



From:	Board of Directors	Date:
To:	Ordinary General Meeting of the Shareholders	Chairman – CEO visa:
Subject:	Election of Mr Guy Marie Charles POUPET as director of BRD-Groupe Société Générale S.A. starting January 1, 2010	

**Decision draft:**

The Ordinary General Meeting of the Shareholders approves the election of Mr Guy Marie Charles POUPET as director of BRD – Groupe Société Générale S.A. for a 4-year office, starting January 1, 2010, following the renunciation by Mr Patrick Pierre GELIN to his office, as well as the delegation of power to Mr Jean-Louis MATTEI, director of the Bank, to enter, on behalf of the Bank, into the director's agreement with Mr POUPET, and the delegation of power to the Chairman of the Board of Directors to sign the Addendum and the updated Articles of Incorporation following the change in the composition of the Board of Directors.

**SUMMARY**

Following the retirement of Mr Patrick GELIN from the professional activity and his renunciation to the office of Chairman – CEO of BRD-Groupe Société Générale starting January 1, 2010, the Board of Directors proposes the candidacy of Mr Guy Marie Charles POUPET for the position of director of the Bank starting January 1, 2010.

Regarding the candidate proposed for approval by the general meeting, we'd like to underline Mr POUPET's wide professional experience in the banking field. Thus, in his 34 years of experience within the Société Générale Group, Mr POUPET was in charge of Société Générale subsidiaries in countries such as Argentina, Senegal, the Czech Republic and Egypt, and he filled in several management positions in the French network and at the headquarters of the Société Générale Group.

Considering his professional competences and experience, the Board of Directors proposes the election of Mr Guy Marie Charles POUPET as director of BRD-Groupe Société Générale.

Also, the Board of Directors proposes the delegation of power to Mr Jean-Louis MATTEI, director of the Bank, to enter, on behalf of the Bank, into the director's agreement with Mr Guy Marie Charles POUPET, and the delegation of power to the Chairman of the Board of Directors to sign the Addendum and the updated Articles of Incorporation following the change in the composition of the Board of Directors.

Annex: CV of Mr Guy Marie Charles POUPET