



EMPLOYEE SHARE PURCHASE PROGRAM (PEG)

2024 UNITED STATES



SUBSCRIBE FROM
MARCH 11 TO 25, 2024



<https://peg.saint-gobain.com>

ALSO AVAILABLE ON
YOUR SMARTPHONE OR
YOUR TABLET!



MESSAGE FROM MARK RAYFIELD



Dear Colleagues,

At Saint-Gobain, we are always seeking new ways to improve the employee experience for our colleagues. And I am pleased to share that this year we are offering you the chance to participate in the enhanced **Employee Share Purchase Program**—known simply as **PEG**.

Thank you for all your great feedback in the Total Rewards employee survey last year, where many of you have shared what's most important and valuable to you regarding PEG. Our HR team worked to incorporate your feedback to the new enhance PEG program. Below is a summary of the key benefits and offerings for the 2024 PEG.

2024 Program Details and Key Enhancements:

- Purchase Saint-Gobain stock at a **20% discount** and invest up to 25% of your gross annual base salary.
- Receive additional shares through an **enhanced company match!** Saint-Gobain provides up to **a maximum of \$2,225** worth of matching shares, depending on how much you contribute. For additional details, view the 2024 PEG company match [here](#).
- Pay for your purchase and taxes through **post-tax paycheck deductions** over a longer repayment window (May through November). You can also continue to pay for your purchase in one lump-sum via check.
- Earn **100% of any dividends paid** and choose to keep or sell your shares after a five-year holding period.
- **Vote** in the Annual Group General Meeting and have your voice heard (*U.S. PEG shareholders only*).

2023 was an exciting year for Saint-Gobain North America, and we have welcomed many new colleagues to our organization. PEG is an investment opportunity for our employees to **Be an Owner** of the company. We offer this program because it is a unique opportunity to benefit in the shared success of Saint-Gobain globally, and it speaks directly to our commitment of making Saint-Gobain a great place to work.

This brochure is intended to provide the educational materials you need to learn more about the enhanced PEG program, and to help you decide if this is an investment that makes sense for you. I encourage you to review the information and explore all the options and benefits available to you as an employee of Saint-Gobain.

If you have any questions, please work with your local Human Resources representative who can provide support and coach you through the enrollment process, should you decide to move forward.

Mark A. Rayfield

CEO, Saint-Gobain North America
CEO, CertainTeed, LLC.

CONTENTS



03	THE 2024 OFFER
07	OFFER COUNTERPARTS
08	SUBSCRIPTION PROCEDURE
10	USEFUL INFORMATION
14	GLOSSARY
15	IMPORTANT NOTICES
16	TAX GUIDE

EU sanctions on Russia following the invasion of Ukraine:

Pursuant to provisions of Regulation (EC) n° 833/2014 and Regulation (EC) n°765/2006, as amended, Saint-Gobain EMPLOYEE SHARE PURCHASE PROGRAM (PEG) 2024 offer is not made to citizens or residents of Russia who do not have a legal residence or citizenship of a country of the European Union, the European Economic Area or Switzerland or citizens or residents of Belarus who do not have legal residence or citizenship in the European Union cannot participate in this offering.

THE 2024 OFFER

The 2024 PEG enables you to invest in the Classic Offer and benefit from a range of advantages.



WHAT ARE THE ADVANTAGES OF THE 2024 OFFER?

Subscription at a Preferential Price

The subscription price* per share is the reference price to which a **20% discount** is applied. In exchange, your investment is locked up for five years and follows the stock market share price, which can go both up and down.

You will be notified of the subscription price on **March 11, 2024** and this information will be available on the PEG website (<https://peg.saint-gobain.com>).

**See the glossary.*

Employer's Matching Contribution Paid by Your Company

Saint-Gobain will add a **company match** on your own investment (up to a maximum of \$2,225 USD) to purchase additional shares.

