

Information Document

for the purpose of Article 1.4.(i) of the Prospectus Regulation (EU) 2017/1129

Compagnie de Saint-Gobain

Tour Saint-Gobain
12 Place de l'Iris
92400 Courbevoie

France

This document contains information on the number and nature of Compagnie de Saint-Gobain shares and the reasons for and details of the offer of those shares in Poland.

1) The Offer and the Issuer

Compagnie de Saint-Gobain, a French *société anonyme* (joint-stock company) with a share capital of EUR [] whose registered offices are located at Tour Saint-Gobain, 12 Place de l'Iris, 92400 Courbevoie, France, which is registered with the Nanterre Trade and Company Registry under number 542 039 532 and which holds French tax identification number: FR 35542039532 (the “**Issuer**” or the “**Company**”) decided to implement within PEG 2025 Group Employees Savings Plan (the “**PEG 2025**”) an offer of Issuer’s shares addressed to employees and directors of the Issuer and its affiliated entities, including Polish Subsidiaries (as defined below) (the “**Offer**”).

The Offer is based on the following key corporate decisions of the Issuer:

- (a) the June 8, 2023 resolution of the Issuer’s Extraordinary Shareholders’ Meeting, which authorized the Issuer’s Board of Directors to effect one or more increases of the Company’s share capital through the issuance of new shares reserved for the members of Group Employees Savings Plan, with the exclusion of preemptive rights otherwise accruing to the Company’s shareholders;
- (b) the November 28, 2024 decision of the Issuer’s Board of Directors deciding on the principles of the implementation of the Offer;
- (c) the March 10, 2025 decision of the Chief Executive Officer (upon delegation by the Board of Directors) fixing the issue price of the Offer and launching the capital increase authorized by the Shareholders’ Meeting resolution on June 8, 2023.

The Offer is implemented in countries in which the Issuer or its affiliated entities operate, not only in Poland.

The Offer is made within Issuer’s Group Employees Savings Plan. The reason of the Offer is to align the interests of employees and directors of the Issuer’s group with the Issuer by offering them an opportunity to become shareholders of the Issuer. The Issuer believes that employee offerings contributes to building long term value of the Issuer for stakeholders.

2) Eligibility

The Offer is addressed exclusively to the eligible employees of the Issuer and those of its French and foreign subsidiaries that are controlled by the Company and joined PEG 2025, including Polish Companies (as defined below)¹. Employees are eligible if they are employed in the Issuer group companies on the last day of the Subscription Period, i.e. on March 24, 2025, and if on that day they can prove a minimum employment of at least 3 months. Three-month period of employment may be determined either on a continuous or discontinuous basis. The relevant period for measuring a discontinuous three-month period of employment, is from January 1, 2024 through the last day of the Subscription Period, i.e. March 24, 2025.

In Poland, the Offer is addressed to eligible employees and directors of the following Polish subsidiaries of the Issuer:

- Saint-Gobain Innovative Materials Polska sp. z o.o., ul. Szklanych Domów 1, 42-530 Dąbrowa Górnicza
- Saint-Gobain Construction Products Polska sp. z o.o., ul. Okrężna 16, 44-100 Gliwice
- Saint-Gobain HPM Polska sp. z o.o., ul. Norton 1, 62- 600 Koło
- Saint-Gobain Polska sp. z o.o., ul. Szklanych Domów 1, 42-530 Dąbrowa Górnicza
- Leca Polska sp. z o.o., ul. Krasickiego 9, 83-140 Gniew
- Vetrotech Saint-Gobain (International) AG Spółka Akcyjna Oddział w Polsce, ul. Piłsudskiego 18, 46-100 Namysłów
- Saint-Gobain PAM Sp. z o.o., ul. Płażyńskiego 38, 44-100 Gliwice
- CHRYSO POLSKA sp. z o.o., Aleja Niepodległości 18, 02-653 Warszawa
- GCP (Poland) sp. z o.o., ul. Bułgarska 69/73, 60-320 Poznań

(„**Polish Subsidiaries**”).

