

## SAINT-GOBAIN GROUP EMPLOYEE SHARE OFFERING COUNTRY SUPPLEMENT FOR JAPAN

*Saint-Gobain expects to implement an offering of its shares under the umbrella of the Saint-Gobain Group employee share offering, subject to the decision by its Chairman and CEO expected to take place on March 16, 2026. You will find below a brief summary of the expected terms of the offering, local offering information and principal tax consequences relating to the offering.*

### **Summary of the Offering**

**To be read in conjunction with the employee brochure and other materials distributed to you**

#### ***A share capital increase reserved for employees***

Saint-Gobain shares are expected to be offered to all eligible employees of participating Saint-Gobain Group companies, pursuant to Saint-Gobain's capital increase reserved to such employees. In your country, the Saint-Gobain Group Employee Share Offering is expected to be offered as a “classic” plan.

If the number of requested shares exceeds the offered shares, the number of shares requested may be reduced. In this event, each participant will be notified personally. In addition, if the total subscription amount for this year's offering in Japan, is ¥83,152,176 (together with the subscription amount for any offerings within the last 12 months in Japan, is ¥100 million or more<sup>1</sup>), the number of shares requested may be reduced according to the same principles provided by the reduction rules described in the PEG regulations available on <https://peg.saint-gobain.com>.

#### ***Eligibility***

All current employees of Saint-Gobain and the employees of its participating direct and indirect majority-owned subsidiaries, in each case subject to a minimum employment condition of three months. Such three-month period may either be on a continuous or discontinuous basis. The relevant period for measuring a discontinuous three-month period is from January 1, 2025 through the last day of the subscription period, and such employee must be employed as of that day.

#### ***Subscription period***

The subscription period is expected to start on March 23, 2026 and last until April 7, 2026 (inclusive). In order to participate in the offering, you would need to subscribe April 7 2026.

#### ***Subscription price***

The subscription price for the Saint-Gobain shares will be at a 20% discount from the “reference price”. The reference price is based on an average of the opening price of Saint-Gobain shares over

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<sup>1</sup> Please note that when calculating the aggregate subscription amount, (i) the aggregate amount of the issue price of the shares to be issued under the employee share plan and (ii) the aggregate amount of the matching contributions must be aggregated.

the 20 trading days preceding the date of the decision to determine the price, expected to take place on March 23, 2026.

Payment will be requested in yen. The euro / yen exchange rate is expected to be determined on April 7, 2026.

During the life of your investment, the value of the Saint-Gobain shares will be affected by fluctuations in the currency exchange rate between the euro and the yen. As a result, if the value of the euro strengthens relative to the yen, the value of the shares expressed in yen will increase. On the other hand, if the value of the euro weakens relative to the yen, the value of the shares expressed in the yen will decrease.

***Employer's contribution***

If you decide to invest in the Saint-Gobain Group employee share offering, your employer will make a matching contribution as follows:

Employee investment	Employer's matching contribution	Maximum matching contribution
0-100 EUR	100%	100 EUR
100-2,000 EUR	45%	855 EUR
2,000-5,700 EUR	20%	740 EUR
5,700–10,000 EUR	10%	430 EUR
Total		2,215 EUR

***Your investment is capped***

The maximum amount you can invest is 25% of your gross annual compensation (including bonuses) for 2025 or an estimate of the 2026 gross annual compensation. The employer matching contribution, where offered, will not count toward the 25% limit. In addition, if the total subscription amount for this year's offering in Japan, together with the subscription amount for any offerings within the last 12 months in Japan, is ¥83,275,926 or more, this 25% limitation may be lowered at the discretion of Saint-Gobain.

***Method of payment***

Payment is to be made in yen. You may pay by the following methods:

Payment by Bank Transfer

If you choose to pay in cash, you will remit the payment amount of your contribution to

the account below by bank transfer (the transfer charge to be borne by yourself) no later than May 9, 2026.

**Remittance must be made to the following account:**

Saint-Gobain Kabushiki Kaisha  
Bank of Mitsubishi UFJ, Kojimachi Chuo Branch  
Current Account  
No. 0945523

***Currency exchange control***

If the subscription amount paid by you from Japan to abroad is more than ¥30 million, you must submit a report to the Minister of Finance, through the Bank of Japan, by the 20th day of the month following the payment date.

***Custody of your shares***

Your shares will be subscribed and held in an account opened in your name at Uptevia, a French bank, or as the case may be, a local custodian.

***Your investment will be subject to a five-year lock-up period***

In consideration of the benefits granted under this offering, your investment is subject to a lock-up period of approximately five years (ending on May 1, 2031), during which you will not be able to redeem your investment unless you qualify for an early exit (see “Early exit events” below).

