	SGX Counter Full Name:	Issue Size	4,000,000 Certificates				
Name	TSLA AutocallSG251202						
(SGX Stock Code)	SGX Stock Code: RXN						
and ISIN	ISIN: LU2517572835						
Туре	European Style Structured Certificates						
	(Autocallable Certificates)						
Launch Date	13 November 2024	Strike Date	26 November 2024 or if such day is not an				
			Exchange Business Day, the immediately				
			following Exchange Business Day.				
Issue/Initial	The later of (i) 29 November 2024 and (ii)	Expected Listing	The later of (i) 02 December 2024 and (ii) 3				
Settlement Date	2 Business Days and Exchange Business	Date	Business Days and Exchange Business Days				
	Days immediately following the Strike		immediately following the Strike Date.				
	Date.						
Last Trading Date	The date falling on the earlier of (i) 5	Valuation Date	01 December 2025 or if such day is not an				
	Business Days immediately preceding the		Exchange Business Day and Business Day,				
	Expiry Date, currently being 25 November		the immediately following Exchange				
	2025 and (ii) the Early Valuation Date (if		Business Day and Business Day, and subject				
	any).		to adjustment of the Valuation Date upon the				
			occurrence of Market Disruption Events as set				
			out in the Conditions of the Certificates.				

<sup>&</sup>lt;sup>1</sup> As defined in the Securities and Futures (Capital Markets Products) Regulations 2018.

<sup>&</sup>lt;sup>2</sup> As defined in the MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products.

than 3
iry Date,
or no later
he Early
than the
nediately
r receives
from the
expected
e Expiry
stem, or
ading has
ne DMM)
nderlying
hange for
trading
Stock on
he Initial
ie mitial
Ducincia
Business nediately
Day and

<sup>&</sup>lt;sup>3</sup> These figures are calculated as at, and based on information available to the Issuer on or about the Strike Date. The Issuer is not obliged, and undertakes no responsibility to any person, to update or inform any person of any changes to the figures after the Strike Date.

Distribution Barrier	USD 169.1150, being 50% of the Initial Price		Business Day, and subject to adjustment of the Observation Date upon the occurrence of Market Disruption Events as set out in the Conditions of the Certificates).
Knock-in Event	A " <b>Knock-in Event</b> " is deemed to have occurred if the closing price of the Underlying Stock on the Knock-in Observation Date is lower than the Knock- in Barrier.	Knock-in Observation Date	The Valuation Date, being 01 December 2025 (if any such day is not an Exchange Business Day and a Business Day, the immediately following Exchange Business Day and Business Day, and subject to adjustment of
Knock-in Barrier	USD 226.6141, being 67.00% of the Initial Price		the Knock-in Observation Date upon the occurrence of Market Disruption Events as set out in the Conditions of the Certificates).
Сар	100%		
Listing	Application will be made for the listing of, and permission to deal in, the Certificates on the SGX-ST and the issue of the Certificates is conditional upon listing being granted	Relevant Stock Exchange for the Certificates	The Singapore Exchange Securities Trading Limited ("SGX-ST")
Clearing System	The Central Depository (Pte) Limited ("CDP")	Warrant Agent	CDP
Board Lot	100 Certificates	Sub-Placing Agent	United Overseas Bank Limited, UOB Kay Hian Private Limited, Maybank Securities Pte. Ltd. and Phillip Securities PTE LTD
Exercise	Automatic Exercise	Settlement Method	<b>Cash Settlement:</b> unless the Issuer physically settles the Certificates in accordance with the Conditions, all the Certificates will be cash settled in accordance with the Conditions.
			<b>Physical Settlement:</b> if a Physical Settlement Event occurs, the Issuer shall be entitled to physically settle the Certificates deposited in the securities accounts designated by the Physical Delivery Agents, in respect of which the Physical Delivery Agents have delivered to the Issuer the Physical Settlement Authorisation by 6:00 p.m. (Singapore time)
Settlement Currency	Singapore Dollar ("SGD")	Election Notice Date	on 26 November 2025. The latest date for the delivery of the Election Notice to a Physical Delivery Agent, currently
Onboarding	Only the Onboarded Investors who complete the Onboarding by no later than the Onboarding Completion Date are entitled to issue the Election Notice in accordance with the Conditions. Investors other than the Onboarded Investors (the " <b>Other Investors</b> "), being the Certificate Holders who hold the Certificates in their direct securities accounts with CDP and investors who hold the Certificates through nominees other than the Physical Delivery Agents, may through completing the Onboarding by no later than the Onboarding Completion Date to become the Onboarded Investors to become entitled to issue the Election Notice. " <b>Onboarding</b> " refers to (a) submission of an application to the Physical Delivery Agent to open an account with it by no later than the Onboarding Application Date and (b) transferring, or procuring the transfer of, the relevant Certificates to the Physical Delivery Agent by no later than the Onboarding Completion Date such that the	Election Notice	being 24 November 2025. An "Election Notice" is a duly completed and irrevocable election notice (copies of which can be obtained from the Physical Delivery Agents) pursuant to which the Onboarded Investor directs a Physical Delivery Agent to deliver the Physical Settlement Authorisation in respect of the relevant Certificates to the Issuer. The Election Notice shall specify the number of Certificates in respect of which the Onboarded Investor directs the Physical Delivery Agent to deliver the Physical Settlement Authorisation, which shall be an integral multiple of a Physical Delivery Lot. The Election Notice shall be delivered to the Physical Delivery Agents on or before the Election Notice Date. The "Physical Settlement Authorisation" refers to the authorisation to physically settle the relevant Certificates upon occurrence of a Physical Settlement Event.