Your investment in the 2024 Offer presents a risk of loss of capital because you are investing in listed shares, the value of which may move down as well as up. **Your capital is not guaranteed.**

Payment of Administrative and Account Maintenance Fees

Saint-Gobain **pays all the administrative fees** (except redemption fees), together with all PEG account keeping fees, off operation specific to your initiative.**

***The conditions and shares prices are available from your Account Holder.*

Become a Direct Shareholder in Saint-Gobain


A subscription in PEG is an opportunity to get connected to our parent company. You will **receive voting rights** at the Annual Group General Meeting, giving you a voice and say in the future path of Saint-Gobain Group, and a chance to earn 100% of any dividends paid out to shareholders.

Note: In the particular case where the exchange volumes on the financial markets are small, any purchase or sale transaction may lead to significant market fluctuations. Please consult the concerned FCPE rules for further information on these risks



THE 2024 OFFER



A matching contribution simulator is available on <https://peg.saint-gobain.com> 

HOW THE MATCH WORKS

- You'll receive a company match (up to \$2,225) for any contributions you make (up to \$10,000). The company match will be used to purchase additional shares for you on your behalf (in whole units).
- There are four levels, or **Investment Ranges** – which is the percentage match you receive depending on the amount you invest. The match is cumulative, so you will also receive each preceding investment range's match, up to a maximum of **\$2,225**.
- The four Investment Ranges are shown at right.

Investment Range 1: \$0-\$100	Investment Range 2: \$101-\$2,000	Investment Range 3: \$2,001-\$5,700	Investment Range 4: \$5,701-\$10,000
200% Match on your first \$100 ▼ up to \$200	45% Match on your next \$1,900 ▼ up to \$855	20% Match on your next \$3,700 ▼ up to \$740	10% Match on your next \$4,300 ▼ up to \$430
= up to \$2,225 total match			



THE 2024 OFFER

HOW YOUR CONTRIBUTION ADDS UP

Here's an example illustrating the extra value you receive when you invest in PEG. This example assumes a reference price of \$50 and is for demonstration purposes only.

An employee wants to invest \$200 to purchase Saint-Gobain shares through PEG.

Their cost is \$40 per share (\$50 reference price minus the 20% employee discount). In addition to the discounted share price, they receive a matching contribution from the company, so additional shares can be purchased on their behalf.



Example: \$200 Investment

Employee's election	\$200
Company match [(\$100 × 200% = \$200) + (\$100 × 45% = \$45)]	\$245
Total subscription \$200 + \$245 = \$445	\$445
Shares purchased at 20% share price discount* \$445 / \$40 = 11 shares (rounded down to nearest full share) 11 shares × \$40 per share = \$440 cost of shares	\$440
Cost of purchase (by interactive calculation, the split is as follows)	
Employee contribution	\$197
Company match contribution, calculated on the basis of the new final employee contribution	\$243
Share value received based upon on Reference Price The employee's \$198 contribution allows them to acquire shares worth	\$550

Note: This Subscription Price is solely an example. The cost of purchase has been rounded to the nearest dollar for purposes of this illustration. An iterative calculation based on the whole number of shares purchased will determine the employee's new final election and, by applying the employer's matching contribution formula, the amount to be paid by the employer. This iterative calculation will be done through the simulator available on the peg.saint-gobain.com website.

