

SAINT-GOBAIN GROUP EMPLOYEE SHARE OFFERING COUNTRY SUPPLEMENT FOR SPAIN

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 23, 2026. You will find below a brief summary of the expected terms of the offering, local offering information and principal legal, tax and labor consequences relating to the offering. Saint-Gobain will not provide any kind of investment advice in relation with the offer and nothing in this document shall be understood as such.

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.

The maximum number of shares to be offered for all participating Saint-Gobain Group companies, was set by the Board of Directors of Saint-Gobain to 6,125,000 shares.

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.

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 send your subscription form no later than 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 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 EUR.

Employer's contribution

Since this share plan is offered as a “classic” plan, your employer will contribute to your investment and additional, proportional amount as follows:

- Up to EUR 3,000: 50 % of this amount in this tranche.
- From EUR 3,001 to EUR 5,150: 10% of that amount in this tranche.
- From EUR 5,151 to EUR 12,125: 5% of said amount in this tranche.

For example, if your investment amounts EUR 12,125, the employer’s contribution would be sum of the following figures: EUR 1,500 + EUR 215 + EUR 348.75 = EUR 2,063.75.

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.

Method of payment

Payment is to be made in EUR. Your investment will be withdrawn from your bank account on 23 May, 2026.

In addition, you may request your local employer, through the “employee portal”, to grant you a loan to finance all or part of the amount of your subscription, under the following conditions:

- In order to apply for the loan and justify your request, you must submit the subscription form provided by Amundi.
- The maximum amount of the loan will be the amount of the charge that will be debited from your bank account for your subscription. In any case, you may request a lower amount.
- The interest rate applied to this loan will be the legal interest rate (currently 3.25%).
- The loan will be repaid to the local employer in 7 or 10 instalments, at the employee's choice, by deduction from the employee's salary, corresponding to the salaries from May 2026 to December 2026 (including, where applicable, the extra payments in June 2026 and December 2026).
- If your employment contract is terminated for any reason before the loan is repaid in full, the outstanding amount will be deducted from your final salary settlement or any other sums owed to you. If this is not sufficient, you will be obliged to repay the outstanding amount by bank transfer to your employer.

Custody of your shares

Your shares will be 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 or civil union 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 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;
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. Domestic violence committed against the employee by his/her spouse, partner, civil partner, or his/her former spouse, partner or civil partner;
10. Use of proceeds for energy-efficiency renovation work on the principal residence;
11. 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 early redemption within a period of six months after the occurrence of such event, except in the event of death, disability, domestic violence committed against you in the cases provided in paragraph 9 above, 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.

The exercise of the early redemption shall always be accompanied by the corresponding sale order, with only the number of shares subject to sale for that early exit event being unlocked.

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 sell your shares and receive cash or you may continue to hold your Saint-Gobain shares. After the lock-up period you will be free to redeem your investments at any time.

Securities Notices

In accordance with article 1.4.(i) of the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017, Saint-Gobain is exempted from the obligation to publish a prospectus in Spain regarding this share offering.

This document, jointly with the brochure and other documents related to this share offering provided to you, comply with the requirements set forth under article 1.4.(i) of the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017, which establish the obligation of having a document containing information regarding the offering available for the persons to whom such offering is addressed.

Tax Information for Employees
Residents in Spain

The following summary sets forth general principles that are expected to apply to employees who are, and shall remain until the disposal of their investment, residents in Spain for the purposes of the tax laws of Spain and the Double Tax Treaty concluded between Spain and France on October 10, 1995 (the “Treaty”). 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 Spanish tax law and tax practices, all of which are applicable at the time of the offering. These laws and practices 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)¹ which would trigger a 75% withholding tax in France.

Any gain realized upon your investment would not be subject to taxation or social charges in France.

B. Taxation in Spain

Upon subscription

Share price discount and matching contribution

The acquisition of shares at a price below their fair market value would be considered as remuneration in kind (salary) for the employees, being taxable by Personal Income Tax (“PIT”) at progressive rates ranging from 17.5% to 54% (depending on Autonomous Region in which the employee habitually resides). In said case, the remuneration in kind would be determined by the difference between the fair market value of the shares at the moment of their delivery and the price paid by the employee for acquiring such shares (*i.e.*, the Subscription Price).

Likewise, the acquisition of shares for free would also be considered remuneration in kind (salary) for the employees and taxed at the aforementioned progressive rates (*i.e.*, 17.5% to 54% depending on the Autonomous Region in which the employee habitually resides). The taxable base would be determined as the fair market value of the shares at delivery.

The employer would be liable to carry out the corresponding payments on account (“*ingresos a cuenta*”), equivalent to the result of applying the withholding rate corresponding to each employee

¹ 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.

to the remuneration in kind satisfied. In practice, the employer usually charges the payment on account to the employees through its deduction from their payrolls.