	relevant Certificates will be held through the Physical Delivery Agent. All the matters relating to Onboarding are subject to the sole and absolute discretion of the Physical Delivery Agent.		A " <b>Physical Settlement Event</b> " is deemed to have occurred if (i) there is occurrence of a Knock-in Event, (ii) there is non-occurrence of an Automatic Early Expiry <u>and</u> (iii) the Closing Price is lower than the Strike Price.			
	An " <b>Onboarded Investor</b> " refers to an investor who maintains an account with the Physical Delivery Agent and hold the Certificates through the Physical Delivery Agent.					
	<b>"Onboarding Application Date</b> " refers to latest date for the Other Investors to submit an application to the Physical Delivery Agent to open an account with it, currently being 31 October 2025.					
	<b>"Onboarding Completion Date</b> " refers to latest date for the Other Investors to complete the Onboarding to become the Onboarded Investors to become entitled to issue an Election Notice, currently being 17 November 2025.					
Physical Delivery Lot	10,000 Certificates	Physical Delivery Agents	Any Physical Delivery Agent listed out on the Issuer's website at <u>https://certificates.socgen.com</u> , who shall be the Certificate Holders appearing in the records maintained by CDP for the Certificates specified in the valid Election Notices to be delivered to them.			
Business Day	A day on which the SGX-ST is open for dealings in Singapore during its normal trading hours and banks are open for business in Singapore.	Governing Law	Singapore law			
Cash Settlement Amount	<ul> <li>(i) In the event that there is non-occurrence of an Automatic Early Expiry, in respect of each Certificate, an amount denominated in the Settlement Currency equal to:</li> </ul>					
	<ul> <li>(a) if there is non-occurrence of a Knock-in Event, Notional Amount per Certificate x Cap; or</li> <li>(b) if there is occurrence of a Knock-in Event, Notional Amount per Certificate x Min (Cap; Closing Price/Strike Price).</li> </ul>					
	<ul> <li>(ii) In the event that there is occurrence of an Automatic Early Expiry, in respect of each Certificate, an amount denominated in the Settlement Currency equal to: Notional Amount per Certificate x Cap</li> </ul>					
	Please refer to the "Information relating to the European Style Structured Certificates (Autocallable Certificates)" section of the Supplemental Listing Document for examples and illustrations of the calculation of the Cash Settlement Amount.					
Physical Settlement Stock	Settlement Amount. In respect of a Physical Delivery Lot of the Certificates to which the Physical Settlement is applicable, the number of the Underlying Stock to be delivered by the Issuer by the Physical Settlement Date to a Physical Delivery Agent <sup>4</sup> and equal to (a) the Cash Settlement Amount (less any Exercise Expenses) multiplied by the Physical Delivery Lot; (b) divided by the Closing Price multiplied by the Exchange Rate, rounded down to the nearest integer number of the Underlying Stock.					
	0		Inderlying Stock Currency to SGD based on Valuation Date. If Bloomberg service ceases to			

<sup>&</sup>lt;sup>4</sup> When the Onboarded Investors will receive the Physical Settlement Stock and the Cash Residual Amount from the Physical Delivery Agent would be subject to the agreements or arrangements between the Physical Delivery Agent and the Onboarded Investors.

display such information or if such information is not available on such page at such time, the Exchange Rate shall
be the rate as determined by the Issuer by reference to such source(s) as the Issuer may reasonably determine to be
appropriate at or around such a time.
In respect of a Physical Delivery Lot of the Certificates to which the Physical Settlement is applicable, an amount in the Settlement Currency to be paid by the Issuer by the Cash Settlement Date to the Physical Delivery Agent <sup>4</sup> equal to the value of (a) the Cash Settlement Amount (less any Exercise Expenses) multiplied by the Physical Delivery Lot; less (b) the Physical Settlement Stock multiplied by the Closing Price multiplied by the Exchange Rate (the " <b>Physical Settlement Amount</b> ").
In respect of each Certificate, shall be the Distribution Amount per Observation Date payable in the Settlement Currency to holders of the Certificates appearing in the records maintained by CDP as at 5:00 p.m. (Singapore time) on the fifth Business Day following such Observation Date (if such Observation Date does not fall on the Valuation Date) or on the second Business Day following the Valuation Date (if such Observation Date falls on the Valuation Date) (subject to change by the Issuer on giving notice to investors via SGXNet) on the Distribution Payment Date, if on such Observation Date, the closing price of the Underlying Stock is higher than or equal to the Distribution Barrier
<b>"Distribution Payment Date</b> " of a Distribution refers to (i) a day which is not later than 7 Business Days following the corresponding Observation Date of such Distribution (if such Observation Date does not fall on the Valuation Date) or (ii) the Cash Settlement Date (if such Observation Date falls on the Valuation Date). In the event that the announcement announcing such Distribution is not published on SGXNet on the Business Day immediately following the corresponding Observation Date of such Distribution (if such Observation Date does not fall on the Valuation Date), the Distribution Payment Date of such Distribution shall be a day which is not later than 7 Business Days following the publication of such announcement on SGXNet.
Please refer to the "Information relating to the European Style Structured Certificates (Autocallable Certificates)" section of the Supplemental Listing Document for examples and illustrations of the calculation of the Distribution.
The Certificates will be represented by a global warrant, which will be deposited with the CDP. No definitive Warrants will be issued.
The Issuer has the right to make adjustments to the terms of the Certificates if certain events, including any capitalisation issue, rights issue, extraordinary distributions, merger, delisting, insolvency (as more specifically set out in the terms and conditions of the Certificates in the Listing Documents) occur in respect of the Underlying Stock. For the avoidance of doubt, no notice will be given if the Issuer determines that adjustments will not be made. Please refer to the "Information relating to the European Style Structured Certificates (Autocallable Certificates)" section of the Supplemental Listing Document for examples and illustrations of adjustments that may be made to
the terms of the Certificates due to certain corporate actions on the Underlying Stock. The Issuer may issue further certificates which will form a single series with the existing issue of Certificates, subject to the approval of the SGX-ST.
The Listing Documents are and will be available for inspection during usual business hours on any weekday (public holidays excepted) at the following address: Société Générale, Singapore Branch, 8 Marina Boulevard, #12-01 Marina Bay Financial Centre Tower 1, Singapore 018981.
No action has been or will be taken by the Issuer that would permit a public offering of the Certificates or possession or distribution of any offering material in relation to the Certificates in any jurisdiction where action for that purpose is required. No offers, sales or deliveries of any Certificate or distribution of any offering material relating to the Certificates may be made in or from any jurisdiction except in circumstances which will result in compliance with any applicable laws or regulations.
B. INFORMATION ON THE ISSUER AND GUARANTOR SG Issuer
The Issuer is incorporated in Luxembourg with limited liability.
Société Générale
The Guarantor is incorporated in France as a Société Anonyme.
As of the Launch Date: Moody's Investors Service, Inc.: A1 S&P Global Ratings: A
The Issuer is supervised by the Luxembourg Commission de Surveillance du Secteur Financier on a consolidated
basis.
<ul> <li>The Guarantor is regulated by, <i>inter alia</i>, the Autorité de contrôle prudentiel et de résolution (ACPR) in France.</li> <li>The Issuer's contact information is as follows:</li> </ul>
The Issuer's contact information is as follows: Contact number: +352 27 85 44 40
Email address: <u>SGIS@sgcib.com</u>
<ul> <li>For more information, including financial information, on the Guarantor, please see the Guarantor's corporate</li> </ul>