3) Offered Shares

Shares offered in the Offer are ordinary bearer shares, with a nominal par value 4.00 euro each (“**Shares**”). The total maximum number of Shares offered in the Offer for all participating countries is 8,992,952. Such maximum number of Shares represents approximately [x]% of the Issuer’s share capital. The Shares do not have separate identification, but they are expected to be admitted to trading after their issuance on NYSE Euronext Paris under ISIN code number FR0000125007, together with outstanding shares of the Issuer.

The Issuer is a French company and, therefore, rights attached to Shares will be governed by French law. Shares will have no preference over the outstanding shares of the Issuer.

¹ The Offer is addressed also to retired former employees of Issuer’s subsidiaries participating in PEG 25 (including Polish Subsidiaries), provided that they have active PEG Saint-Gobain account. Conditions on which retired former employees may participate differ from conditions on for current employees: (a) former retired employees may make the payment referred to in point 8 below only through a bank account transfer on a bank account of former employer from Saint-Gobain participating in PEG 25 (they cannot make the payment through salary deduction); (b) former retired employees are not entitled to and will not receive employer’s matching contribution referred to in point 10 below.

Each Share will entitle to one vote on Issuer's shareholder's meeting (or two votes for each share held for at least 2 years). The Shares subscribed in PEG 2025 will be entitled to receive dividends distributed as of 2026 and subsequent years (they will not be eligible to receive dividends paid in 2025 in respect of 2024).

4) Lock-up period, early exit events and redemption of the investment

All shares offered in connection with the Offer are subject to a lock-up period of 5 years from their acquisition, which will expire on May 1, 2030 inclusive (the "**Lock-up Period**"). Unless one of the exemptions from the Lock-up Period applies, the employee's investment in Shares (i.e. investment made within the Offer presented in this document) cannot be redeemed and the Shares cannot be disposed before end of the Lock-up Period. The investment may be redeemed and the Shares may be disposed before the lapse of the Lock-up Period only in case of one of the following exceptions:

- (a) Marriage of the employee;
- (b) Birth or adoption of third (or next) child, provided the employee's household is already financially responsible for at least two children;
- (c) In the event of divorce or separation, when this event is accompanied by a court decision specifying that the sole or shared ordinary place of residence of at least one child is at the domicile of the employee concerned;
- (d) Where the employee, his or her spouse or children, suffers from a disability as defined by French law;
- (e) Death of the employee or his or her spouse;
- (f) Where the employee, his or her children, or spouse, allocates the amounts saved to create certain businesses as provided for by French law;
- (g) Where the employee allocates the amounts saved to the acquisition or enlargement of his or her principal residence;
- (h) Termination of the employment contract (unless the employment contract is terminated in order to conclude a new employment agreement with another company from Saint-Gobain Group, thus the employment within Saint-Gobain Group is continued);
- (i) Over-indebtedness, understood as determination of insolvency or risk of insolvency by a court in bankruptcy or restructuring proceedings;
- (j) Domestic violence committed against the employee by his/her spouse or partner, or his/her former spouse or partner;
- (k) Use of proceeds for energy-efficiency renovation work on the principal residence;
- (l) The purchase an electric and/or hydrogen-powered vehicle.

These early exit events are more specifically defined under French law and must be interpreted and applied in a manner consistent with French law. In the event of any of the above early exit events, the employee may demand that his/her FCPE units be redeemed.

Employee's shall make a motion to redeem his/her investment during period of 6 months after such event occurred, with exception for death, disability, domestic violence committed against the employee or termination of contract, in which cases motions can be filed at any time. It is the responsibility of the employee to inform the employer that the employee wishes to redeem his/her investment. The employee is required to provide suitable evidence of the occurrence of an early redemption event. This information is forwarded to the management company of the FCPE and if an early exit event is determined to have occurred in accordance with French law, the Shares invested in by the employee are disposed, FCPE units are redeemed and the employee receives proceeds from disposal and redemption.