Notwithstanding the above, an annual PIT exemption of up to EUR 12,000 could be applied if the employee directly held the shares and the following requirements are met:

- The shares are issued by the employer company or, in general terms, by other company of the same group or sub-group of companies² or the parent company;
- The shares are offered to all the employees under the same conditions³;
- Each employee, by himself or together with his/her relatives, does not have directly or indirectly a participation of over 5% of the company or of any other company of the group or subgroup of companies; and,
- The employees hold the shares for at least three years⁴.

The EUR 12,000 cap mentioned would apply jointly to the remuneration in kind derived from the acquisition of the discounted shares and the matching contribution when obtained in the same calendar year. Therefore, any remuneration above the EUR 12,000 limit would be subject to taxation at the aforementioned PIT rates ranging from 17.5% to 54% (depending on Autonomous Region in which the employee habitually resides).

Furthermore, from a Social Security standpoint, the remuneration in kind resulting from the acquisition of shares at a discounted price to their fair market value would be subject to Social Security contributions at a rate of 6.48% for the employee (to be withheld by the employer) and 30.57% for the employer (plus the variable contribution rate for work accidents and professional illnesses' purposes, depending on the specific activity carried out). Please be informed that, as from 1 January 2025, the maximum Social Security contribution base is EUR 4,909.50 per month.

Additionally, since 2025, the exceeding amount from the maximum contribution base will also be subject to Social Security contributions and both employer and employee (in the percentages

² Kindly note that, the PIT Regulations seemingly limit the shares which can access the exemption since, a literal interpretation, would determine that when a sub-group exists, the shares which could -potentially- fall within the scope of the exemption are (i) the shares in the employer, (ii) the shares in the parent company of the group; or (iii) the shares in a company part of the sub-group in which the employer company is integrated within (*i.e.*, it cannot be in any group company).

That said, the case of Saint-Gobain share offering would, in principle, comply with this requirement since the shares offered are of the parent company.

³ Please note that a minimum employment condition of three months should not prevent the application of the PIT exemption. The exclusion of retired employees does not affect the applicability of the exemption.

⁴ In case of infringement of this requirement, the employee will be required to file an extemporaneous PIT return concerning the fiscal year when the shares were acquired, with the corresponding delay interests, within the period existing between the moment of the breach of the holding period requirement and the last day for the filing of the PIT return of the fiscal year when the requirement is breached.

established for the common contingencies contributions) will pay Social Security contributions (solidarity contribution), depending on the exceeding amount:

- From the maximum contribution base up to 10% of excess: 0.92% between employer and employee.
- From 10% excess of the maximum contribution base up to 50% excess: 1% between employer and employee.
- From 50% excess of the maximum contribution base onwards: 1.17% between employer and employee.

The above amounts will be progressively increased until 2045.

Reduced-rate or interest-free financing

The difference between the legal interest rate applicable in 2026 (*i.e.*, in principle, 3.25%⁵) and the interest rate paid by the employee, applied to the amount financed pending to be reimbursed, would be considered as remuneration in kind (salary) for the employees, being taxable by PIT at progressive tax rates ranging from 17.5% to 54% (once again, depending on Autonomous Region in which the employee habitually resides).

The employer would be liable to carry out the corresponding payment on account (“*ingreso a cuenta*”), equivalent to the result of applying the withholding rate applicable to each employee to the remuneration in kind satisfied. In practice, the employer usually charges the payment on account to the employee through deduction from their payrolls.

Finally, the difference between the applicable legal interest rate and the interest rate paid by the employee (*i.e.*, the remuneration in kind existed) would be subject to Social Security contributions at the rate of 6.48% for the employee, and 30.57% for the employer (plus the variable contribution rate, as set out above), provided that the maximum contribution base is not exceeded (EUR 4,909.50 per month as from 1 January 2025).

Additionally, since 2025, the exceeding amount from the maximum contribution base will also be subject to Social Security contributions and both employer and employee (in the percentages

⁵ Please note that at the moment of issuance of the present document, no Draft of the Spanish General State Budget for 2026 exists (and no General State Budget were approved in 2024 and 2025). Thus, the rate disclosed is that of the General State Budget 2023 which would be automatically extended if no General State Budget is approved for 2026.

established for the common contingencies contributions) will pay Social Security contributions (solidarity contribution), depending on the exceeding amount:

- From the maximum contribution base up to 10% of excess: 0.92% between employer and employee.
- From 10% excess of the maximum contribution base up to 50% excess: 1% between employer and employee.
- From 50% excess of the maximum contribution base onwards: 1.17% between employer and employee.

The above amounts will be progressively increased until 2045. Notwithstanding the above, in case of advanced salary, and according to the criteria issued by the Spanish General Directorate of Taxes in its binding ruling V0552/2013, it could be understood that no remuneration in kind should arise in case the employee reimburses the advanced salary before the end of the current month during which the financed amount was received. In this case, no Social Security contributions would apply.