	C. INFORMATION ON MARKET MAKING
Name of	Société Générale
Designated	
Market Maker	
("DMM")	
Maximum Bid and	10 ticks or S\$0.20 whichever is greater
Offer Spread Minimum	10,000 Certificates
Quantity subject	10,000 Certificates
to Bid and Offer	
Spread	
Last Trading Day	The date falling on the earlier of (i) 5 Business Days immediately preceding the Expiry Date and (ii) the Early
for Market	Valuation Date (if any).
Making	
Circumstances	The DMM may not provide quotations in the following circumstances:
where a Quote	(i) during the pre-market opening and five minutes following the opening of the SGX-ST on any trading day;
will/may not be provided	<ul> <li>(ii) if the Certificates are valueless (where the Issuer's bid price is below the minimum bid size for such securities as prescribed by the SGX-ST);</li> </ul>
provided	(iii) when trading in the Underlying Stock is suspended or limited in a material way for any reason (including
	price quote limits activated by the Relevant Stock Exchange for the Underlying Stock or otherwise <sup>5</sup> ), for
	the avoidance of doubt, the DMM is not obliged to provide quotation for the Certificate at any time when
	the Underlying Stock is not negotiated/traded for any reason during the last trading session of the
	Relevant Stock Exchange for the Underlying Stock;
	(iv) when trading of the Underlying Stock on any Related Exchange, or access to pricing information of the
	Underlying Stock on any Related Exchange, is suspended, not available, or limited in a material way for any reason (including price quote limits activated by the Related Exchange on such Underlying Stock or otherwise);
	<ul> <li>(v) where the Certificates are suspended from trading for any reason including, but without limitation, as a result</li> </ul>
	of trading in the Underlying Stock on any Related Exchange being suspended, or trading generally on any
	Related Exchange being suspended;
	(vi) market disruption events, including, without limitation, any suspension of or limitation imposed on trading
	(including but not limited to unforeseen circumstances such as by reason of movements in price exceeding
	limits permitted by the SGX-ST or the Relevant Stock Exchange for the Underlying Stock <sup>5</sup> or any Related
	Exchange for the Underlying Stock, or any act of God, war, riot, public disorder, explosion, terrorism or
	otherwise) in the Underlying Stock, or in trading of the Underlying Stock on any Related Exchange;
	(vii) where the Issuer or the DMM faces technical problems affecting the ability of the DMM to provide bids and
	offer quotations; (viii) where the ability of the Issuer to source a hedge or unwind an existing hedge, as determined by the Issuer in
	good faith, is materially affected by the prevailing market conditions, and the Issuer informs the SGX-ST of
	its inability to do so as soon as practicable;
	(ix) in cases where the Issuer has no Certificates to sell, then the DMM will only provide bid quotations. The DMM
	may provide intermittent offer quotations when it has inventory of the Certificates;
	(x) if the SGX-ST, the Relevant Stock Exchange for the Underlying Stock or any Related Exchange experiences
	exceptional price movement and volatility;
	(xi) when any Related Exchange(s) relating to the trading of the Underlying Stock and the Relevant Stock Exchange for the Underlying Stock are not open for dealings concurrently:
	for the Underlying Stock are not open for dealings concurrently; (xii) when it is a public holiday in Singapore and the SGX-ST is not open for dealings; and
	(xiii) during trading hours of the SGX-ST on any Business Day when it is a public holiday in the United States and
	the Relevant Stock Exchange for the Underlying Stock is not open for dealings.
	D. PRODUCT SUITABILITY

#### WHO IS THIS PRODUCT SUITABLE FOR?

• This product is <u>only</u> suitable for investors who believe that the price of the Underlying Stock will remain flat or rise only slightly during the term of the product and are seeking potential Distribution(s). The Certificates are classified as Specified Investment Products (SIPs), and may only be sold to retail investors with enhanced safeguards, including an assessment of such investors' investment knowledge or experience. All investors need to be SIP-qualified in order to invest in the Certificates. The Certificates are generally not suitable for vulnerable investors. The Certificates are for investors who are willing to accept the risk of substantial losses up to a total loss of their investment, possibly within a relatively short timeframe. Certificate holders should also have sufficient understanding of the Certificates. They should possess either a high level of financial markets knowledge or sufficient product and investment experience to properly evaluate and assess the Certificates' structure, associated risks, valuation, costs and expected returns.

• This product should be only considered for investment purposes over their term.

<sup>&</sup>lt;sup>5</sup> Price quote limits activated by the Relevant Stock Exchange for the Underlying Stock are not applicable to the market making of the Certificates (as defined herein).

You should consider carefully whether the Certificates are suitable for you in light of your experience, objectives, financial position and other relevant circumstances. The Certificates are not suitable for inexperienced investors.

	Key I foduct reatures					
W	HAT ARE YOU INVESTING IN?	Further Information				
		Please refer to the				
•	You are investing in the equity linked certificates, which are in the form of call warrants, that may allow	"Information relating to the				
	you to benefit from Distribution(s) as well as an increase in the price of the Underlying Stock via	Company" section in the				
	payment of the Cash Settlement Amount and the Distribution(s). The Cash Settlement Amount will be	Supplemental Listing				
	subject to the Cap which shall not be less than 100%.	Document and the Issuer's				
•	If and to the extent the Physical Settlement is applicable, investors of the relevant Certificates are also	website at				
	looking to hold the Underlying Stock after the expiry of the relevant Certificates.	https://certificates.socgen.c				
•	Information relating to the Underlying Stock may be obtained from the website of <b>the Relevant Stock</b>	<u>om/</u>				
	Exchange for the Underlying Stock at https://www.nasdaq.com.					
Flo	or level of the Certificates					
•	The Certificates cannot be valued below zero.					

Calculation of the Cash Settlement Amount, Physical Settlement Stock, Cash Residual Amount and Distribution

- If and to the extent the Cash Settlement is applicable, Cash Settlement Amount:
  - In the event that there is non-occurrence of an Automatic Early Expiry, in respect of each Certificate, an amount denominated in the Settlement Currency equal to:
  - (a) if there is non-occurrence of a Knock-in Event, Notional Amount per Certificate x Cap; or
  - (b) if there is occurrence of a Knock-in Event, Notional Amount per Certificate x Min (Cap; Closing Price/Strike Price).

In the event that there is occurrence of an Automatic Early Expiry, in respect of each Certificate, an amount denominated in the Settlement Currency equal to: Notional Amount per Certificate X Cap.

