**KEY TERMS SHEET** 

31 August 2023



# 8,000,000 European Style Cash Settled Long Certificates expiring on 04 September 2025 relating to the ordinary H shares of BYD Company Limited with a Daily Leverage of 5x (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 16 June 2023 (the "Base Listing Document"), the addendum to the Base Listing Document dated 28 July 2023 (the "Addendum") and the supplemental listing document to be dated on or about 07 September 2023 (the "Supplemental Listing Document", together with the Base Listing Document and the Addendum, 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.
- 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.
- 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	SGX Counter Full Name:	Issue Size	8.0 million Certificates					
Full Name	BYD 5xLongSG250904							
(SGX Stock	SGX Stock Code: to be determined							
Code) and ISIN	ISIN: LU2375061111							
Туре	European Style Cash Settled Long	Launch	31 August 2023					
	Certificates on Single Equities	Date						
Underlying	Ordinary H shares of BYD Company	Issue/Initial	07 September 2023					
Stock	Limited traded in Hong Kong Dollar	Settlement						
	("HKD")	Date						
Company	BYD Company Limited (RIC: 1211.HK)	Expected	08 September 2023					
		Listing Date						
Underlying	The closing price of the Underlying Stock on	Expiry Date	04 September 2025 (if the Expiry Date is not a					
Price <sup>3</sup> and	07 September 2023 (Reuters)		Business Day, then the Expiry Date shall fall on the					
Source			preceding Business Day and subject to adjustment					
Calculation Société Générale			of the Valuation Date upon the occurrence of					
Agent			-					
Issue Price	SGD 1.00		Market Disruption Events as set out in the					
			Conditions of the Certificates)					
Strike Level	Zero	Valuation	03 September 2025 or if such day is not an					
		Date	Exchange Business Day, the immediately					
			preceding Exchange Business Day.					
<b>Daily Leverage</b> 5x (within the Leverage Strategy as								
described in Appendix I)								
National	SCD 1 00							
Notional	SGD 1.00							
Amount per								
Certificate								

Key Terms Sheet for Structured Warrants to be issued by SG Issuer

<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.

<sup>&</sup>lt;sup>3</sup> These figures are calculated as at, and based on information available to the Issuer on or about the Issue 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 Issue Date.

Management	0.40%	Last	The date falling 5 Business Days immediately
Fee (p.a.) <sup>4</sup> Gap Premium	6.90%, is a hedging cost against extreme	Trading Date	preceding the Expiry Date, currently being 28 August 2025
(p.a.) Funding Cost <sup>5</sup>	market movements overnight. The annualised costs of funding, referencing a publicly published interbank offered rate plus spread.	Rebalancing Cost <sup>5</sup>	The transaction costs (if applicable), computed as a function of leverage and daily performance of the Underlying Stock.
Board Lot	100 Certificates	Settlement Date	No later than five Settlement Business Days following the Expiry Date, currently being 11 September 2025
RelevantStockExchange for theCertificatesRelevantStock	The Singapore Exchange Securities Trading Limited ("SGX-ST") The Stock Exchange of Hong Kong Limited	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
Exchange for the Underlying Stock	("HKEX")		
<b>Clearing System</b>	The Central Depository (Pte) Limited ("CDP")	Warrant Agent	CDP
Exercise	Automatic Exercise	Settlement Method	Cash Settlement
Settlement Currency	Singapore Dollar ("SGD")	Underlying Stock Currency	HKD
Business Day, Settlement Business Day and Exchange Business Day	A "Business Day" or a "Settlement Business Day" is 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. An "Exchange Business Day" is a day on which the SGX-ST and the HKEX are open for dealings in Singapore and Hong Kong respectively during its normal trading hours and banks are open for business in Singapore and Hong Kong.	Governing Law	Singapore law
Cash Settlement Amount	In respect of each Certificate, shall be an amor Notional Amount per Certificate x Closing Le Please refer to the "Information relating to the	vel e European Style	he Settlement Currency equal to: e Cash Settled Long Certificates on Single Equities" es and illustrations of the calculation of the Cash
Closing Level	In respect of each Certificate, shall be an amo		ne Settlement Currency equal to: 2. 2. 2. 3. 4. 5. 7. 7. 7. 7. 7. 7. 7. 7. 7. 7. 7. 7. 7.
Hedging Fee Factor	Management Fee x (ACT (t-1;t) $\div$ 360)) x (1- "t" refers to " <b>Observation Date</b> " which mean Event) from (and including) the Underlying St to the Valuation Date; and ACT (t-1;t) means the number of calendar days the Observation Date (which is "t-1") (include If the Issuer determines, in its sole discretion, tt then that Observation Date shall be postponed there is no Market Disruption Event, unless the Business Days immediately following the orig an Observation Date. In that case, that fifth Un Date notwithstanding the Market Disruption	- Gap Premium s each Underlyin tock Business D s between the Ur ed) and the Obse hat on any Obser until the first su ere is a Market D final date that, bunderlying Stock Event and the Is	ng Stock Business Day (subject to Market Disruption ay immediately preceding the Expected Listing Date nderlying Stock Business Day immediately preceding

<sup>&</sup>lt;sup>4</sup> Please note that the Management Fee may be increased up to a maximum of 3% p.a. on giving one month's notice to investors. Any increase in the Management Fee will be announced on the SGXNET. Please refer to the section of the Supplemental Listing Document entitled "Fees and Charges" for further details of the fees and charges payable and the maximum of such fees as well as other ongoing expenses that may be borne by the Certificates.