Dividends

Dividends directly received by the employees (if any) would be taxed by PIT in the fiscal year when received at the following rates:

- 19% for the first EUR 6,000;
- 21% on the amount received or generated between EUR 6,000.01 up to EUR 50,000;
- 23% on the amount received between EUR 50,000.01 up to EUR 200,000;
- 27% on the amount received between EUR 200,000.01 and EUR 300,000; and,
- 30% on the amount exceeding EUR 300,000.

No withholding obligations should arise for the employer pursuant to the provisions of the Spanish PIT Regulations provided that the dividends were distributed by a foreign entity.

Moreover, no Social Security contributions would apply.

Additionally, and subject to the provisions of the Treaty and the Spanish PIT Law, employees could apply an international double taxation relief, by virtue of which the French withholding tax effectively paid may be deducted from the Spanish tax liability under certain requirements and limitations.

Upon redemption

Capital gains (calculated as the difference between the sale proceeds and market value of the shares when received) would be subject to PIT at the following tax rates according to current legislation:

- 19% for the first EUR 6,000;
- 21% on the amount received or generated between EUR 6,000.01 up to EUR 50,000;
- 23% on the amount received between EUR 50,000.01 up to EUR 200,000; and,
- 27% on the amount received between EUR 200,000.01 and EUR 300,000; and,
- 30% on the amount exceeding EUR 300,000.

Applicable taxes are not withheld by the employer.

From a Social Security perspective, no contribution obligations would arise upon redemption.

OTHER

Reporting obligations

Income derived from the acquisition of shares, dividends and capital gains from the redemption of shares should be declared by the employees in their annual PIT return (Form 100) corresponding to the fiscal year in which said income, dividends or capital gains have been obtained.

Regarding the time of payment, the PIT return should be filed, in general terms, within April-June of the year following the year during which the employee receives the incomes (*i.e.*, the PIT return should be filed in April-June of 2027, for the income obtained in 2026). The withholdings and payments on account borne by the employee regarding the income therein declared should also be included within the referred Form 100 and would be credited against their PIT liability.

Additionally, the tenancy of shares could be taxable by the Spanish Wealth Tax, which is an annual tax payable on the total net value of taxable assets on 31 December of each fiscal year. This tax has been transferred from the Government to the different Spanish Autonomous Regions, which have approved the corresponding regional laws in this regard.

Therefore, the tax rates as well as the method of payment of the Wealth Tax, would depend on the Autonomous Region in which the individual habitually resides.

Notwithstanding the above, each resident individual has a tax-free allowance of EUR 700,000 (as stated above, this tax-free allowance could vary depending on the Spanish Autonomous Region in which the individual habitually resides).

Please note that the obligation to file the corresponding Wealth Tax return would only be applicable, in general terms, for (i) individuals who are required to make a tax payment and (ii) individuals with rights and assets valued over EUR 2 million, even if they are not required to make any tax payment.

If, according to the preceding paragraph, the employee is obliged to file the Wealth Tax return (Form 714), he/she should file said return, in general terms, within April-June of the year following the year concerned.

Furthermore, in December 2022, the Spanish Government approved a temporary (*i.e.*, in principle, it was only for the years 2022 and 2023 but it has been extended indefinitely), complimentary tax to the Spanish Wealth Tax, the Temporary Tax on Large Fortunes (“TTLF”).

The TTLF taxes, in general terms, the ownership by individuals of net assets exceeding EUR 3,000,000 in value, at the time of accrual, at rates which vary between 1.7% and 3.5% (a minimum tax-free allowance of EUR 700,000 is foreseen, so in practice, only those with assets surpassing 3,700,000 in value are taxed). The Wealth Tax effectively paid can be deducted from the TTLF final liability. Those employees obliged to file this tax must submit Form 718 between 1 July and 31 July of the following year to the date accrual.

Finally, individuals would be obliged to inform the Spanish Tax Authorities, through the filing of 720 form⁶, regarding the assets held abroad when the value of the sum of, amongst others, all the following assets exceeds, in one fiscal year, EUR 50,000:

- securities or entitlements representative of share capital or equity of any entity,
- securities representatives of the transfer of own capital to third parties or,
- securities contributed to any legal instrument as trusts or similar instruments, for its management, without legal personality but that were capable to act in the business course.

Said value shall be determined, in each case, according to specific rules (*e.g.*, in case of securities representative of share capital or equity of an entity the balance of said securities on December 31).

Please note that if the individuals have filed said returns in prior fiscal years, they would be required to file this form only if (i) the total value of the assets mentioned above suffered an increase higher than EUR 20,000 with respect to the value declared in the last 720 form filed, or (ii) they cancel/sell the assets declared in the prior returns.

This return should be filed, in general terms, from January 1st to March 31st of each tax year regarding the assets held abroad in the immediately prior year.

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⁶ Notwithstanding this, please note that the European Commission has declared contrary to European Law the specific penalty regime foreseen for this tax return as well as the imprescriptibility of gains non-declared in fiscal years open to tax audit. However, the obligation to file this tax return persists. At the moment, a new specific penalty regime has not yet been approved.