THE 2024 OFFER



WHAT YOU'LL RECEIVE FOR OTHER INVESTMENT AMOUNTS

If you elect	Saint-Gobain will match (capped at \$2,225)	Total subscription (including company match)	Number of Whole Shares Purchased at 20% Discount (Assuming \$40/share)	Market Value of Shares Purchased (\$50/share)	Total Cost of Shares Purchased (Discounted to \$40/share)	Your Cost of Shares Purchased (What you will pay)	Extra amount received based on the 20% discount and company match
\$50.00	\$100.00	\$150.00	3	\$150.00	\$120.00	\$40.00	\$110.00
\$100.00	\$200.00	\$300.00	7	\$350.00	\$280.00	\$93.33	\$256.67
\$200.00	\$245.00	\$445.00	11	\$550.00	\$440.00	\$196.55	\$353.45
\$500.00	\$380.00	\$880.00	22	\$1,100.00	\$880.00	\$500.00	\$600.00
\$1,000.00	\$605.00	\$1,605.00	40	\$2,000.00	\$1,600.00	\$996.55	\$1,003.45
\$5,000.00	\$1,655.00	\$6,655.00	166	\$8,300.00	\$6,640.00	\$4,987.50	\$3,312.50
\$10,000.00	\$2,225.00	\$12,225.00	305	\$15,250.00	\$12,200.00	\$9,977.27	\$5,272.73
\$15,000.00	\$2,225.00	\$17,225.00	430	\$21,500.00	\$17,200.00	\$14,975.00	\$6,525.00



OFFER COUNTERPARTS



Your investment is locked up for 5 years.

There are however cases for early redemption, namely key events in your personal or working life, that allow your shares to be released prior to the end of the locked-in period.

Please refer to your country supplement for the early redemption cases specific to your country.

Your savings will follow the Saint-Gobain share price, both up and down.

In five years' time, your shares will be available and the value of your shares will reflect the share price on this date.

If you participate in PEG in 2024, you will benefit from 100% of any dividends paid as of 2025.

Your investment is subject to a risk of loss of capital.

If you are in a country outside the euro zone, the value of your investment will be subject to the fluctuations of the exchange rate of the euro against your local currency.

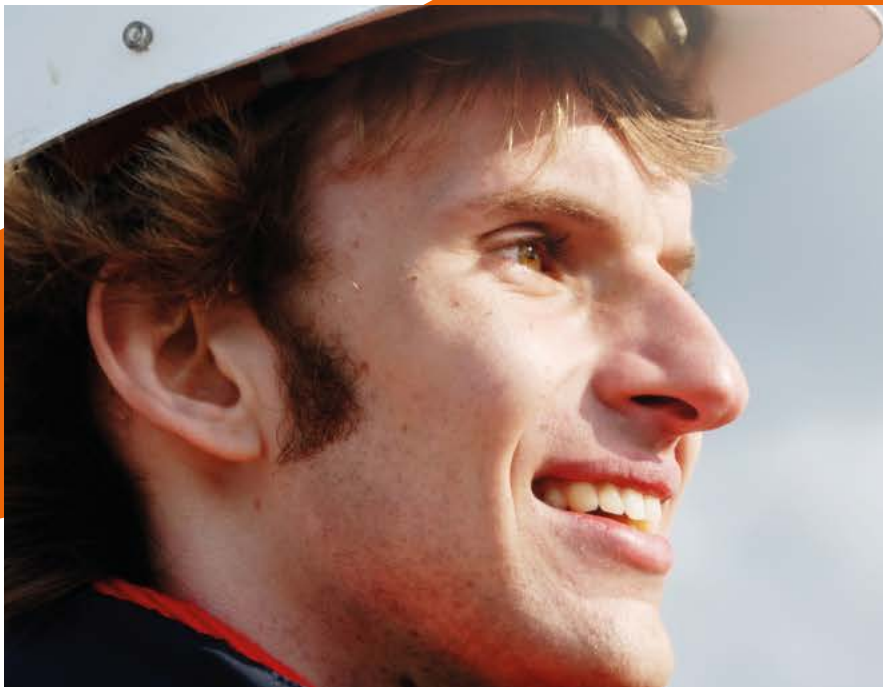
Given the concentration of risk associated with the investment in the shares of only one company, it is recommended that the subscribers evaluate the need for risk diversification of their overall financial investments.