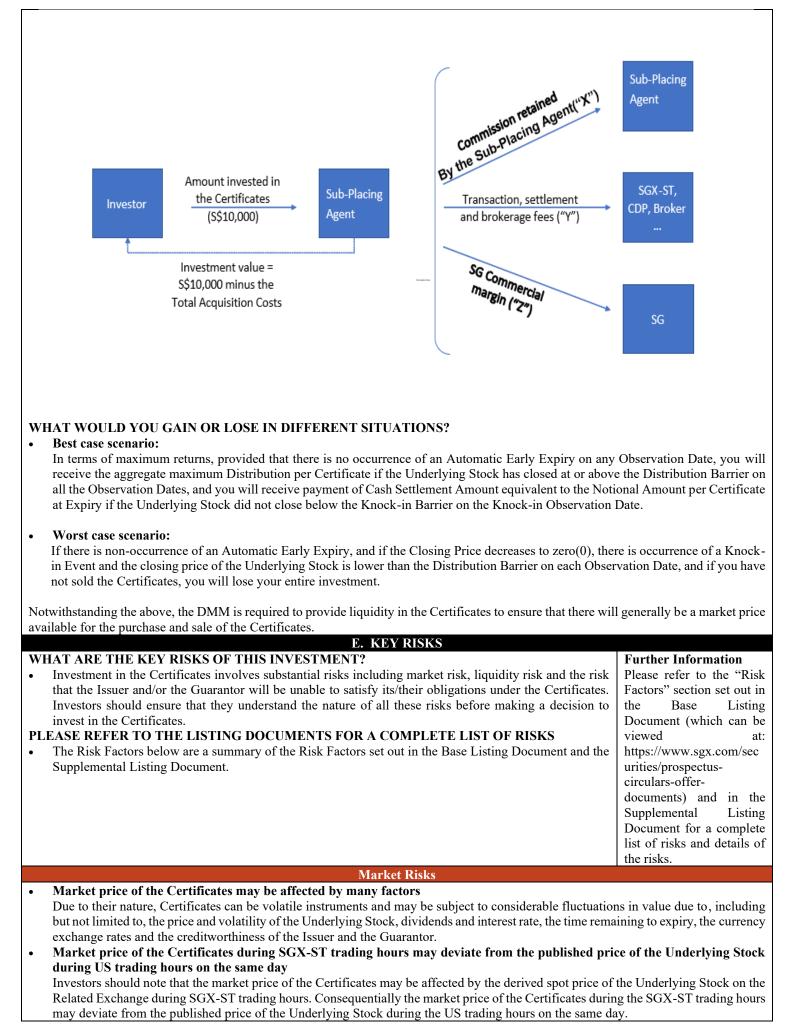
- If and to the extent the Physical Settlement is applicable,
  - (a) Physical Settlement Stock: in respect of each Physical Delivery Lot of the Certificates to which the Physical Settlement is applicable, the number of the Underlying Stock to be delivered by the Issuer by the Physical Settlement Date to a Physical Delivery Agent<sup>4</sup> and equal to (a) the Cash Settlement Amount (less any Exercise Expenses) multiplied by the Physical Delivery Lot; (b) divided by the Closing Price multiplied by the Exchange Rate, rounded down to the nearest integer number of the Underlying Stock; and
  - (b) Cash Residual Amount: in respect of each Physical Delivery Lot of the Certificates to which the Physical Settlement is applicable, an amount in the Settlement Currency to be paid by the Issuer by the Cash Settlement Date to the Physical Delivery Agent<sup>4</sup> equal to the value of (a) the Cash Settlement Amount (less any Exercise Expenses) multiplied by the Physical Delivery Lot; less (b) the Physical Settlement Stock multiplied by the Closing Price multiplied by the Exchange Rate.
- Distribution(s): in respect of each Certificate, shall be the Distribution Amount per Observation Date payable in the Settlement Currency to holders of the Certificates appearing in the records maintained by CDP as at 5:00 p.m. (Singapore time) on the fifth Business Day following such Observation Date (if such Observation Date does not fall on the Valuation Date) or on the second Business Day following the Valuation Date (if such Observation Date falls on the Valuation Date) (subject to change by the Issuer on giving notice to investors via SGXNet) on the Distribution Payment Date, if on such Observation Date, the closing price of the Underlying Stock is higher than or equal to the Distribution Barrier.

#### ILLUSTRATION OF ACQUISITION COSTS

Assuming that an investor purchases 10,000 Certificates at the Issue Price of S\$1.00 per Certificate, and that such investor acquires the Certificates through the distribution service of a Sub-Placing Agent of the Certificates:

- A distribution fee ("X") may be retained by the Sub-Placing Agent
- The investor may incur certain transaction, settlement and brokerage fees, similar to fees that the investor would pay for other transactions on the SGX-ST ("Y").
- Société Générale ("SG") would retain a commercial margin when hedging the Certificates ("Z"). (X+Y+Z being the "Total Acquisition Costs").

As such, the investment value of the Certificates immediately after investment in the Certificates, which would be equal to S\$10,000 minus the Total Acquisition Costs, will be lower than the amount paid by the investor to purchase the Certificates and for an investor to secure a profit, the increase in market value of the Certificates has to exceed the Total Acquisition Costs.



#### You may lose your entire investment

Certain events relating to the Underlying Stock or the Company may cause adverse movements in the value and the price of the Underlying Stock, as a result of which, you may, in extreme circumstances, sustain a significant loss of your investment if the price of the Underlying Stock has fallen sharply.

#### **Liquidity Risks**

• The secondary market may be illiquid

The Issuer acting through its DMM may be the only market participant buying and selling the Certificates. Therefore, the secondary market for the Certificates may be limited and you may not be able to realise the value of the Certificates. Do note that the bid-ask spread increases with illiquidity.

#### **Product Specific Risks**

• Certificates only exercisable on the Expiry Date or the Early Expiry Date, as the case may be The Certificates are only exercisable on the Expiry Date or the Early Expiry Date, as the case may be, and you may not exercise the Certificates prior to such date. In the event that there is non-occurrence of an Automatic Early Expiry, if on the Expiry Date the Cash Settlement Amount is zero or close to zero and no Distribution is payable, you will lose your entire investment in the Certificates.

• In the event that there is occurrence of an Automatic Early Expiry, the Certificates will expire earlier. Following an Automatic Early Expiry, investors may not be able to reinvest the proceeds from such Automatic Early Expiry at a comparable return for a similar level of risk. Investors should consider such reinvestment risk in light of other available investments when they purchase the Certificates. Please refer to the "Information relating to the European Style Structured Certificates (Autocallable Certificates)" section of the Supplemental Listing Document for the example and illustration of the calculation of the Cash Settlement Amount **and the Distribution(s)** upon occurrence of an Automatic Early Expiry.

• The total return on an investment in any Certificate will be affected by the performance of the Underlying Stock

#### You may sustain a total loss in your investment

Investors are warned that the price of the Certificates may fall in value as rapidly as it may rise and investors may sustain a total loss of their investment.

