



Compagnie de Saint-Gobain

A French *Société anonyme* with a share capital of €1,996,203,096
 Registered office: Tour Saint-Gobain, 12, place de l'Iris, 92400 Courbevoie, France
 Registry of Commerce and Companies of Nanterre n°542 039 532

**Summary table of financial authorizations in force
 on the date of the General Shareholders' Meeting of June 5, 2025**

Purpose of the resolution and securities concerned	Source (resolution number)	Authorization duration and expiration	Maximum nominal value of the capital increase
ISSUANCES WITH PREFERENTIAL SUBSCRIPTION RIGHT			
Capital increase (common shares or securities giving access to shares in the Company or its subsidiaries) (A)	2023 General Meeting 14 th resolution	26 months (August 2025)	€412 million, excluding any possible adjustments, i.e., approximately 20% of the share capital (A) + (B) + (C) + (D) + (E) + (I) being limited to €412 million (the "Global Cap") ⁽²⁾
Capital increase by incorporation of premiums, reserves, profits and free allocation of shares to shareholders (B)	2023 General Meeting 19 th resolution	26 months (August 2025)	€103 million, excluding any possible adjustments, i.e., approximately 5% of the share capital Included in the Global Cap ⁽²⁾
ISSUANCES WITHOUT PREFERENTIAL SUBSCRIPTION RIGHT			
Capital increase, through a public offer, other than those referred to in Article L. 411-2 of the French Monetary and Financial Code, with the option of granting a priority period for shareholders, by issuing common shares or securities giving access to the share capital of the Company or its subsidiaries, or shares of the Company to which securities to be issued by subsidiaries would grant entitlement (C)	2023 General Meeting 15 th resolution	26 months (August 2025)	€206 million (shares), excluding any possible adjustments, i.e., approximately 10% of the share capital ⁽¹⁾ Included in the Global Cap (C) + (D) + (E) + (I) being limited to €206 million ⁽²⁾
Capital increase, through a public offering referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code, by issuing common shares or securities giving access to the share capital of the Company or subsidiaries, or shares of the Company to which securities to be issued by subsidiaries would grant entitlement (D)	2023 General Meeting 16 th resolution	26 months (August 2025)	€206 million (shares), excluding any possible adjustments, i.e., approximately 10% of the share capital ⁽¹⁾ Allocation to the cap of (C), included in the Global Cap ⁽²⁾
Capital increase (common shares or securities giving access to shares in the Company shares with shares as primary securities) in compensation for contributions in kind (E)	2023 General Meeting 18 th resolution	26 months (August 2025)	10% of the share capital, i.e., approximately €206 million excluding any possible adjustments Allocation to the cap of (C), included in the Global Cap ⁽²⁾
ISSUANCES RESERVED TO GROUP EMPLOYEES AND CORPORATE OFFICERS			
Capital increase (equity securities) through the Group Savings Plan (F)	2023 General Meeting 21 st resolution	26 months (August 2025)	€52 million, excluding any possible adjustments, i.e., approximately 2.5% of the share capital ⁽³⁾

Purpose of the resolution and securities concerned	Source (resolution number)	Authorization duration and expiration	Maximum nominal value of the capital increase
Allocation of options to buy or subscribe shares (G)	2022 General Meeting 17th resolution	38 months (August 2025)	1.5% of the share capital on the date of the 2022 General Meeting, i.e., approximately €31.5 million with a sub-cap of 10% of this limit of 1.5% for corporate officers ⁽²⁾ (G) + (H) being limited to 1.5% of the share capital
Free allocation of existing shares (H)	2022 General Meeting 18th resolution	38 months (August 2025)	1.2% of the share capital on the date of the 2022 General Meeting, i.e., approximately €25 million with a sub-cap of 10% of this limit of 1.2% for corporate officers ⁽⁴⁾ Allocation to the cap of (G)
OTHER			
Option for complementary issuance in case of oversubscription of an issuance of common shares or securities giving access to the share capital with or without preferential subscription right (I)	2023 General Meeting 17 th resolution	26 months (August 2025)	For each issuance, legal limit of 15% of the initial issuance ⁽¹⁾ Allocation to the cap of (C) and/or included in the Global Cap depending on the initial issuance ⁽²⁾
Determination of the issue price in the event of a capital increase without preferential subscription right through a public offer made pursuant to the 15 th or 16 th resolutions of the 2023 General Meeting (J)	2023 General Meeting 20 th resolution	26 months (August 2025)	10% of the share capital per 12-month period ⁽¹⁾ Issuances completed pursuant to (C) or (D) depending on the type of capital increase Allocation to the cap of (C), included in the Global Cap ⁽²⁾
SHARE BUYBACK PROGRAM			
Share buyback ⁽⁵⁾	2024 General Meeting 19 th resolution	18 months (December 2025)	10% of the total number of shares composing the share capital at the date of the General Meeting ⁽⁶⁾ Maximum purchase price per share: €120
Cancellation of shares	2023 General Meeting 22 nd resolution	26 months (August 2025)	10% of the share capital per 24-month period ⁽⁷⁾