<sup>&</sup>lt;sup>5</sup> These costs are embedded within the Leverage Strategy.

Key Terms Sheet for Structured Warrants to be issued by SG Issuer

	accordance with the formula for and method of calculation last in effect prior to the occurrence of the first Market
	Disruption Event taking into account, inter alia, the exchange traded or quoted price of the Underlying Stock and
	the potential increased cost of hedging by the Issuer as a result of the occurrence of the Market Disruption Event.
	An "Underlying Stock Business Day" means a day on which the HKEX is open for dealings in Hong Kong during
	its normal trading hours and banks are open for business in Hong Kong.
	Please refer to the "Information relating to the European Style Cash Settled Long Certificates on Single Equities"
	section of the Supplemental Listing Document for examples and illustrations of the calculation of the Hedging Fee
	Factor.
Initial Reference	1,000
Level	
<b>Final Reference</b>	The closing level of the Leverage Strategy on the Valuation Date.
Level	Please refer to Appendix I "Specific Definitions relating to the Leverage Strategy" for an illustration of the
	calculation of the closing level of the Leverage Strategy.
Initial Exchange	The rate for the conversion of HKD to SGD as at 5:00pm (Singapore Time) on 07 September 2023 as shown on
Rate <sup>3</sup>	Reuters, provided that if the Reuters service ceases to display such information, as determined by the Issuer by
	reference to such source(s) as the Issuer may reasonably determine to be appropriate at such a time, which will be
	specified in the Supplemental Listing Document.
<b>Final Exchange</b>	The rate for the conversion of HKD to SGD as at 5:00pm (Singapore Time) on the Valuation Date as shown on
Rate	Reuters, provided that if the Reuters service ceases to display such information, as determined by the Issuer by
	reference to such source(s) as the Issuer may reasonably determine to be appropriate at such a time.
Air Bag	The "Air Bag Mechanism" refers to the mechanism built in the Leverage Strategy and which is designed to reduce
Mechanism	the Leverage Strategy exposure to the Underlying Stock during extreme market conditions. If the Underlying Stock
	falls by 15% or more during the trading day (which represents an approximately 75% loss after a 5 times leverage),
	the Air Bag Mechanism is triggered and the Leverage Strategy is adjusted intra-day. The Air Bag Mechanism
	reduces the impact on the Leverage Strategy if the Underlying Stock falls further, but will also maintain a reduced
	exposure to the Underlying Stock in the event the Underlying Stock starts to rise after the Air Bag Mechanism is
	triggered, thereby reducing its ability to recoup losses. Trading of Certificates is suspended for at least 30 minutes
	of continuous trading after the Air Bag is triggered. The resumption of trading is subject to the SGX-ST's
	requirements of at least 15 minutes after the SGX-ST approves the request from the Issuer to resume trading on the
	Certificates, rounded to the next quarter of an hour.
	Please refer to "Product Specific Risks" relating to the Air Bag Mechanism, the "Extraordinary Strategy Adjustment
	for Performance Reasons ("Air Bag Mechanism")" section of Appendix I below, and the "Description of Air Bag
	Mechanism" section of the Supplemental Listing Document for further information of the Air Bag Mechanism.
Form	The Certificates will be represented by a global warrant, which will be deposited with the CDP. No definitive
	Warrants will be issued.
Adjustments and	The Issuer has the right to make adjustments to the terms of the Certificates if certain events, including any
Extraordinary	capitalisation issue, rights issue, extraordinary distributions, merger, delisting, insolvency (as more specifically set
Events	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.
	made. Please refer to the "Information relating to the European Style Cash Settled Long Certificates on Single Equities"
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Further Issuance	Please refer to the "Information relating to the European Style Cash Settled Long Certificates on Single Equities" section of the Supplemental Listing Document for examples and illustrations of adjustments that may be made to
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Documents Selling Restrictions Name of Issuer Name of Guarantor	<ul> <li>Please refer to the "Information relating to the European Style Cash Settled Long Certificates on Single Equities" 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.</li> <li>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.</li> <li>The Listing Documents are and will be available for inspection during usual business hours on any weekday (public holidays excepted) at the following address:</li> <li>Société Générale, Singapore Branch, 8 Marina Boulevard, #12-01 Marina Bay Financial Centre Tower 1, Singapore 018981.</li> <li>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 Certificate or distribution of any offering material in relation to the Certificate or distribution of any offering material in relation except in circumstances which will result in compliance with any applicable laws or regulations.</li> <li><b>B. INFORMATION ON THE ISSUER AND GUARANTOR</b></li> <li>SG Issuer</li> <li>The Issuer is incorporated in Luxembourg with limited liability.</li> <li>Société Générale</li> <li>The Guarantor is incorporated in France as a <i>Société Anonyme</i>.</li> <li>As of the Launch Date:</li> <li>Moody's Investors Service, Inc.: A1</li> </ul>
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Documents Selling Restrictions Name of Issuer Name of Guarantor Credit Rating of the Guarantor Issuer /	Please refer to the "Information relating to the European Style Cash Settled Long Certificates on Single Equities" 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 in relation except in circumstances which will result in compliance with any applicable laws or regulations. <b>B. INFORMATION ON THE ISSUER AND GUARANTOR</b> SG Issuer The Issuer is incorporated in Luxembourg with limited liability. Société Générale The Guarantor is incorporated in France as a <i>Société Anonyme</i> . As of the Launch Date: Mody'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
Documents Selling Restrictions Name of Issuer Name of Guarantor Credit Rating of the Guarantor	<ul> <li>Please refer to the "Information relating to the European Style Cash Settled Long Certificates on Single Equities" 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.</li> <li>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.</li> <li>The Listing Documents are and will be available for inspection during usual business hours on any weekday (public holidays excepted) at the following address:</li> <li>Société Générale, Singapore Branch, 8 Marina Boulevard, #12-01 Marina Bay Financial Centre Tower 1, Singapore 018981.</li> <li>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 in claim to the Certificates which will result in compliance with any applicable laws or regulations.</li> <li><b>B. INFORMATION ON THE ISSUER AND GUARANTOR</b></li> <li>SG Issuer</li> <li>The Issuer is incorporated in Luxembourg with limited liability.</li> <li>Société Générale</li> <li>The Guarantor is incorporated in France as a <i>Société Anonyme</i>.</li> <li>As of the Launch Date:</li> <li>Moody's Investors Service, Inc.: A1</li> <li>S&amp;P Global Ratings: A</li> </ul>