#### Trading in the Certificates may be suspended

You should note that if trading in the Underlying Stock is suspended or halted on the relevant stock exchange, trading in the relevant Certificates may be suspended for a similar period. In the event that a Distribution is payable, the Issuer will publish an announcement announcing such Distribution on SGXNet on the Business Day immediately following the corresponding Observation Date of such Distribution (if such Observation Date does not fall on the Valuation Date), and the trading in the Certificates may be suspended on such Business Day.

The suspension may be lifted and trading in the Underlying Stock may resume outside or during the trading hours of the SGX-ST. If trading in the Underlying Stock resumes, trading in the Certificates will resume either in accordance with the scheduled trading resumption timing (if any) as specified in the announcement(s) to be published in respect of the resumption of trading in the Underlying Stock. Please note that the price of the Certificates may be highly volatile following the resumption of trading in the Certificates.

You should note that the Issuer may at times suspend the trading of the Certificates at its discretion in case of events impacting the Certificates or the underlying stock on the relevant stock exchange and the announcement announcing such event is not published on SGXNet on the Business Day immediately following the day when such events occur (if such day does not fall on or after the Last Trading Date).

You should note that the Issuer may at times over the tenor of the Certificates provide only a bid quotation by stopping to provide ask quotations under specified or extenuating circumstances. Such stoppage of the ask quotation may be temporary or last for a prolonged period of time, possibly until the maturity of the Certificates. The Issuer will provide at all times during the tenor of the Certificates a bid quotation.

### Issuer may make adjustments to the terms and conditions of the Certificates and trading in the Certificates may be suspended on the relevant ex-date

Certain events relating to the Underlying Stock require or, as the case may be, permit the Issuer to make certain adjustments or amendments to the Conditions. In respect of certain corporate adjustment events on the Underlying Stock, trading in the Certificates may be suspended on the relevant ex-date of the Underlying Stock and trading in the Certificates will resume on the next immediate trading day on the SGX-ST. Please note that trading in the Certificates on the SGX-ST may be suspended for more than one trading day in certain circumstances.

#### The Underlying Stock quotes only during US trading hours

The Underlying Stock to which the Certificates relate is only quoted during US trading hours. There is therefore a specific risk that overnight, investors in the Certificates may incur a loss of the amounts invested in the Certificates, without being able to exit their investments in the Certificates.

Market news and/or corporate announcements relating to the Underlying Stock (including corporate event announcements or other price sensitive information) may be released outside the trading hours of the Relevant Stock Exchange for the Underlying Stock (based on New York time), but during the trading hours of the SGX-ST (based on Singapore time). The trading price of the Certificates may become highly volatile during the relevant trading hours of the SGX-ST in response to such market/corporate news pending opening of the Underlying Stock. The market and investors may not have sufficient time to digest fully, and/or assess the potential impact of, such corporate news on the Underlying Stock and hence the Certificates.

You may only benefit from a partial participation in the positive performance of the Underlying Stock

The potential payout, and therefore the potential profits which may be realised by investing in the Certificates is capped at the sum of (i) 100% of the Notional Amount of the Certificates and (ii) the Distribution(s).

## Circuit breakers implemented by the Relevant Stock Exchange for the Underlying Stock may result in the risk of potential high volatility in the trading prices of the Certificates

Circuit breakers are automatic mechanisms adopted in the U.S. stock market. Circuit breakers are invoked if the stock markets experience extreme broad-based declines or extreme volatility within a single stock, which are designed to slow the effects of extreme

price movement through coordinated trading halts across securities markets in the U.S. stock market when severe price declines reach levels that may exhaust market liquidity.

Circuit breakers implemented by the Relevant Stock Exchange for the Underlying Stock may result in a temporary trading halt of the Underlying Stock on the Relevant Stock Exchange for the Underlying Stock, or under extreme circumstances, closure of the U.S. stock market (including all trading on the Relevant Stock Exchange for the Underlying Stock) before normal close of the trading session in the U.S. stock market.

Investors should be aware of the risk of potential high volatility in the trading prices of the Certificates upon commencement and throughout the trading hours of the SGX-ST on a trading day in Singapore in response to any overnight trigger of circuit breakers resulting in temporary trading halt of the Underlying Stock during the trading day of the Relevant Stock Exchange for the Underlying Stock immediately prior to such Singapore trading day.

The occurrence of the Knock-in Event will be determined only when the closing price of the Underlying Stock on the Knockin Observation Date is available, which may not be during the trading hours of the Relevant Stock Exchange for the Certificates. Investors should note that the Knock-in Event may not occur during the SGX-ST trading hours and that the Issuer will make an appropriate announcement. This announcement will take place after the occurrence of the Knock-in Event and may be after the SGX-ST trading hours. In addition, upon the occurrence of the Knock-in Event, the value of the Certificates may be adversely affected.

### The Certificates may be cancelled by the Issuer

The Certificates may be cancelled at the discretion of the Issuer under certain circumstances, on giving notice to investors in accordance with the terms and conditions of the Certificates. Any money received by an investor on cancellation of the Certificates, which will be at the mark to market price, may be less than the capital initially invested by the investor, resulting in a loss to the investor.

### U.S. withholding tax

The Issuer has determined that these Certificates are not "delta-one" instruments for the purposes of IRS Notice 2024-44 and are therefore not Specified Warrants for purposes of the Section 871(m) Regulations as discussed in the accompanying Base Listing Document under "TAXATION—TAXATION IN THE UNITED STATES OF AMERICA—Section 871(m) of the U.S. Internal Revenue Code of 1986".

Investors are advised that the Issuer's determination is binding on all Non-U.S. Holders of the Certificates, but it is not binding on the United States Internal Revenue Service (the "IRS") and the IRS may therefore disagree with the Issuer's determination.

Potential investors are advised to consult their own tax adviser on the tax impacts of the acquisition, holding, disposal and redemption of the Certificates. The requirement to pay such taxes may reduce the effective yield on the Certificates and may also have an adverse impact on their value. Certificate Holders should consult with their own tax advisers regarding the potential application of Section 871(m) to the Certificates.

### Risks arising from the taxation of securities

Tax law and practice are subject to change, possibly with retroactive effect. This may have a negative impact on the value of the Certificates and/or the market price of the Certificates. For example, the specific tax assessment of the Certificates may change compared to its assessment at the time of purchase of the Certificates. This is especially true with regard to derivative Certificates and their tax treatment. Holders of Certificates therefore bear the risk that they may misjudge the taxation of the income from the purchase of the Certificates. However, there is also the possibility that the taxation of the income from the purchase of the Certificates will change to the detriment of the holders.