⁽¹⁾ Maximum nominal amount of debt securities giving access to the share capital that may be issued capped at €1.5 billion. Global cap applicable to resolutions (A), (C), (D) and (I).

⁽²⁾ No use made of the delegation of authority in 2024.

⁽³⁾ Recognition of the subscription of 4,007,048 shares in May 2024 by the Chief Executive Officer having received a delegation of authority from the Board of Directors on November 23, 2023 on the basis of the 21st resolution of the General Shareholders' Meeting of June 8, 2023 to implement a capital increase through the Group Savings Plan.

⁽⁴⁾ Free allocation of 1,314,901 existing performance shares by the Board of Directors on November 28, 2024.

⁽⁵⁾ The objectives of the program are as follows: allocation of free shares, granting of stock options, allocation or sale of shares as part of an employee savings plan or other similar schemes; hedging against the potential dilutive impact of free share allocations, the granting of stock options and employee share subscriptions under employee savings plans or other similar schemes; delivery of shares upon exercise of the rights attached to securities giving access in any way – in particular through the exercise of rights attached to securities giving access to capital by redemption, conversion, exchange or presentation of a warrant – to the allocation of shares in the Company; market animation of the company's shares under liquidity agreements concluded with an independent investment service provider in accordance with the code of ethics recognized by the French Financial Markets Authority (Autorité des marchés financiers – AMF); cancellation of shares; the implementation of any market practice that may be authorized by the French Financial Markets Authority and, more generally, for any other transaction authorized under the relevant laws and regulations.

⁽⁶⁾ See section 7.1.3, p. 361 of Saint-Gobain's 2024 Universal Registration Document, available on www.saint-gobain.com, for a description of the implementation of the share buyback program in 2024.

⁽⁷⁾ Cancellation of (i) 6,475,181 shares resulting in a reduction of the share capital by a nominal amount of €25,900,724, decided by the Board of Directors on June 6, 2024, effective June 14, 2024, and (ii) 4,959,746 shares resulting in a reduction of the share capital by a nominal amount of €19,838,984, decided by the Board of Directors on November 28, 2024, effective December 3, 2024 (see section 7.1.3, p. 361 of Saint-Gobain's 2024 Universal Registration Document, available on www.saint-gobain.com).

Summary table of financial authorizations submitted for approval to the General Shareholders' Meeting convened to be held on June 5, 2025