THE 10 CASES OF EARLY REDEMPTION:

(subject to specific regulations in local law)

1. Your marriage (does not include divorce);
2. Your divorce or legal separation (if you have custody of at least one dependent child);
3. The birth or adoption of a third or subsequent child or children;
4. You, your spouse or your children qualifying for long-term disability;
5. Your death or the death of your spouse;
6. Termination of your employment with the Saint-Gobain Group (including retirement);
7. The purchase, extension or rehabilitation of your principal residence;
8. The creation or acquisition of a company by you, or by your spouse or children on your behalf;
9. Your personal bankruptcy, as evidenced by an order of bankruptcy discharge by a U.S. federal court;
10. Domestic violence carried out against you by a current or former marital or civil partner.





SUBSCRIPTION PROCEDURE



WHO CAN SUBSCRIBE TO THE 2024 OFFER?

Employees of Saint-Gobain Group companies who have been working for the Group for at least three months consecutively or nonconsecutively at the end of the subscription period (March 25, 2024).

Note: The PEG rules are available on the <https://peg.saint-gobain.com>. You can also request this document from your HR PEG representative.

HOW CAN I SUBSCRIBE?

You can subscribe online or on paper between **March 11 and 25, 2024.**

For online subscriptions:

- You can connect to the Subscription Tool, Amundi, by visiting the PEG site — peg.saint-gobain.com. The site is available on PC, mobile, and tablet. Select the "Subscribe" button to access Amundi.
- If you have a Saint-Gobain email, you will receive your username from Amundi to access your subscription account. If you do not have a Saint-Gobain email, contact your HR PEG representative for support. They will be able to provide you with your login credentials.
- Once you access Amundi, add your username and password. If you do not know your password, select "First connection / Forgotten Password." You will then receive a link that will allow you to personalize your password.
- Once you complete your subscription, you will receive a confirmation email containing a summary of your subscription. Your subscription summary can also be downloaded on Amundi.
- You can modify your subscription up until the last day of the subscription period.

For paper subscriptions:

Please contact your HR PEG representative, who will explain the procedure to follow.

HOW DO I PAY FOR MY SUBSCRIPTION?

Option 1: Payroll deduction

The amount of your contribution will be deducted from your paycheck on a post-tax basis over seven months, from May 2024 through November 2024 or a longer period until the subscription is paid in full.

Option 2: Lump sum payment to Saint-Gobain lockbox

Write a check and make it payable to "Saint-Gobain Corporation," then drop it in a designated onsite lockbox, or mail it to one of the addresses listed below.

First Class Mailing Address:

Saint-Gobain Corporation
P.O. Box 22733
New York, NY 10087-2733

Courier Mailing Address:

JPMorgan Chase - Lockbox Processing.
Attn: Saint-Gobain Corporation /22733
4 Chase Metrotech Center 7th floor East
Brooklyn, NY 11245

Note: The lockbox will only be open between the dates of **April 22, 2024 – May 24, 2024**. Checks received before or after these dates will be returned to the Saint-Gobain North America Total Rewards Team in Malvern, Pennsylvania and your subscription will be converted to payroll deduction instead.



SUBSCRIPTION PROCEDURE

HOW MUCH CAN I INVEST?

The maximum amount you can invest is 25% of your gross annual base salary compensation for 2023 or your 2024 annualized base salary compensation rate. This cap applies to your individual contribution to the Employee Offering. If you have questions about your eligibility or your maximum investment amount, please contact your HR PEG representative.

WHAT HAPPENS IN THE EVENT OF OVER-SUBSCRIPTION?

The ceiling for the capital increase is 6.5 million shares, which will result in a reduction if demand outweighs supply.

For more information on the specific rules for reduction, please consult the PEG regulations available on <https://peg.saint-gobain.com>. In the event of a reduction, we wish to emphasize that only the reduced amount of your voluntary payment will be debited.

WHAT HAPPENS TO MY SAVINGS AT THE END OF THE LOCK-UP PERIOD?

At the end of the lock-up period, you have two options:

Option 1:

You keep your shares: they remain available and follow the Saint-Gobain stock market price, which can go both up and down.