Holders of the Certificates bear the risk that the specific tax assessment of the Certificates will change. This can have a negative impact on the value of the Certificates and the investor may incur a corresponding loss. The stronger this negative effect, the greater the loss may be.

### **Risks specific to Physical Settlement**

- Physical Settlement is subject to various conditions, including, without limitation, valid Election Notice for an integral multiple of a Physical Delivery Lot being delivered to the Physical Delivery Agent within the prescribed time frame by the Onboarded Investors, Physical Settlement Authorisation being delivered to the Issuer within the prescribed time frame by the Physical Delivery Agent and Occurrence of Physical Settlement Event.
- All matters relating to Onboarding are subject to the sole and absolute discretion of the Physical Delivery Agent. Onboarding will not complete and the Other Investors will not be entitled to deliver the Election Notice to the Physical Delivery Agent if, among others:
  - (a) the Physical Delivery Agent rejects the Other Investor's application to open an account with it for whatsoever reason;
  - (b) by the Onboarding Completion Date, the Physical Delivery Agent does not establish business relations with the Other Investor for any reason;
  - (c) the requisite requirements prescribed by the Physical Delivery Agent for the delivery of the Physical Settlement Stock (including, without limitation, the deposit of the relevant Certificates into the securities account designated by the Physical Delivery Agent by the Onboarding Completion Date) have not been fulfilled; or
  - (d) the delivery of the Physical Settlement Stock to the Other Investor may infringe any applicable law, regulation or rule or necessitate compliance with conditions or requirements which the Physical Delivery Agent, in its absolute discretion, determines to be onerous or impracticable by reason of costs, delay or otherwise.
- The Physical Delivery Agent may determine that no Physical Settlement Authorisation shall be delivered in respect of the Certificates for which a valid Election Notice has been received

Upon receipt of a valid Election Notice, the Physical Delivery Agent may determine that no Physical Settlement Authorisation shall be delivered in respect of such Certificates if the delivery of the Physical Settlement Stock to the Onboarded Investors may infringe any applicable law, regulation or rule or necessitate compliance with conditions or requirements which the Physical Delivery Agent, in its absolute discretion, determines to be onerous or impracticable by reason of costs, delay or otherwise.

## The Issuer may determine that the Certificates in respect of which a Physical Settlement Authorisation has been provided shall not be physically settled

Upon the occurrence of a Physical Settlement Event, the Issuer is entitled (but not obliged) to physically settle in accordance with the Conditions those Certificates in respect of which it has received a Physical Settlement Authorisation. Without prejudice to the generality of the foregoing, the Issuer may determine that the Certificates in respect of which a Physical Settlement Authorisation has been provided shall not be physically settled where:

- (a) no Physical Settlement Event has occurred; and/or
- (b) the delivery of the Physical Settlement Stock to the Physical Delivery Agents and/or the Onboarded Investors may infringe any applicable law, regulation or rule or necessitate compliance with conditions or requirements which the Issuer, in its absolute discretion, determines to be onerous or impracticable by reason of costs, delay or otherwise.

#### You may be exposed to risks of settlement disruption or delay

If the Physical Settlement is applicable, Onboarded Investors will only be able to receive the Physical Settlement Stock after the Physical Delivery Agent's receipt of the same from the Issuer on the Physical Settlement Date and it will always be later than the date when Onboarded Investors could receive the Cash Settlement Amount if the Certificates are cash settled. When the Onboarded Investors will receive the Physical Settlement Stock and the Cash Residual Amount from the Physical Delivery Agent would be subject to the agreements or arrangements between the Physical Delivery Agent and the Onboarded Investors. Please consult your selected Physical Delivery Agent for further details.

#### You may be exposed to market risk of holding the Underlying Stock after the Valuation Date

If the Physical Settlement is applicable, Onboarded Investors may receive the Physical Settlement Stock and be exposed to the market risk of holding the Underlying Stock after the Valuation Date. Please note that the value of the Physical Settlement Stock after the Valuation Date together with the Cash Residual Amount may be less than the Cash Settlement Amount which Onboarded Investors could receive if the Certificates are cash settled.

#### You may be exposed to an exchange rate risk

If the Physical Settlement is applicable, there may be an exchange rate risk where the Closing Price is converted from a foreign currency into Singapore Dollars when determining the Physical Settlement Stock and the Cash Residual Amount.

In the event the Issuer determines to physically settle the relevant Certificates, upon occurrence of a settlement disruption event, the Issuer retains the discretion to cash settle the relevant Certificates in the circumstances described in the Conditions. Issuer Related Risks

#### • You are exposed to the credit risk of the Issuer and the Guarantor

The Certificates constitute general and unsecured obligations of the Issuer (in the case of any substitution of the Issuer in accordance with the Conditions of the Certificates, the Substituted Obligor as defined in the Conditions of the Certificates) and of no other person, and the guarantee provided by the Guarantor constitutes direct unconditional unsecured senior preferred obligations of the Guarantor and of no other person. If you purchase the Certificates, you are relying upon the creditworthiness of the Issuer and the Guarantor and have no rights under the Certificates against any other person. You should note that the Issuer issues a large number of financial instruments, including Certificates, on a global basis and at any given time, the financial instruments outstanding may be substantial. **Conflicts of interest may arise from acting in different capacities in relation to the issue of the Certificates** 

In the ordinary course of their business, including in unterent capacities in relation to the issue of the Certificates maker's market making activities, the Issuer, the Guarantor and any of their respective subsidiaries and affiliates may have a position or interest in the Underlying Stock, and may effect transactions for their own account or for the account of their customers and hold long or short positions in the Underlying Stock. In addition, in connection with the offering of any Certificates, the Issuer, the Guarantor and any of their respective subsidiaries and affiliates may enter into one or more hedging transactions with respect to the Underlying Stock. In connection with such hedging or market-making activities or with respect to proprietary or other trading activities by the Issuer, the Guarantor and any of their respective subsidiaries and affiliates, the Issuer, the Guarantor and any of their respective subsidiaries and affiliates may enter into transactions in the Underlying Stock where conflicts of interest may arise, and/or which may affect the market price, liquidity or value of the Certificates and which may affect the interests of Certificate Holders, and investors consent to the Issuer, Guarantor and any of their respective subsidiaries and affiliates entering into such transactions.

The Issuer, the Guarantor and their affiliates act or may act in different capacities in relation to the issue of the Certificates, including without limitation:

- (A) the Issuer is the issuer of the Certificates;
- (B) Societe Generale acts as designated market maker for the Certificates, and as master placement agent for the Certificates;
- (C) Societe Generale may at its sole and absolute discretion enter into contracts with other sub-placing agents for the physical delivery of underlying shares; and
- (D) Societe Generale, Singapore Branch is authorized to distribute and market the Certificates.