Issuer's /	
Guarantor's	The Issuer's contact information is as follows: Contact number: +352 27 85 44 40
Website and any	
other Contact	Email address: <u>SGIS@sgcib.com</u>
Information	• For more information, including financial information, on the Guarantor, please see the Guarantor's corporate web-site www.societegenerale.com.
mation	C. INFORMATION ON MARKET MAKING
Name of	Société Générale
Designated	
Market Maker	
("DMM")	
Maximum Bid	(i) when the best bid price of the Certificate is S\$10 and below: 10 ticks or S\$0.20 whichever is greater; and
and Offer	<ul> <li>(i) when the best bid price of the Certificate is above \$\$10:5% of the best bid price of the Certificate.</li> </ul>
Spread	
Minimum	10,000 Certificates
Quantity subject	
to Bid and Offer	
Spread	
Last Trading	The date falling 5 Exchange Business Days immediately preceding the Expiry Date.
Day for Market	
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	(ii) if the Certificates are valueless (where the Issuer's bid price is below the minimum bid size for such securities
provided	as prescribed by the SGX-ST);
	(iii) before the Relevant Stock Exchange for the Underlying Stock has opened and after the Relevant Stock
	Exchange for the Underlying Stock has closed on any trading day;
	(iv) when trading in the Underlying Stock is suspended or limited in a material way for any reason, for the
	avoidance of doubt, the DMM is not obliged to provide quotations for the Certificates at any time when the
	Underlying Stock is not negotiated/traded for any reason;
	(v) where the Certificates are suspended from trading for any reason;
	(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 any act of God, war, riot, public disorder, explosion, terrorism or otherwise)
	in the Underlying Stock;
	(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 the bid price;
	<ul> <li>(x) if the stock market experiences exceptional price movement and volatility;</li> </ul>
	(xi) when it is a public holiday in Singapore and/or Hong Kong and/or the SGX-ST and/or the HKEX is not open
	for dealings; and
	(xii) during the suspension of trading of Certificates after an Air Bag Mechanism has been triggered.
	D. PRODUCT SUITABILITY
WHO IS THIS PR	RODUCT SUITABLE FOR?
• This product is c	only suitable for investors who believe that the price of the Underlying Stock will increase and are seeking short-term
	ure to the Underlying Stock. The Certificates are classified as Specified Investment Products (SIPs), and may only
be sold to retail i	investors with enhanced safeguards, including an assessment of such investors' investment knowledge or experience.
. This product -1-	wild be only considered for introduct trading and short terms investment newigds due to its leverneed avecaging

• This product should be only considered for intraday trading and short term investment periods due to its leveraged exposure and the daily compounding, which may lead to a performance different from 5 times the performance of the Underlying Stock over a period longer than one day.

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 roudet reatures	
W	HAT ARE YOU INVESTING IN?	Further Information
		Please refer to the "Information relating to
٠	You are investing in the daily leveraged certificates, which are in the form of a zero-	the Company" section in the Supplemental
	strike warrant, that provides you with a fixed leveraged return on the daily	Listing Document and the Issuer's website
	performance of the Underlying Stock, plus any costs or fees that may apply.	at <u>dlc.socgen.com</u> .
٠	The Certificates track the performance of the Leverage Strategy. This Leverage	
	Strategy provides a return based on a fixed daily leveraged return of the Underlying	
	Stock.	
٠	As an example, the Certificates' daily performance will correspond to 5 times the	
	daily performance of the Underlying Stock (excluding costs). If the Underlying Stock	