Purpose of the resolution and securities concerned	Source (resolution number)	Authorization and expiration	duration	Maximum nominal value of the capital increase
ISSUANCES WITH PREFERENTIAL SUBSCRIPTION RIGHT				
Capital increase (common shares or securities giving access to shares in the Company or its subsidiaries) (A)	2025 General Meeting 17 th resolution	26 months (August 2027)		€399 million, excluding any possible adjustments, i.e., approximately 20% of the share capital ^(a) (A) + (B) + (C) + (D) + (E) + (G) being limited to €399 million (the "Global Cap")
Capital increase by incorporation of premiums, reserves, profits and free allocation of shares to shareholders (B)	2025 General Meeting 22 nd resolution	26 months (August 2027)		€99 million, excluding any possible adjustments, i.e., approximately 5% of the share capital Included in the Global Cap
ISSUANCES WITHOUT PREFERENTIAL SUBSCRIPTION RIGHT				
Capital increase, through a public offer, other than those referred to in Article L. 411-2 of the French Monetary and Financial Code, with the option of granting a priority period for shareholders, by issuing common shares or securities giving access to the share capital of the Company or subsidiaries, or shares of the Company to which securities to be issued by subsidiaries would grant entitlement (C)	2025 General Meeting 18 th resolution	26 months (August 2027)		€199 million (shares), excluding any possible adjustments, i.e., approximately 10% of the share capital ^(a) Included in the Global Cap (C) + (D) + (E) + (G) being limited to €199 million
Capital increase, through a public offering referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code, by issuing common shares or securities giving access to the share capital of the Company or subsidiaries, or shares of the Company to which securities to be issued by subsidiaries would grant entitlement (D)	2025 General Meeting 19 th resolution	26 months (August 2027)		€199 million (shares), excluding any possible adjustments, i.e., approximately 10% of the share capital ^(a) Allocation to the cap of (C), included in the Global Cap
Capital increase (common shares or securities giving access to shares in the Company shares with shares as primary securities) in compensation for contributions in kind (E)	2025 General Meeting 21 st resolution	26 months (August 2027)		10% of the share capital, i.e., approximately €199 million excluding any possible adjustments Allocation to the cap of (C), included in the Global Cap
ISSUANCES RESERVED TO GROUP EMPLOYEES AND CORPORATE OFFICERS				
Capital increase (equity securities) through the Group Savings Plan (F)	2025 General Meeting 23 rd resolution	26 months (August 2027)		€49 million, excluding any possible adjustments, i.e., approximately 2.5% of the share capital
Allocation of options to buy or subscribe shares (I)	2025 General Meeting 25 th resolution	38 months (August 2028)		1.5% of the share capital on the date of the 2025 General Meeting, i.e., approximately €29 million with a sub-cap of 10% of this limit of 1.5% for corporate officers (I) + (J) being limited to 1.5% of the share capital
Free allocation of existing shares (J)	2025 General Meeting 26 th resolution	38 months (August 2028)		1.2% of the share capital on the date of the 2025 General Meeting, i.e., approximately €23 million with a sub-cap of 10% of this limit of 1.2% for executive corporate officers (allocation to the sub-cap of (I) applicable to the executive corporate officers) Allocation to the cap of (I)

OTHER

Option for complementary issuance in case of oversubscription of an issuance of common shares or securities giving access to the share capital with or without preferential subscription right (G)	2025 General Meeting 20 th resolution	26 months (August 2027)	For each issuance, legal limit of 15% of the initial issuance ^(a) Imputation sur le plafond de (C) et/ ou inclus dans le Plafond Global en fonction de l'émission initiale
SHARE BUYBACK PROGRAM			
Share buyback ^(b)	2025 General Meeting 16 th resolution	18 months (December 2026)	10% of the total number of shares composing the share capital at the Annual General Meeting date Maximum purchase price per share: €150
Cancellation of shares	2025 General Meeting 24 th resolution	26 months (August 2027)	10% of the share capital per 24-month period

^(a) Maximum nominal amount of debt securities giving access to the share capital that may be issued capped at €1.5 billion. Global cap applicable to resolutions (A), (C), (D) and (G).

^(b) The objectives of the program are as follows: the free allocation of shares, the grant of stock options, and the allocation or sale of shares under employee savings plans or other similar plans; offsetting the potential dilutive impact of free allocation of shares, of the granting of stock options, or of subscription by employees as part of the employee savings plans or other similar plans; delivering shares upon exercise of the rights attached to securities giving access in any way, in particular through the exercise of rights attached to securities giving access to the share capital by redemption, conversion, exchange, presentation of a warrant, to the allocation of Company shares; the retention and later delivery (as payment, exchange, or otherwise) as part of external growth operations, mergers, demergers, or contributions; the management of the market of the Company share under liquidity agreements entered into with an independent investment services provider in compliance with market practices accepted by the French Financial Markets Authority; the cancellation of all or part of the shares repurchased; this program is also intended to allow the implementation of any market practice that may become authorized by the French Financial Markets Authority and, more generally, carrying out any other transaction that complies with the regulations in force. In such a case, the Company will inform its shareholders through a press release.