For the avoidance of doubt and as an independent stipulation, investors agree to each of the Issuer, the Guarantor and its affiliates providing different services and/or performing different roles in relation to the issuance, offer and/or dealing in the Certificates. Each investor acknowledges and agrees that the provision of such services or the undertaking of such roles may not always be consistent with the interests of the investors.

Each investor agrees that subject to mandatory applicable law which cannot be derogated from, no implied duties or obligations shall be imposed on the Issuer, the Guarantor and their affiliates under the Certificates, and in connection with or as a result of the investor's subscription or purchase of the Certificates.

The Issuer, the Guarantor and their affiliates may (i) receive benefits, fees, spreads, mark-ups and/or profits as a result of their multiple roles as issuer, guarantor, custodian, calculation agent, designated market maker, master placing agent, hedging party, entering into forward and other derivative contracts, and/or distributor (whether in the nature of a fiduciary, similar or additional duty or relationship or otherwise) and (ii) pay fees and commissions, and/or provide rebates, benefits or discounted prices to sub-placing agents, and each investor fully consents to (i) each of the Issuer, the Guarantor and their affiliates acting in such capacities, taking on such roles, and entering into such transactions, (ii) each of the Issuer, the Guarantor and their affiliates not being liable to notify nor to account for,

and each of them, retaining such benefits, fees, spreads, mark-ups and/or profits for their own account, (iii) each of the Issuer, the Guarantor and their affiliates not being liable to notify nor to account for, and each of them, paying fees and commissions and/or providing rebates, benefits and discounted prices to sub-placing agents and (iv) each of the sub-placing agents retaining such fees, commissions, rebates, benefits and/or discounted prices. Each investor acknowledges and agrees that none of the Issuer, the Guarantor and their affiliates acts as fiduciary to any investor nor assumes any such obligations, and that none of the Issuer, the Guarantor and their affiliates is obliged to notify, and is liable to account to, any investor or any other person for (and each investor or such other person shall not be entitled to ask for) disclosure of the fact or the amount of, any benefits, fees, spreads, mark-ups and/or profits resulting from any of the aforementioned roles, other than is already disclosed in this document. Each investor agrees that it will have no claim against the Issuer, the Guarantor and their affiliates for, and it consents to, (i) the receipt, acceptance and retention by the Issuer, the Guarantor and their affiliates of, such benefits, fees, spreads, mark-ups and/or profits arising from any such multiple roles, and (ii) the payment by the Issuer, the Guarantor and their affiliates to, and the receipt, acceptance and retention by the sub-placing agent of fees, commissions, rebates, benefits and/or discounted prices.

Subject to mandatory applicable laws which cannot be derogated from, regulations and listing rules, the Guarantor and its affiliates may enter into off-exchange transactions in the capacity of Certificate Holder at their discretion to sell the Certificates at a price which may be different from the price of the Certificates quoted on the SGX-ST by the Guarantor in its capacity of the designated market maker;

• Conflicts of interest may arise from the overall activities of the Issuer, the Guarantor and their subsidiaries or affiliates The Issuer, the Guarantor and any of their subsidiaries and affiliates are diversified financial institutions that engage in a wide range of commercial and investment banking, brokerage, funds management, hedging transactions and investment and other activities for their own account or the account of others. In addition, the Issuer, the Guarantor and any of their subsidiaries and/or affiliates, in connection with their other business activities, may possess or acquire material information about the Underlying Stock. Such activities and information may involve or otherwise affect issuers of the Underlying Stock in a manner that may cause consequences adverse to investors in the Certificates or otherwise create conflicts of interests in connection with the issue of Certificates by the Issuer.

## F. FEES AND CHARGES

## WHAT ARE THE FEES AND CHARGES OF THIS INVESTMENT?

- Normal transaction and brokerage fees apply, similar to fees that you would pay for other transactions on the SGX-ST.
- A distribution fee of up to 2% of the investors' investment amount in the Certificates may be paid by the Issuer or one of its affiliates to the Sub-Placing Agent.
- As at the Issue Date, the maximum amount of commercial margin that the Issuer can apply is 2% of the Notional Amount of Certificate.
- Investors may also refer to the Issuer's website at <a href="https://certificates.socgen.com/">https://certificates.socgen.com/</a> to observe the daily theoretical price of the Certificates from the Business Day after the Strike Date of the Certificates.
- Investors will be required to pay the Exercise Expenses.
- In the case of Physical Settlement, investors will be required to pay all charges incurred in connection with the purchase and transfer of the Underlying Stock, and all the expenses payable by the seller and transferor of the Underlying Stock.
- Investors should further note that in the determination of the quoted price of secondary market transactions for any Certificates, such prices may contain or embed transaction costs, fees or charges incurred or charged by the Issuer or its affiliates in relation to any arrangement for hedging, operational and administrative purposes, and any profit margins.

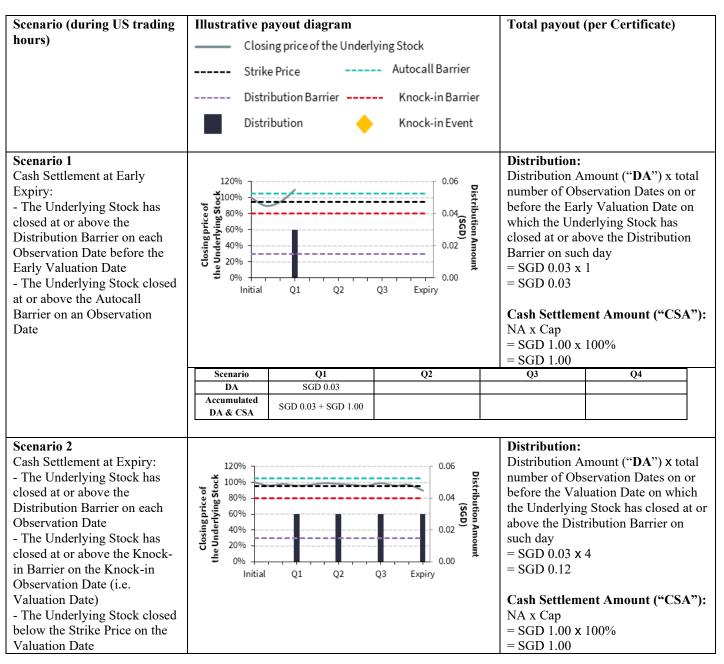
## Appendix

## The figures used in this example are given for purely indicative purposes, the objective is to describe the mechanism of the product. It is no guarantee as to future returns and has no contractual value.