At the end of the Lock-up Period, employees will be informed directly by the FCPE management company that the mandatory holding period has expired. Any requests for redemption upon expiry of the Lock-up Period shall be lodged by the employees directly with the FCPE.

At the end of the Lock-up Period of five years, the employees participating may (i) decide to keep their assets in the FCPE, retaining the right to redeem their investment at any time; or (ii) redeem the units and receive funds from redemption. The value of one FCPE unit will be calculated by dividing the net asset value of the FCPE (where FCE holds only shares of the Company and cash equivalents necessary to manage shares held in custody) by the number of the units. The net assets value of the FCPE is calculated based on the current price of the Company shares on the Euronext Paris stock exchange. The value of so calculated employee' investment may be subject to tax or social security contributions.

5) **Issue price**

The Shares are offered at the issue price, involving a discount of 20% from the reference price, which is the average of the opening prices of the Company shares on the Paris stock exchange on the 20 consecutive trading days preceding the price fixing date, which is expected to take place on March 10, 2025 ("**Reference Price**").

The issue price for each Share is thus equal to the Reference Price minus a discount of 20% ("**Issue Price**"). The Issue Price will be set by the Chairman and Chief Executive Officer (upon delegation by the Board of Directors) on March 10, 2025.

The Shares of the Issuer offered within the Offering will be subscribed by eligible employees and held on their behalf by the employee's shareholding vehicle FCPE (French "*fonds commun de placement entreprise*") named the "Saint-Gobain Relais 2025". After completion of the subscription, the FCPE "Saint-Gobain Relais 2025" will be merged with FCPE „Saint-Gobain Avenir Monde" compartment of „Saint Gobain PEG Monde"

The employees may subscribe to the Shares within the classic plan. As a result of subscription of Shares and payment of full Issue Price for their personal contribution, the

employees will receive FCPE units representing their investment in Shares. Each share subscribed for Issue Price will correspond to one FCPE unit. The employees participating in the classic plan may pay to FCPE the full amount of the Issue Price of the Shares. For an amount equal to the Issue Price (i.e. price for each Share) paid by the employee, the employee will receive one unit in the FCPE. FCPE units cannot be transferred.

The maximum amount of employee's investment (excluding employer matching contribution) equals 25% of gross annual compensation (including bonuses) for 2024 or an estimate of the 2025 gross annual compensation.

6) Subscription

Subscriptions for Shares can be made during a Subscription Period, which should take place from March 10, 2025 through March 24, 2025. In order to subscribe to the offered Shares, it is necessary to fill and sign the subscription form and return it to employer's HR department before end of the Subscription Period.

7) Allocation and reduction

Shares are expected to be issued and allocated on or around May 14, 2025.

In the event the total number of Shares requested exceeds the number of Shares offered within the Offer, the number of Shares allocated to the subscribing employees shall be reduced in accordance with the following reduction formula:

- (a) the minimum shares available per subscriber will be calculated as follows: the maximum number of Shares offered divided by the number of subscribers;
- (b) orders that are equal to or below this minimum will be served in full;
- (c) orders that are above the minimum will be served in full up to the ceiling amount, and on a pro rata basis above this amount, to the extent of the Shares available.

8) Payment

The full amount of the personal contribution (i.e. amount of employee's investment, without employer's matching contribution) must be paid by the employee no later than on March 24, 2025 (by this day the funds must be received on employer's bank account). Payment of personal contribution should be made on employer's bank account provided in the local supplement.

Upon employee's request, the employer may split the payment for subscribed Shares into 8 equal monthly instalments to be deducted from employee's salary, starting from remuneration for May 2025.