price rises by 1% compared to the previous closing price, the Certificate will rise by					
5% (excluding costs). If the Underlying Stock price falls by 1% compared to the					
previous closing price, the Certificate will fall by 5% (excluding costs).					
Floor level of the Leverage Strategy					
• The Leverage Strategy is floored at 0 and the Certificates cannot be valued below					
zero.					
Leverage Mechanism					
• The leverage mechanism is designed to provide 5 times the daily performance of the					
Underlying Stock (excluding costs). As the initial investment is only the price of the					
Certificates, the leverage is derived by a process equivalent to financing an additional					
4 times the daily performance of the Underlying Stock at a funding rate determined					
according to the formula of the Leverage Strategy.					
Calculation of the Cash Settlement Amoun	t				
the Notional Amount per Certificate times the Closing Level. WHAT WOULD YOU GAIN OR LOSE IN DIFFERENT SITUATIONS?					
Best case scenario:					
The price of the Underlying Stock increases substantially resulting in a significant increase	se in the price of the Certificates. You would				
then sell the Certificates and realise a profit. The DMM is required to provide liquidity					
generally be a market price available for the purchase and sale of the Certificates.					
• Worst case scenario:					
If you buy the Certificates and the price of the Underlying Stock decreases sharply, the	value of the Certificates will decrease by a				
multiple of the aforementioned decrease in the price of the Underlying Stock, and you ma					
Please refer to Appendix II below for an illustration on how returns and losses can occur u	inder different scenarios.				
E. KEY RISKS					
WHAT ARE THE KEY RISKS OF THIS INVESTMENT?	Further Information				
• Investment in the Certificates involves substantial risks including market risk,	Please refer to the "Risk Factors" section set				
liquidity risk and the risk that the Issuer and/or the Guarantor will be unable to satisfy	out in the Base Listing Document and the				
its/their obligations under the Certificates. Investors should ensure that they Addendum (which can be viewed at:					

understand the nature of all these risks before making a decision to invest in the Certificates. PLEASE REFER TO THE LISTING DOCUMENTS FOR A COMPLETE LIST OF RISKS

• The Risk Factors below are a summary of the Risk Factors set out in the Base Listing Document, the Addendum and the Supplemental Listing Document.

#### • Market price of the Certificates may be affected by many factors Due to their nature, Certificates can be volatile instruments and may be subject to considerable fluctuations in value due to, including but not limited to, variations in the frequency and magnitude of the changes in the price of the Underlying Stock, the time remaining to expiry, the currency exchange rates and the creditworthiness of the Issuer and the Guarantor.

Market Risks

• 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

The Certificates are only exercisable on the Expiry Date and you may not exercise the Certificates prior to such date. Accordingly, if on the Expiry Date the Cash Settlement Amount is zero or close to zero, you will lose your entire investment in the Certificates. The total return on an investment in any Certificate will be affected by the Hedging Fee Factor, Management Fee and Gap Premium.

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.

• Issuer may make adjustments to the terms and conditions of the Certificates 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.

• You may be exposed to an exchange rate risk

There may be an exchange rate risk where the Cash Settlement Amount is converted from a foreign currency into Singapore Dollars.
You will be exposed to leveraged risks

If the investment results in a loss, any such loss will be increased by the leverage factor of the Certificates. Consequently, you could lose more than you would if you invested directly in the Underlying Stock.

• Product performance may differ from 5 times the performance of the Underlying Stock over a period longer than one day

https://www.sgx.com/securities/prospectuscirculars-offer-documents) and in the

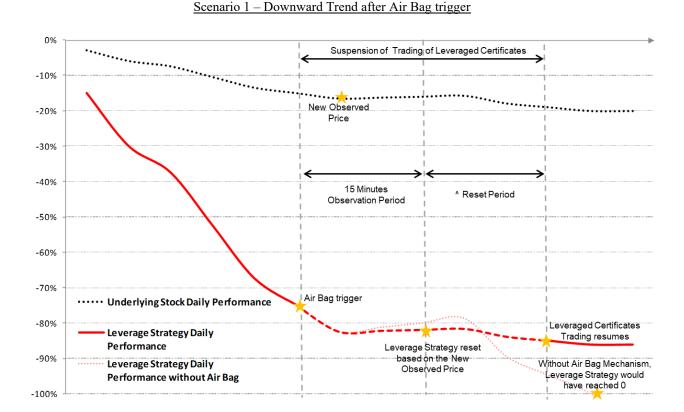
Supplemental Listing Document for a complete list of risks and details of the risks.

When held for longer than a day, product performance could be more or less than the leverage factor that is embedded within the Certificates. The performance each day is locked in, and any subsequent returns are based on what was achieved the previous day. This process, referred to as compounding, may lead to a performance difference from **5** times the performance of the Underlying Stock over a period longer than one day. This difference may be amplified in a volatile market with a sideway trend, where market movements are not clear in direction, whereby investors may sustain substantial losses.

• The Air Bag Mechanism is triggered only when the Underlying Stock is calculated or traded, which may not be during the trading hours of the Relevant Stock Exchange for the Certificates.