Option 2:

You sell all or part of your shares.



USEFUL INFORMATION



WHO CAN I CONTACT DURING THE 2024 OFFER?

You can contact your HR PEG representative if you have any questions about the 2024 PEG.

HOW CAN I TRACK MY SAVINGS AFTER THE OPERATION?

During the five-year holding period your shares will be held in an account opened in your name at Uptevia. After the subscription period, you will receive login credentials (first time shareholders) and instructions (planetshares.uptevia.pro.fr/).



MORE INFORMATION

For more information about the 2024 Offer please refer to the country supplement prepared for your country.

We encourage you to consult the Compagnie de Saint-Gobain universal registration document and any other periodically published documents, particularly the financial reports available on the company's website (www.saint-gobain.com). These documents contain important information on the company's activities, its strategy and objectives, and the risks associated with the company, its activities and its financial results.

The content of this brochure is for information only and should be read together with the regulatory and contractual documents at your disposal. Should there be any discrepancies, the regulatory and contractual documents are governing. The decision to subscribe to the 2024 Offer is entirely up to you. The documents available to you in the context of the 2024 Offer have no bearing on the conditions of your employment and do not amend or form part of your employment contract. Benefits received from this Offer will not be deemed to be part of your compensation for the purpose of calculating your future benefits or rights. Benefits received in this plan will not be taken into consideration in the calculation of any amounts due to you in respect of your employment (such as termination indemnities). The opportunity to participate in the 2024 Offer in no way presupposes the existence of future offers or the opportunity to participate in such offers.



PEG 2024 SCHEDULE

From 02/12/2024 to 03/08/2024
Period for setting the reference price

03/11/2024
Date for setting the subscription price

From 03/11/2024 to 03/25/2024
Subscription period

05/15/2024
Capital increase

The Saint-Gobain Group reserves the option of changing the aforementioned dates or suspending the operation up until the date of setting the subscription price, namely March 11, 2024.



USEFUL INFORMATION

IS THE SAINT-GOBAIN SHARE PRICE LIKELY TO RISE OVER THE NEXT FIVE YEARS?

Like any company share price on the open market, Saint-Gobain's share price fluctuates over time. As an example, the graph below shows the evolution of Saint-Gobain's share price in euros over recent years. Please note: there is no guarantee that the price will rise over the next five years.

SAINT-GOBAIN SHARE



WILL THE EXCHANGE RATE BETWEEN THE EURO AND US DOLLAR EFFECT MY INVESTMENT?

Yes. During the five-year period, your investment will be maintained in Euros (€), the currency used by our parent company. Your account statements will be expressed in Euros for this reason. **Redemptions*** will be made in Euros, then converted into USD at the exchange rate on that given day. You will therefore bear all of the exchange rate risk with respect to your investment.

The exact effect of changes in currency exchange rates on your investment is complex. In general, however, upon **redemption**, if the Euro has risen in value relative to the USD, the value of your investment (expressed in USD) will be higher, whereas if the euro decreases in value relative to the USD, the value of your investment (expressed in USD) will be lower.

**See the glossary.*



USEFUL INFORMATION

WHAT ARE THE TAX CONSEQUENCES OF INVESTING IN THE PLAN?

The table below summarizes the likely tax consequences of investing in the Plan. We strongly recommend that you read the enclosed Tax Guide and consult with a professional tax adviser to learn how your investment will be taxed based on your own circumstances. We are not permitted to provide you with individual tax advice.