The payment shall be made in Polish Zloty (PLN) at an exchange rate which shall be set by the Company on or around March 4, 2025. Any fluctuation in the exchange rate prior to transferring the funds to France will not be borne by the employee. The set exchange rate is guaranteed only for the purpose of payment of Issue Price and will not protect the investment against fluctuations of the exchange rate after Subscription Period.

Failure to make the required payment on a timely basis may render the subscription ineffective.

9) Custody of Shares in FCPE

Shares subscribed will be held in the FCPE “Saint-Gobain Avenir Monde”, compartment of the FCPE “Saint-Gobain PEG Monde”. FCPE is special French collective employees shareholding vehicle, which subscribes and holds shares of French issuers on behalf of its local and foreign employees (French: *fonds commun de placement d’entreprise*).

The dividends paid on the Shares to the FCPE (i.e., until redemption of the units of the FCPE), will be reinvested through the FCPE in additional shares of the Issuer. Such dividends will not be paid out directly to employees. To reflect this dividend reinvestment in shares through FCPE, employees will receive additional units of the FCPE (or fractions thereof).

The voting rights pertaining to the Shares held for the employees in the FCPE, will be exercised by the Supervisory Board of the FCPE on behalf of the employee-shareholders pursuant to the French law.

10) Employer’s matching contribution

In addition to personal contribution invested by the employees in Shares, employers offer employees’ contribution matching employee’s investment in the following net amounts:

- (a) for a personal contribution in the amount between 1 zloty and 4350 zloty: the net bonus will amount to 50% of the personal contribution;
- (b) for a personal contribution in the amount between 4351 zloty and 8700 zloty: the net bonus will amount to 2175 zloty (50% of 4350 zloty) plus 25% of the amount of personal contribution between 4351 and 8700 zloty.

Employer’s matching contribution will be awarded in a form of an additional remuneration for work (bonus). The maximum bonus amounts to 3262.50 zloty net.

The bonus reduced by the amount of a tax advance and social security and health insurance contribution will be used by you to acquire Shares. Technically, it will be conducted by your employer through a deduction of the bonus from employees remuneration for the given month when the bonus is granted and a transfer of the bonus amount to the Issuer as a price for the Shares.

The bonus will be granted in Polish zloty, but the price for acquisition of Saint-Gobain shares will be in euro. The same PLN/EUR exchange rate as for your personal contribution will be applied to acquisition of Saint-Gobain shares with the bonus – such exchange rate will be fixed and announced by the Saint-Gobain Group on or around March 4, 2025 and will be provided on the subscription form.

11) Validity date

This document is valid until end of the Subscription Period.

12) Communication

Information about the Offer (including changes of its terms and conditions) will be available on <https://peg.saint-gobain.com>

13) Other relevant documents

This document contains information on the number and nature of Shares and the reasons for and details of the Offer. Other documents which may be relevant for investors subscribing for Shares under the Offer include in particular the Issuer statute (available on Issuer's website), Regulations of FCPE "Saint-Gobain Avenir Monde" in English and FCPE "Saint-Gobain PEG Monde" in English (available on <https://peg.saint-gobain.com>), Regulation of PEG 2025 (available upon request). Employees will also receive subscription forms which include important representations and statements made by employees in connection with subscription within the Offer, as well as the local supplement and brochure including summary of information about the Offer and information about important local ramifications of the Offer in Poland.

14) Statement of the Issuer

The Issuer is responsible for all information included in this Information Document.

The persons that make the statement on behalf of the Issuer:

Name and Surname:	Antoine Vignial
Position:	Corporate Secretary of Compagnie de Saint-Gobain

Acting on behalf of the Issuer, we state that having taken all reasonable care to ensure that such is the case, the information contained in this Information Document is, to the best of our knowledge, in accordance with the facts and contains no omission likely to affect its import, and in particular that information contained therein is true, reliable and complete.

Antoine Vignial
Corporate Secretary of Compagnie de Saint-Gobain