#### • When triggered, the Air Bag Mechanism may reduce the ability for the product to recoup losses

Investors should note that the Air Bag Mechanism reduces the impact on the Leverage Strategy if the Underlying Stock falls further, but will also maintain a reduced exposure to the Underlying Stock in the event the Underlying Stock starts to rise after the Air Bag Mechanism is triggered, thereby reducing its ability to recoup losses. Illustrative examples of the Air Bag Mechanism are set out below.<sup>6</sup>

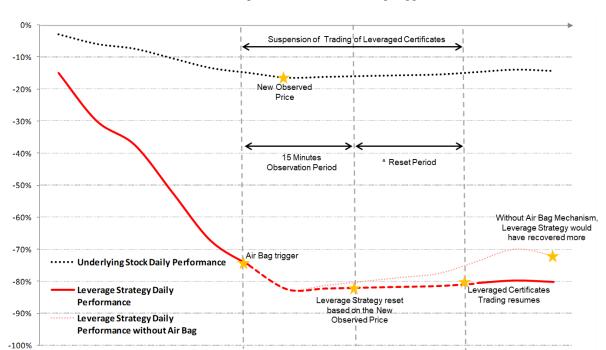


^ The resumption of trading is subject to the SGX-ST's requirements of at least 15 minutes after the SGX-ST approves the request from the Issuer to resume trading on the Certificates, rounded to the next quarter of an hour.

<sup>&</sup>lt;sup>6</sup> The illustrative examples are not exhaustive.

Key Terms Sheet for Structured Warrants to be issued by SG Issuer

#### Scenario 2 - Upward Trend after Air Bag trigger



^ The resumption of trading is subject to the SGX-ST's requirements of at least 15 minutes after the SGX-ST approves the request from the Issuer to resume trading on the Certificates, rounded to the next quarter of an hour.

• There is no assurance that the Air Bag Mechanism will prevent investors from losing the entire value of their investment, in the event of (i) an overnight fall in the Underlying Stock, where there is a 20% or greater gap between the previous day closing price and the opening price of the Underlying Stock the following day, as the Air Bag Mechanism will only be triggered when market opens (including pre-opening session or opening auction, as the case may be) the following day or (ii) a sharp intraday fall in the Underlying Stock price of 20% or greater within the 15 minutes Observation Period compared to the reference price, being: (a) if air bag has not been previously triggered on the same day, the previous closing price of the Underlying Stock, or (b) if one or more air bag have been previously triggered on the same day, the latest New Observed Price.

#### • 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.

#### **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 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.
- Hedging or market-making activities by the Issuer, the Guarantor and their subsidiaries or affiliates may affect the Certificates

In connection with 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 which may affect the market price, liquidity or value of the Certificates and which may affect the interests of investors in the Certificates.

#### 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 SGX-ST.
- Investors holding their position overnight will also incur the annualised cost (which consists of the Management Fee and Gap Premium, which are calculated daily and applied to the value of the product, as well as certain costs embedded within the Leverage Strategy including the Funding Cost and Rebalancing Cost). The Management Fee and Gap Premium will be published on the website at <u>dlc.socgen.com</u> and updated daily.

#### **APPENDIX I**

# SPECIFIC DEFINITIONS RELATING TO THE LEVERAGE STRATEGY

#### **Description of the Leverage Strategy**

The Leverage Strategy is designed to track a 5 times daily leveraged exposure to the Underlying Stock.

At the end of each trading day of the Underlying Stock, the exposure of the Leverage Strategy to the Underlying Stock is reset within the Leverage Strategy in order to retain a daily leverage of 5 times the performance of the Underlying Stock (excluding costs) regardless of the performance of the Underlying Stock on the preceding day. This mechanism is referred to as the Daily Reset.

The Leverage Strategy incorporates an air bag mechanism which is designed to reduce exposure to the Underlying Stock during extreme market conditions, as further described below.

#### Leverage Strategy Formula

LSL<sub>t</sub> means, for any Observation Date(t), the Leverage Strategy Closing Level as of such day (t).

Subject to the occurrence of an Intraday Restrike Event, the Leverage Strategy Closing Level as of such Observation Date(t) is calculated in accordance with the following formulae:

On Observation Date(1):

 $LSL_1 = 1000$ 

On each subsequent Observation Date(t):

 $LSL_{t} = Max[LSL_{t-1} \times (1 + LR_{t-1,t} - FC_{t-1,t} - RC_{t-1,t}), 0]$ 

LR<sub>t-1,t</sub> means the Leveraged Return of the Underlying Stock between Observation Date(t-1) and Observation Date(t) closing prices, calculated as follows:

 $LR_{t-1,t} = Leverage \times \left(\frac{S_t}{S_{t-1} \times Rfactor_t} - 1\right)$ 

FC<sub>t-1,t</sub> means, the Funding Cost between Observation Date(t-1) (included) and Observation Date(t) (excluded) calculated as follows:

$$FC_{t-1,t} = (Leverage - 1) \times \frac{Rate_{t-1} \times ACT(t - 1, t)}{DayCountBasisRate}$$

 $\mathbf{RC}_{t-1,t}$  means the Rebalancing Cost of the Leverage Strategy on Observation Date (t), calculated as follows:

$$RC_{t-1,t} = Leverage \times (Leverage - 1) \times \left( \left| \frac{S_t}{S_{t-1} \times Rfactor_t} - 1 \right| \right) \times TC$$

тс

means the Transaction Costs applicable (including Stamp Duty and any other applicable taxes, levies and costs which may be levied on the stock transactions on the Relevant Stock Exchange for the Underlying Stock by the applicable regulatory authorities from time to time) that are currently equal to :

0.13%

5

"Stamp Duty" refers to the applicable rate of stamp duty on the stock transactions in the jurisdiction of the Relevant Stock Exchange for the Underlying Stock, which may be changed by the applicable regulatory authorities from time to time.