The below Scenario Analysis aims to illustrate the potential payout of the Certificates under different conditions:

### **Assumptions:**

- SGD Denominated Certificates (please note that the illustration below won't change in case of USD Denominated Certificates.
- Notional Amount ("NA") per Certificate = SGD 1.00
- Tenor = 12 months;
- Periodic Observation Date & Distribution Payment Date: Quarterly
- Distribution Barrier = 30% of the Initial Price;
- Strike Price = 95% of the Initial Price;
- Autocall Barrier = 105% of the Initial Price;
- Potential Distribution Amount per Distribution Payment Date = SGD 0.03 per Certificate;
- Knock-in Observation Date is Valuation Date;
- Knock-in Barrier = 80% of the Initial Price;
- Cap = 100%



	Scenario DA	Q1 SGD 0.03	Q2 SGD 0.03	Q3 SGD 0.03	Q4 SGD 0.03	
	Accumulated DA & CSA	SGD 0.03	SGD 0.06	SGD 0.09	SGD 0.12 + SGD 1.00	
Scenario 3 Cash Settlement / Physical Settlement at Expiry: - The Underlying Stock has closed at or above the Distribution Barrier on each Observation Date - The Underlying Stock has closed below the Knock-in Barrier on the Knock-in Observation Date (i.e. the Valuation Date) - The Underlying Stock closed below the Strike Price on the Valuation Date	Closing price of the Underlying Stock %000 the Underlying Stock %000 the Underlying Stock %000 the Unitial %	Q1 Q2	0.06 0.04 0.02 0.02 0.00 Q3 Expiry	SGD Distribution Amount SGD Distribution Amount SGD Amount SGD Amount Distribution Amount A. Ca ("CS NA x Price, = SG = SG = SG = SG COR B. Ph of a L Certi	D 0.03 x 4 D 0.12 ash Settlement Amo	unt 5.00%)
	Scenario DA Accumulated	Q1 SGD 0.03 SGD 0.03	Q2 SGD 0.03 SGD 0.06	Resid           Q3           SGD 0.03           SGD 0.09	Q4           SGD 0.03	
Scenario 4 Cash Settlement at Expiry: - The Underlying Stock has closed below the Distribution Barrier on some Observation Dates - The Underlying Stock has closed at or above the Knock- in Barrier on the Knock-in Observation Date (i.e. the Valuation Date) - The Underlying Stock closed at or above the Strike Price on the Valuation Date	DA & CSA	Q1 Q2 Q1 Q2 SGD 0.03 SGD 0.03	0.00 0.02 0.02 0.02 0.00 0.00 0.00 0.00	G Distribution G Cash NA x S SG	Distribution:Distribution Amount ("DA") x totalnumber of Observation Dates on orbefore the Valuation Date on whichthe Underlying Stock has closed at orabove the Distribution Barrier onsuch day= SGD 0.03 x 3= SGD 0.09Cash Settlement Amount ("CSA"):NA x Cap= SGD 1.00 x 100%= SGD 1.003Q40.03SGD 0.03	
Scenario 5 Cash Settlement / Physical Settlement at Expiry: - The Underlying Stock has always closed below the Distribution Barrier on each Observation Date - The Underlying Stock has closed below the Knock-in Barrier on the Knock-in Observation Date (i.e. the Valuation Date)	Closing 120% 120	Q1 Q2	0.00 0.00 0.00 0.00 Q3 Expiry	<sup>4</sup> SCD <sup>5</sup> Distribution <sup>4</sup> SCD <sup>6</sup> Distribution <sup>6</sup> befor the U above such <sup>6</sup> = SG <sup>7</sup> A. Ca ("CS NA x	D 0.03 x 0 D 0.00 ash Settlement Amo	ates on or on which closed at or rier on

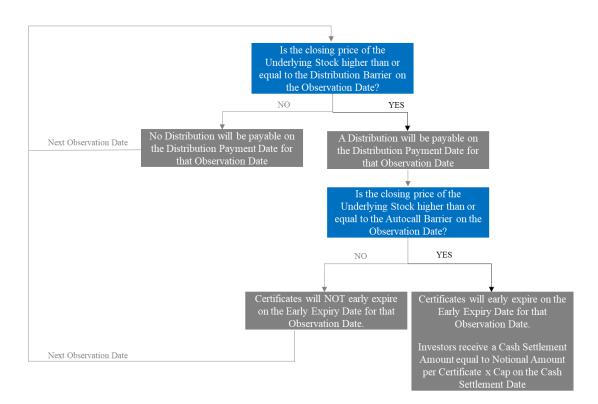
			= SGD 1.00 x = SGD 1.00 x = SGD 0.263		
			OR		
B. Physical Settlement (in of a Physical Delivery Lo Certificates): Physical Settlement Stock Residual Amount (if any)			<b>I Delivery Lot of the</b> : lement Stock and Ca	e	
Scenario	Q1	Q2	Q3	Q4	
DA	SGD 0.00	SGD 0.00	SGD 0.00	SGD 0.00	
Accumulated DA & CSA	SGD 0.00	SGD 0.00	SGD 0.00	SGD 0.00 + SGD 0.2632	

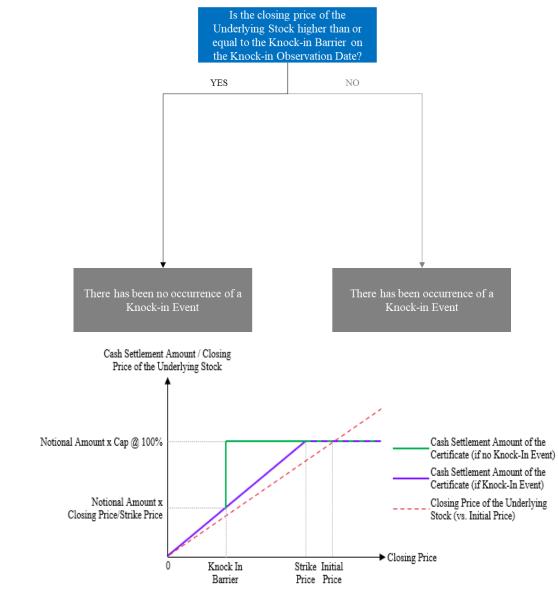
Total return of direct investment in the Underlying Stock = Notional Amount x (Closing Price of the Underlying Stock at expiry / Initial Price of the Underlying Stock -1)

The fees and charges are not included in the above payout illustration.

The figures used in this example are given for purely indicative purposes, the objective is to describe the mechanism of the product. It is no guarantee as to future returns and has no contractual value.

The below aims to illustrate the payout mechanism of the Certificates:





Assumption: Strike Price < 100% of Initial Price

Note: the payoff chart assumes that there is non-occurrence of an Automatic Early Expiry.