Event	Tax consequences*
Purchase of shares (tax that Saint-Gobain will deduct from your payroll)	Tax is due at the end of the subscription period (or post reduction if applicable). <ol style="list-style-type: none"> 1. The market price of shares and exchange rate on the last day of the subscription period equals value amount. 2. The value amount minus dollar amount employee paid for the shares is the basis amount for taxes to be calculated on. 3. The Compensation team is responsible for calculating the value amount and submitting to payroll who will calculate and process the tax due on the value. 4. The tax due will be paid in advance on your behalf and then repayment will occur as a payroll deduction in one or more paychecks. As tax was paid in advance on your behalf, imputed income may arise and will also be calculated and processed by Compensation and payroll.
Payment of dividends (tax you will be responsible for paying on your own)	Must be included as part of your declared income in the year of receipt.
Continue investment after end of lock-in period	No tax payable.
Sale at (or after) end of lock-in period (tax you will be responsible for paying on your own)	Should give rise to capital gain or loss; employees are responsible for record keeping and reporting the applicable information to the IRS.

*Includes shares purchased with the company match



USEFUL INFORMATION

POST SUBSCRIPTION

The capital increase* has a ceiling of approximately 6.5 million shares for the 2024 PEG.

If demand exceeds the number of shares available for all employees globally, a reduction procedure will be applied and communicated. This means the number of shares elected will be reduced. You will only pay for the reduced number of shares.

Shares will be purchased on your behalf in May of 2024 and then transferred to your account at Uptevia. Uptevia will contact you and provide you with your login credentials and instructions on how to use the system.

Based on the subscription you made during the subscription period, you will pay the employee contribution amount, which is due via check or payroll deductions. Tax due will be withheld via payroll (see tax question for details).

**See the glossary.*

NEXT STEPS

1. You must update your banking details in the Uptevia system as soon as you log into your account. This information will be used when you are ready to sell your shares and/or when you receive dividend payments.
2. Contact your bank in advance to confirm they accept foreign deposits. If banking details are not added to the Uptevia site, payment will not be made which may result in the forfeit of your dividend payments. After the five-year holding period, you have the choice to either keep your shares or sell your shares. Shares never expire and the decision whether and when to sell is a personal choice.

If you choose to subscribe, you will receive more information on next steps.

GLOSSARY



CAPITAL INCREASE

This is when shares are purchased on the employee's behalf by the vendor Amundi.

CONTRIBUTION

The final amount the employee will pay for the shares, which may be lower than the election amount due to whole share purchase or reduction in the event of over-subscription.

DISCOUNT

A reduction granted on the share reference price.

DIVIDEND

A part of the net profit of a company paid out to shareholders. 2024 subscribers will be eligible for dividends in 2025.

ELECTION

The maximum amount the employee is choosing to contribute. The election amount may be reduced as only whole shares can be purchased, or may be reduced due to over subscription.

EXCHANGE RATE

The value of the Euro compared to the USD.

INVESTMENT

An asset or item acquired with the goal of generating income or appreciation

REDEMPTION

The sale of your shares. Think of this as "redeeming" your shares.

REFERENCE PERIOD

The time period to measure the reference price (February 12 - March 8, 2024). The average will determine the price of a single share.

REFERENCE PRICE

The average price of the Saint-Gobain stock market price over the course of the reference period (from February 12 to March 8, 2024).

SUBSCRIPTION PRICE

This is the reference price to which a 20% discount is applied. The Chief Executive Officer will decide the subscription price on March 11, 2024.

IMPORTANT NOTICES

IMPORTANT NOTICES

The figures and percentages in this document are illustrative and for informational purposes only. They are not indicative of the actual or future performance of the Saint-Gobain shares and are not intended in any way to project or estimate the increase or decrease in the price of the Saint-Gobain shares or the gains that participants might expect.

This document does not constitute an employment contract or any guarantee of future employment between Saint-Gobain or its subsidiaries and yourself.

The contents of this document are provided to you for informational purposes only, and neither Saint-Gobain nor any subsidiary, by way of this document or otherwise, is providing you with, or intending to provide you with, any financial, tax or investment-related advice. If you have any questions on what this offer means for you, or on the decision you should make, we recommend you contact a professional legal or financial advisor. Investing is a personal decision that you must make yourself, taking into account your financial resources, your investment goals, your personal tax situation and any other investment alternatives available to you. In this regard, you are encouraged to consider the diversification of your investment portfolio to ensure that the risk that you assume is not unduly concentrated on any single investment.