Leverage

St means, in respect of each Observation Date(t), the Closing Price of the Underlying Stock as of such Observation Date(t), subject to the adjustments and provisions of the Conditions.

Rate<sub>t</sub> means, in respect of each Observation Date(t), a rate calculated as of such day in accordance with the following formula:

 $Rate_t = CashRate_t + \%SpreadLevel_t$ 

Rfactor<sub>t</sub> means, in the event Observation Date (t) is an ex-dividend date of the Underlying Stock, an amount determined by the Calculation Agent, subject to the adjustments and provisions of the Conditions, according to the following formula:

$$Rfactor_{t} = 1 - \frac{Div_{t}}{\mathbf{S_{t-1}}}$$

where

 $Div_t$  is the dividend to be paid out in respect of the Underlying Stock and the relevant ex-dividend date which shall be considered net of any applicable withholding taxes.

- CashRate<sub>t</sub> means, in respect of each Observation Date(t), the Overnight HKD Hong Kong Interbank Offered Rate (HIBOR) Fixing, as published on Reuters RIC HIHKDOND= or any successor page, being the rate as of day (t), provided that if any of such rate is not available, then that rate shall be determined by reference to the latest available rate that was published on the relevant Reuters page. Upon the occurrence or likely occurrence, as determined by the Calculation Agent, of modification, the permanent or indefinite cancellation or cessation in the provision of HIBOR, or a regulator or other official sector entity prohibits the use of HIBOR, the Calculation Agent may make adjustments as it may determine appropriate to account for the relevant event or circumstance, including but not limited to using any alternative rates from such date, with or without retroactive effect as the Calculation Agent may in its sole and absolute discretion determine.
- %SpreadLevelt means, in respect of each Observation Date(t), a rate which shall be determined with respect to such Valuation Date(t) by the Calculation Agent as the difference between (1) the 12-month HKD Hong Kong Interbank Offered Rate (HIBOR) Fixing, as published on Reuters RIC HIHKD1YD= and (2) Overnight HKD Hong Kong Interbank Offered Rate (HIBOR) Fixing, as published on Reuters RIC HIHKD0ND= or any successor page, each being the rate as of day (t), provided that if any of such rates is not available, then that rate shall be determined by reference to the latest available rate that was published on the relevant Reuters page. Upon the occurrence or likely occurrence, as determined by the Calculation Agent, of modification, the permanent or indefinite cancellation or cessation in the provision of HIBOR, or a regulator or other official sector entity prohibits the use of HIBOR, the Calculation Agent may make adjustments as it may determine appropriate to account for the relevant event or circumstance, including but not limited to using any alternative rates from such date, with or without retroactive effect as the Calculation Agent may in its sole and absolute discretion determine.

Provided that if such difference is negative, %**SpreadLevel**<sub>t</sub> should be 0%.

ACT(t-1,t) ACT (t-1;t) means the number of calendar days between the Underlying Stock Business Day immediately preceding the Observation Date (which is "t-1") (included) and the Observation Date (which is "t") (excluded).

DayCountBasisRate 365

**Benchmark Fallback** upon the occurrence or likely occurrence, as determined by the Calculation Agent, of a Reference Rate Event, the Calculation Agent may make adjustments as it may determine appropriate to account for the relevant event or circumstance, including but not limited to using any alternative rates from such date, with or without retroactive effect as the Calculation Agent may in its sole and absolute discretion determine.