***Early exit events***

You may request redemption of your investment during the above-mentioned lock-up period in the following circumstances only:

1. Marriage of the employee;
2. Where a child is born or a child arrives at the home in view of being adopted, provided the employee's household is already financially responsible for at least two children;
3. In the event of divorce or other judicial recognition of separation, if custody of at least one child is retained;
4. Where the employee, his or her spouse or children, suffers from a disability as defined by French law;
5. Death of the employee or his or her spouse;
6. Termination of the employment contract;

7. Where the employee, his or her children, or spouse, allocates the amounts saved to create certain businesses as provided for by French law;
8. Where the employee allocates the amounts saved to the acquisition or enlargement of his or her principal residence;
9. Over indebtedness (where the court makes an order of commencement of bankruptcy proceedings for the employee);
10. Domestic violence committed against the employee by his/her spouse, partner, civil partner, or his/her former spouse, partner or civil partner;
11. Use of proceeds for energy-efficiency renovation work on the principal residence;
12. The purchase of an electric and/or hydrogen-powered vehicle.

The above is a summary of the current early exit provisions permitted under French law. The early exit events are to be interpreted and applied in a manner consistent with French law. Before relying or attempting to rely on any of these early exit events, you should consult with your employer to make sure that your case meets all the requirements of French law.

Employees must present a request for redemption within a period of six months after the occurrence of such event, except in the event of death, domestic violence committed against you, disability or termination of the employment contract (in which case, the request may be made at any time). For further information, please contact your human resource office.

### ***Dividends***

The shares subscribed in this 2026 plan will be entitled to receive dividends distributed as of 2027 and subsequent years (they will not be eligible to receive dividends paid in 2026 in respect of 2025).

Any dividends paid with respect to shares will be paid to you.

### ***Voting rights***

You will have the right to exercise the voting rights pertaining to such shares.

### ***Redemption***

Your investment will become available upon the expiry of the lock-up period of approximately five years, or earlier, if you qualify for an early exit. At that time you may request the redemption of your investment (in cash or Saint-Gobain shares) or you may continue to hold your shares, after which you will be free to redeem your investments at any time.

### ***Important Notice regarding this Offering***

This offering is exempted from the requirement under Article 4, Paragraph 1 of the Financial Instruments and Exchange Act of Japan and therefore no securities registration statement has been

or will be filed thereunder with respect to such offering.

***Important Notice regarding the Investment Advice***

Saint-Gobain and its subsidiaries do not give investment advice with respect to this offering. Investing is a personal decision that you must make yourself, taking into account your financial resources, your investment goals and other investment alternatives available to you. Participation in this offering is entirely voluntary.

## **Tax Information for Employees** **Resident in Japan**

*The following summary sets forth general principles that are expected to apply to employees who are (i) residents in Japan for the purposes of the tax laws of Japan and the Convention between Japan and the French Republic for the avoidance of double taxation (as amended) (the "Treaty"), and (ii) entitled to the benefits of the Treaty, but may not apply in all specific cases. This summary is given for informational purposes only and should not be relied upon as being either complete or conclusive. For definitive advice, employees should consult their own tax advisors regarding the tax consequences of participating in the Saint-Gobain Employee Offering.*

*The tax consequences listed below are described in accordance with Japanese tax law and tax practices as well as the Treaty, all of which are applicable at the time of the offering. These laws and practices and the Treaty may change over time.*

### **A. Taxation in France**

Under French domestic law, dividends paid to non-residents of France are subject to a withholding tax of 12.8 % unless they are paid to a bank account opened in a Non-Cooperative State or Territory as defined under article 238-0 A 1, 2 and 2 bis-1° of the French Tax Code (NCST)<sup>2</sup> which would trigger a 75% withholding tax in France.

Any gains realized upon your investment are not subject to taxation or social charges in France.

Under the tax treaty entered into between France and Japan and subject to the completion of certain formalities further described hereafter, this rate may be reduced to 10%.

The withholding tax will be levied at the reduced rate of 10% if you provide the paying agent with a certificate of residency (French treasury form 5000, stamped by the local Tax Authorities) before the date of payment of the dividends.

In the event where the certificate of tax residency is not provided to the paying agent before the date of payment of dividends, the withholding tax will be levied at the domestic rate (i.e., 12.80% or 75%). However, you may obtain the repayment of the withholding tax paid in excess of the 10% Treaty rate by filing the French treasury forms 5000 (certificate of residency) and 5001 (repayment request) with the French tax authorities before December 31 of the second year following the year of payment

### **B. Taxation in Japan**

#### ***Upon subscription***

Under the Personal Income Tax Law of Japan, the price discount will be taxable at the time of subscription of the Saint-Gobain shares. It is current practice that the amount of the price discount will, in general, be taxed as salary income.