Important information concerning the Saint-Gobain Group is available either on the website www.saint-gobain.com or from your Human Resources Department. This includes information on the Group's business, management, strategy and financial results as well as financial statements and information regarding the risks that it faces. We recommend that you study this important information before making a decision to purchase Saint-Gobain shares within the framework of the 2024 Saint-Gobain Employee Share Offering.

You are free to choose whether or not to participate in the 2024 Saint-Gobain Employee Share Offering. Your choice will have no effect on your employment with the Saint-Gobain Group, positive or negative. Nothing contained in this document or in any other materials distributed or made available to you in connection with the 2024 Saint-Gobain Employee Share Offering shall confer upon you any right or entitlement respecting your employment. Participation in this offering is separate from, and does not form part of, your employment agreement.

SECURITIES NOTICES

The employee offering is a "compensatory benefit plan" within the meaning of Rule 701(c)(2) under the Securities Act of 1933 ("Securities Act"), as amended. Saint-Gobain will be relying on the exemption from registration under the Securities Act provided by Rule 701.

As such, the Saint-Gobain shares are not registered under the Securities Act or any applicable state securities laws. You will therefore be prohibited from selling or transferring your shares in the U.S. unless there is an exemption from registration available or Saint-Gobain files a registration statement under the Securities Act.

Saint-Gobain will not be obligated to sell or deliver any shares under the employee offering unless and until it is satisfied that the sale or delivery complies with all applicable laws and regulations, including the requirements for exemption from registration under the Securities Act and the Securities Exchange Act of 1934, as amended.

You are urged to carefully read and review this brochure, the country supplement, and the other materials distributed to you, and to consult Saint-Gobain subscription documents and financial press releases, available on its website at peg.saint-gobain.com, which contain important information, including risk factors, regarding Saint-Gobain's financial condition and future financial prospects. In particular, you are urged to consult Saint-Gobain's press release that will be made available before the beginning of the subscription period, announcing its 2023 annual results and containing its financial statements for the year ended December 31, 2023. The press release is available at peg.saint-gobain.com and copies are available upon request through your local Human Resources Department.

ERISA

The employee offering is not subject to the Employee Retirement Income Security Act of 1974, as amended.

DATA PROTECTION NOTICE

Information about you collected in connection with the 2024 Saint-Gobain Employee Share Offering, including through the subscription form, may be used and disclosed by and among Saint-Gobain, your employer, and the account holder of the shares, for the purposes of processing your enrollment, managing the plan and your participation in it, and satisfying administrative and legal obligations. Such information may be transferred to or used, stored or processed in France for purposes of the management and administration of the plan. By signing the subscription form, you will be deemed to have provided your consent to this. Your personal data will be retained for the time necessary for the implementation of the employee share offering and for the management of the PEG, at least until the sale of all the shares you hold in the PEG, and later for archiving purposes. You have the right to file a complaint with the French supervisory authority, the CNIL, concerning the protection of your personal data. You also have the right to access, modify and correct any of your personal information by contacting Saint-Gobain's Human Resources Department.

TAX GUIDE

AMERICAN INCOME TAX CONSIDERATIONS

The following sets out the expected American income tax consequences generally applicable to the acquisition, holding and sale of shares acquired under the 2024 Saint-Gobain Employee Share Offering. This guide assumes that you are currently resident in the United States of America and remain resident in the United States throughout the period of your investment.

This tax guide is prepared in January 2024, and the tax consequences may be different at the moment of delivery or sale of shares or at the moment of receipt of dividends. The applicable tax rules may change over time.

For definitive advice about your own circumstances, we recommend that you consult a specialist tax advisor. This summary is given for informational purposes only and should not be relied upon as being either complete or conclusive.