**Reference Rate Event** means, in respect of the Reference Rate any of the following has occurred or will occur:

- (i) a Reference Rate Cessation;
- (ii) an Administrator/Benchmark Event; or

	(iii) a Reference Rate is, with respect to over-the-counter derivatives transactions which reference such Reference Rate, the subject of any market-wide development formally agreed upon by the International Swaps and Derivative Association (ISDA) or the Asia Securities Industry & Financial Markets Association (ASIFMA), pursuant to which such Reference Rate is, on a specified date, replaced with a risk-free rate (or near risk-free rate) established in order to comply with the recommendations in the Financial Stability Board's paper titled "Reforming Major Interest Rate Benchmarks" dated 22 July 2014.
<b>Reference Rate Cessation</b>	means, for a Reference Rate, the occurrence of one or more of the following events:
	(i) a public statement or publication of information by or on behalf of the administrator of the Reference Rate announcing that it has ceased or will cease to provide the Reference Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide the Reference Rate;
	(ii) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate, the central bank for the currency of the Reference Rate, an insolvency official with jurisdiction over the administrator for the Reference Rate, a resolution authority with jurisdiction over the administrator for the Reference Rate or a court or an entity with similar insolvency or resolution authority over the administrator for the Reference Rate has ceased or will cease to provide the Reference Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide the Reference Rate; or
	(iii) in respect of a Reference Rate, a public statement or publication of information by the regulatory supervisor for the administrator of such Reference Rate announcing that (a) the regulatory supervisor has determined that such Reference Rate is no longer, or as of a specified future date will no longer be, representative of the underlying market and economic reality that such Reference Rate is intended to measure and that representativeness will not be restored and (b) it is being made in the awareness that the statement or publication will engage certain contractual triggers for fallbacks activated by pre-cessation announcements by such supervisor (howsoever described) in contracts;
Administrator/Benchmark Event	means, for a Reference Rate, any authorisation, registration, recognition, endorsement, equivalence decision, approval or inclusion in any official register in respect of the Reference Rate or the administrator or sponsor of the Benchmark has not been, or will not be, obtained or has been, or will be, rejected, refused, suspended or withdrawn by the relevant competent authority or other relevant official body, in each case with the effect that either the Issuer, the Calculation Agent or any other entity is not, or will not be, permitted under any applicable law or regulation to use the Reference Rate to perform its or their respective obligations under the Certificates.
Reference Rate(s)	means the rate(s) used in the Leverage Strategy Formula, for example SORA, SOFR and US Federal Funds Effective Rate.
Extraordinary strategy adjustme	nt for performance reasons ("air bag mechanism")

 Extraordinary Strategy Adjustment for Performance Reasons
 If the Calculation Agent determines that an Intraday Restrike Event has occurred during an Observation Date(t) (the Intraday Restrike Date, noted hereafter IRD), an adjustment (an Extraordinary Strategy Adjustment for Performance Reasons) shall take place during such Observation Date(t) in accordance with the following provisions.

(1) Provided the last Intraday Restrike Observation Period as of such Intraday Restrike Date does not end on the TimeReferenceClosing, the Leverage Strategy Closing Level on the Intraday Restrike Date ( $LSL_{IRD}$ ) should be computed as follows:

 $LSL_{IRD} = Max[ILSL_{IR(n)} \times (1 + ILR_{IR(n),IR(C)} - IRC_{IR(n),IR(C)}), 0]$ 

(2) If the last Intraday Restrike Event Observation Period on the relevant Intraday Restrike Date ends on the TimeReferenceClosing:

ILSL <sub>IR(k)</sub>	means, in respect of IR(k), the Intraday Leverage Strategy Level in accordance with the following provisions:
	(1) for $k = 1$ :
	$ILSL_{IR(1)} = Max[LSL_{IRD-1} \times (1 + ILR_{IR(0),IR(1)} - FC_{IRD-1,IRD} - IRC_{IR(0),IR(1)}), 0]$
	(2) for k > 1:
	$ILSL_{IR(k)} = Max[ILSL_{IR(k-1)} \times (1 + ILR_{IR(k-1),IR(k)} - IRC_{IR(k-1),IR(k)}), 0]$
ILR <sub>IR(k-1),IR(k)</sub>	means the Intraday Leveraged Return between IR(k-1) and IR(k), calculated as follows:
	$ILR_{IR(k-1),IR(k)} = Leverage \times \left(\frac{IS_{IR(k)}}{IS_{IR(k-1)}} - 1\right)$
$IRC_{IR(k-1),IR(k)}$	means the Intraday Rebalancing Cost of the Leverage Strategy in respect of IR(k) on a given Intraday Restrike Date, calculated as follows :
	$IRC_{IR(k-1),IR(k)} = Leverage \times (Leverage - 1) \times \left( \left  \frac{IS_{IR(k)}}{IS_{IR(k-1)}} - 1 \right  \right) \times TC$
IS <sub>IR(k)</sub>	means the Underlying Stock Price in respect of IR(k) computed as follows:
	(1) for k=0
	$IS_{IR(0)} = S_{IRD-1} \times Rfactor_{IRD}$
	(2) for k=1 to n
	means in respect of IR(k), the lowest price of the Underlying Stock during the respective Intraday Restrike Observation Period
	(3) with respect to IR(C)
	$IS_{IR(C)} = S_{IRD}$
	In each case, subject to the adjustments and provisions of the Conditions.
IR(k)	For k=0, means the scheduled close for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto) on the Observation Date immediately preceding the relevant Intraday Restrike Date;
	For k=1 to n, means the k <sup>th</sup> Intraday Restrike Event on the relevant Intraday Restrike Date.
IR(C)	means the scheduled close for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto) on the relevant Intraday Restrike Date.
n	means the number of Intraday Restrike Events that occurred on the relevant Intraday Restrike Date.
Intraday Restrike Event	means in respect of an Observation Date(t):
	(1) provided no Intraday Restrike Event has previously occurred on such Observation Date (t), the decrease at any Calculation Time of the Underlying Stock price by 15% or more compared with the relevant Underlying Stock Price $IS_{IR(0)}$ as of such Calculation Time.