The amount of the price discount taxed as salary income will be equal to the excess of (i) the

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<sup>2</sup> The list of NCSTs can be modified each year. The states and territories qualifying as NCSTs are currently the following: Anguilla, Antigua and Barbuda, Turks and Caicos Islands and Vanuatu.

market price of the Saint-Gobain shares as of the issue date (converted into yen at the median of the telegraphic transfer selling and buying exchange rates vis-à-vis customers for euro against yen as of such date) over (ii) the price in yen that you have paid to acquire such shares. It should be noted that this price discount, which is calculated for Japanese taxation purposes, may thus result in a greater or lesser amount than the actual discount in this offering. The amount of the taxable price discount will be aggregated to your salary income (usual salary deductions are available) and combined with other types of income earned during the calendar year. Such combined amount will be taxed at normal progressive income tax rates, by March 15 of the year following the subscription of the Saint-Gobain shares.

You will be responsible for filing your annual tax return no later than March 15 of the year following the subscription of the Saint-Gobain shares, provided, however, that your employer will withhold the tax applicable to the taxable price discount from your monthly salary paid on June 2025. For your information, your employer is required to submit a report to the competent tax office with respect to the economic benefit you will receive from Saint-Gobain (i.e., the amount of the price discount).

Given that the discount is not offered by your Japanese employer, but rather, by its parent company, the amount of the taxable price discount will not be subject to social security charges.

### ***Dividends***

Dividends from the Saint-Gobain shares will be taxed as dividend income under the Personal Income Tax Law of Japan. Basically, you will have to report these dividends in your annual income tax return, and your world-wide income (including these dividends) will be subject to income tax at the normal progressive tax rates under the Personal Income Tax Law<sup>3</sup>. You will have to file your annual tax return and pay the corresponding tax by March 15 of the year following the receipt of the dividends.

Please note, however, that if (i) your salary income is not greater than ¥20 million and (ii) your total income other than your salary income is not greater than ¥200,000, you will generally not be required to file an annual income tax return.<sup>4</sup> In such case, the dividends from the Saint-Gobain shares will not be subject to income tax in Japan.

Regardless of whether you pay income tax in Japan on the dividends, your income (including dividends from the Saint-Gobain shares<sup>5</sup>) will be subject to local inhabitant tax of 10% (fixed rate)

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<sup>3</sup> Where the Saint-Gobain Shares are listed at the time of the distribution of dividends, and subject to certain other requirements, dividends from the Saint-Gobain Shares paid to you may be taxable separately from other incomes if you select to do so in a tax return, at the rate of 20.315% in principle (including local taxes and additional tax for the recovery from the earthquake).

<sup>4</sup> However as stated in “*Upon subscription*” above, in the case of the subscription of the Saint-Gobain shares, although the price discount is treated as salary income, you must file a tax return even if your total salary income, including such price discount, is ¥20 million or less.

<sup>5</sup> Where the Saint-Gobain shares are listed at the time of the distribution of dividends, and subject to certain other requirements, dividends from the Saint-Gobain shares paid to you may be subject to local tax of 5% separately from other incomes if you select to do so in a tax return.

under the Local Tax Law of Japan.

Dividends will not be subject to social security charges.

### *Upon redemption*

Unless you sell your Saint-Gobain shares, no tax is payable at the end of the five-year lock-up period.

Selling the Saint-Gobain shares, any capital gains incurred by you from the sale of the Saint-Gobain shares will be taxed separately from non-capital gains income, and the amount of capital gains tax payable (including local tax) will, in general, be equal to 20.315% of the net balance of the proceeds from the sale of such Saint-Gobain shares after the deduction of their constructive acquisition costs.

If you do not hold any Saint-Gobain shares other than those subscribed to under this offering, for tax purposes, the constructive acquisition costs of each Saint-Gobain share held by you will, in principle, be calculated by dividing the aggregate of the market price of the Saint-Gobain shares as at the issue date of all the Saint-Gobain shares by the total number of the Saint-Gobain shares.

Capital losses incurred by you upon the sale of the Saint-Gobain shares can, in general, be deducted only against other capital gains from sales of equity securities in that year. However, if the Saint-Gobain shares are listed on a stock exchange at the time of their sale, and subject to certain other requirements being met, the capital losses incurred upon the sale of the Saint-Gobain shares will be carried forward for deduction against capital gains from sales of other listed equity securities and certain kinds of bonds for the following three years.<sup>6</sup>

It should be noted that the amount of the sale proceeds on which the calculation of the capital gains is based will be converted into a yen amount at the exchange rate as of such sale for Japanese taxation purposes. Therefore, any fluctuation in the foreign exchange rate will be reflected in the capital gains.

Capital gains will not be subject to social security charges.

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<sup>6</sup> If any dividend income from other listed equity securities or interest income from certain kinds of bonds arises in the same year the capital losses are incurred, then subject to certain other requirements (including that you file a tax return containing certain items of information together with certain attachments), such capital losses can be offset against any such dividend income or interest income.