ACQUISITION OF SHARES

Discounted Taxed as Income

The discount you receive on the share price will be subject to federal income tax at the time of subscription for the shares. You will be taxed on an amount equal to the difference between (i) the fair market value of the shares at the end of subscription period and (ii) the subscription price.

This additional compensation will also be subject to immediate withholding of federal income taxes and FICA taxes, as applicable, as well as state and local income taxes, depending on the state in which you work or reside. The income will be treated as additional compensation income and reflected in your Form W-2 for the 2024 tax year.

Taxation of Matching Contributions

In addition, you will be taxed on the fair market value of your employer's matching contribution at the time it is delivered to you. Saint-Gobain North America Compensation Department will calculate and submit such amount taking into account the applicable exchange rate to payroll for processing of your taxable income. The income will be treated as ordinary or supplemental compensation income and reflected in your Form W-2 for the 2024 tax year.

This additional compensation will also be subject to immediate withholding of federal income taxes and FICA taxes, as applicable, as well as state and local income taxes, depending on the state in which you work or reside. Any resulting imputed income from such advance payment will be calculated and processed by Saint-Gobain North America Compensation Department and payroll.

Repayment of Taxes for Matching Contribution and Discount

You will pay the employee portion of taxes due through regular payroll withholding over a period of up to seven months, as applicable, starting from a payroll period in May 2024. If your employment terminates before then, any remaining taxes owed will be immediately due and may be deducted from your final paycheck and/or any subsequent pay you receive. You must repay any remaining balance within 30 days of your termination or can request that the custodian sell a sufficient number of shares and use the sale proceeds to pay off the balance. If you do not repay the taxes within the 30 days, the custodian may sell the number of shares necessary to pay the balance. Your employer may also have the right to collect any remaining balance from other amounts owed to you.

DIVIDENDS

The gross amount of a dividend paid on the shares, including any part of a dividend that is withheld for French tax, is includable in your federal gross income as dividend income in the year the payment is received. You may be entitled to a foreign tax credit on the part of a dividend that is withheld for French tax. Dividends that meet the conditions for treatment as "qualified dividends" will be taxed at the rate applicable to long-term capital gains. Your dividend income will generally not be subject to a Social Security tax but may be subject to a Medicare tax imposed on net investment income.

SALE OF SHARES

You will not recognize any taxes upon your receipt of shares at the end of the lock-up period or upon a case for early redemption.

You will generally recognize capital gain or loss on any subsequent sale of the shares you purchase in the offering. The deductibility of capital losses is subject to limitations. You will be responsible for taxes due upon the time of sale.

In general, Social Security taxes are not imposed on capital gains from the sale of shares. However, capital gains may be subject to a Medicare tax on net investment income.

EMPLOYER WITHHOLDINGS OF FEDERAL TAXES

Your employer will withhold from your income the taxes that represent a payment towards your federal tax liability and to pay the applicable Medicare and Social Security taxes in connection with your purchased shares. If your employer withholds income tax at a rate below your marginal rate, you will be responsible for paying any additional tax due either through estimated tax payment or upon filing your annual tax return.

CIRCULAR 230 NOTICE

Any U.S. federal tax advice contained in this document is not intended or written to be used, and it cannot be used, by any taxpayer for the purpose of avoiding penalties that the internal revenue service may attempt to impose on a taxpayer. The information was written to support the promotion or marketing of the transaction or matters addressed by the written information. Taxpayers should seek tax advice based on their particular circumstances from an independent tax advisor.


Saint-Gobain North America
20 Moores Road
Malvern, PA 19355
www.saint-gobain-northamerica.com



<https://peg.saint-gobain.com>
**ALSO AVAILABLE ON YOUR
SMARTPHONE OR YOUR TABLET!**

PHOTOS CREDITS:

iStock ; Shutterstock ; Saint-Gobain Glass ; Johnny Yim ; Renzo Piano.

DESIGN AND PRODUCTION:  butterfly