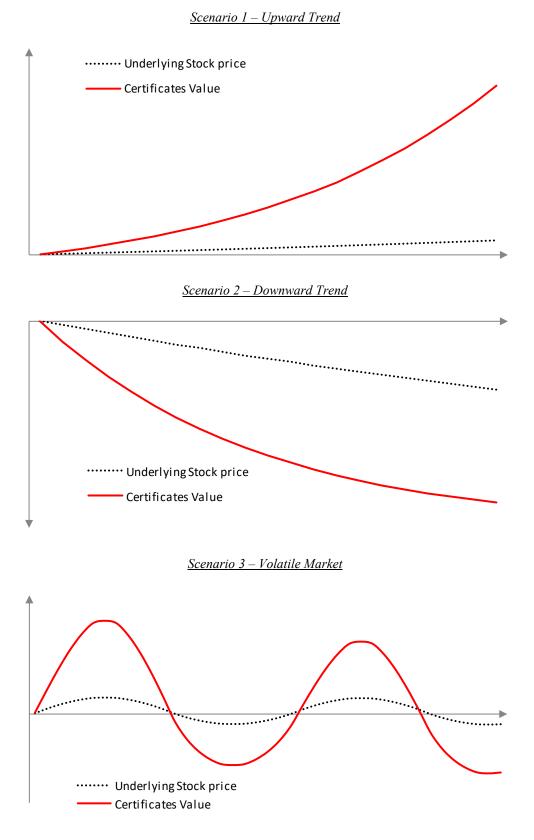
	(2) if k Intraday Restrike Events have occurred on the relevant Intraday Restrike Date, the decrease at any Calculation Time of the Underlying Stock price by 15% or more compared with the relevant Underlying Stock Price $IS_{IR(k)}$ as of such Calculation Time.				
Calculation Time	means any time between the TimeReferenceOpening and the TimeReferenceClosing, provided that the relevant data is available to enable the Calculation Agent to determine the Leverage Strategy Level.				
TimeReferenceOpening	means the scheduled opening time (including pre-opening session or opening auction, as the case may be) for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto).				
TimeReferenceClosing	means the scheduled closing time (including closing auction session) for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto).				
Intraday Restrike Event Observation Period	means in respect of an Intraday Restrike Event, the period starting on and excluding the Intraday Restrike Event Time and finishing on and including the sooner between (1) the time falling 15 minutes of continuous trading after the Intraday Restrike Event Time and (2) the TimeReferenceClosing.				
	Where, during such period, the Calculation Agent determines that (1) the trading in the Underlying Stock is disrupted or subject to suspension or limitation or (2) the Relevant Stock Exchange for the Underlying Stock is not open for continuous trading, the Intraday Restrike Event Observation Period will be extended to the extent necessary until (1) the trading in the Underlying Stock is no longer disrupted, suspended or limited and (2) the Relevant Stock Exchange for the Underlying Stock is open for continuous trading.				
Intraday Restrike Event Time	means in respect of an Intraday Restrike Event, the Calculation Time on which such event occurs.				

## APPENDIX II

# ILLUSTRATION ON HOW RETURNS AND LOSSES CAN OCCUR UNDER DIFFERENT SCENARIOS

The examples are purely hypothetical and do not take fees and charges payable by investors into consideration. The examples highlight the effect of the Underlying Stock performance on the value of the Certificates and do not take into account the possible influence of fees or any other market parameters.

#### 1. Illustrative examples



# 2. Numerical Examples

			-				
Underlying Stock							
	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5	
Daily return		2.0%	2.0%	2.0%	2.0%	2.0%	
Value at end of day	10,000.0	10,200.0	10,404.0	10,612.1	10,824.3	11,040.8	
Accumulated Return		2.00%	4.04%	6.12%	8.24%	10.41%	

Scenario 1 – Upward Trend

Value of the Certificates						
	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5
Daily return		10.0%	10.0%	10.0%	10.0%	10.0%
Price at end of day	1	1.10	1.21	1.33	1.46	1.61
Accumulated Return		10.00%	21.00%	33.10%	46.41%	61.05%

# Scenario 2 – Downward Trend

Underlying Stock						
	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5
Daily return		-2.0%	-2.0%	-2.0%	-2.0%	-2.0%
Value at end of day	10,000.0	9,800.0	9,604.0	9,411.9	9,223.7	9,039.2
Accumulated Return		-2.00%	-3.96%	-5.88%	-7.76%	-9.61%

Value of the Certificates							
	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5	
Daily return		-10.0%	-10.0%	-10.0%	-10.0%	-10.0%	
Price at end of day	1	0.90	0.81	0.73	0.66	0.59	
Accumulated Return		-10.00%	-19.00%	-27.10%	-34.39%	-40.95%	

# <u>Scenario 3 – Volatile Market</u>

Underlying Stock								
	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5		
Daily return		2.0%	-2.0%	2.0%	-2.0%	2.0%		
Value at end of day	10,000.0	10,200.0	9,996.0	10,195.9	9,992.0	10,191.8		
Accumulated Return		2.00%	-0.04%	1.96%	-0.08%	1.92%		

Value of the Certificates							
	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5	
Daily return		10.0%	-10.0%	10.0%	-10.0%	10.0%	
Price at end of day	1	1.10	0.99	1.09	0.98	1.08	
Accumulated Return		10.00%	-1.00%	8.90%	-1.99%	7.81%	