



SAINT-GOBAIN TO ACQUIRE THE BAILEY GROUP COMPANIES

April 3rd, 2024

BAILEY ACQUISITION HAS A COMPELLING STRATEGIC RATIONALE

Bailey acquisition is fully aligned with Saint-Gobain's strategy on light and sustainable construction

Enriches our offer of light construction products to better serve customer needs

Strengthens Group's presence in the growing Canadian construction market

**Growth-driven, highly synergistic and value-creative acquisition
for Saint-Gobain's shareholders and customers**

ACQUISITION WILL FURTHER REINFORCE A STRONG TRACK RECORD OF PROFITABLE GROWTH IN NORTH AMERICA



Complete offer for interior and exterior solutions

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SAINT-GOBAIN

US\$7.7bn sales¹

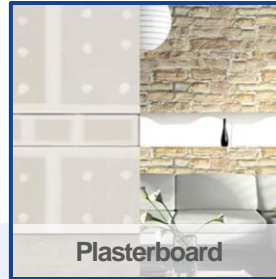
+17% sales¹ CAGR 19-23

>20% EBITDA margin

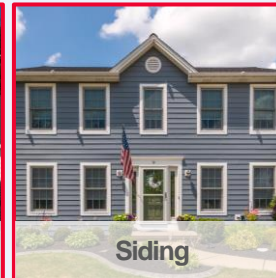
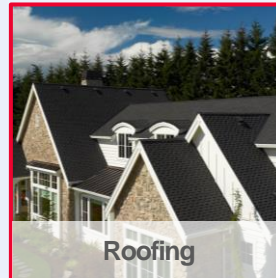
Only North American manufacturer offering full breadth of solutions for light construction

Preferred brand for contractors and homeowners, partnered with leading distribution channels

Powerful organization driving market outperformance



Interior



Exterior

A second-to-none building materials offer in North America

SAINT-GOBAIN IS A LEADER IN LIGHT CONSTRUCTION IN CANADA

Canada is a growing and profitable country for Saint-Gobain...

...Supported by strong underlying drivers



C\$1.8bn
sales¹

+32%
sales¹ CAGR 19-23

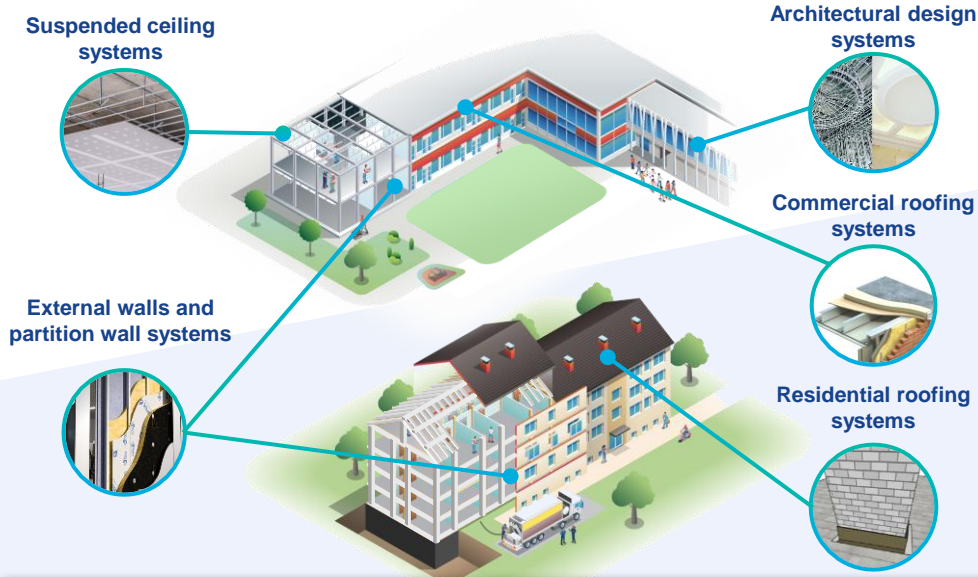
We position ourselves as a key partner for our customers

- Strong distribution channels
- Full offering & local presence
- Unique innovative & sustainable offers
Ultra low-carbon boards, high recycled content, circularity as a service

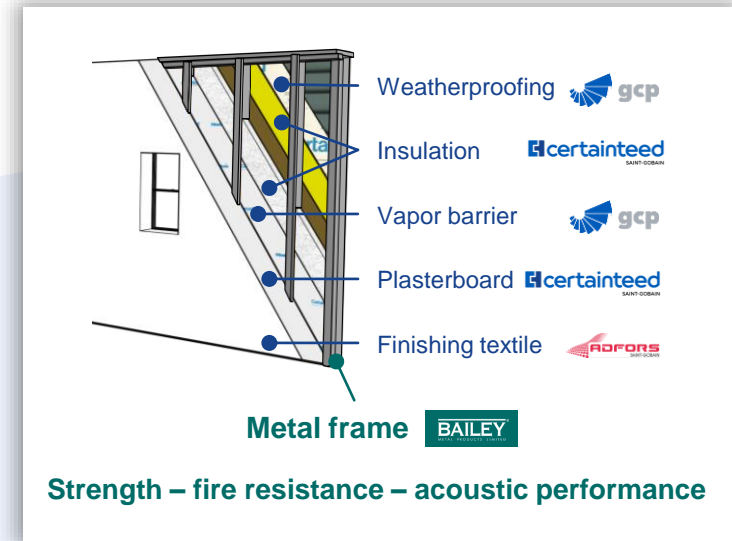
- Strong market fundamentals
>5m housing units needed² by 2030 in Canada to meet demand and restore affordability
- Population growth supports new build
X3 population growth vs. OECD average over 2023-30 (>400k/year immigration)
- Government incentives to build more and faster
C\$11bn Federal Housing Investments 2024E (x4 vs. 2018)

SAINT-GOBAIN IS ALREADY A LEADING PLAYER IN METAL FRAMES WORLDWIDE FOR THE GROWING LIGHT CONSTRUCTION SECTOR

Metal frames are key components of light construction



Metal frames fit perfectly with Saint-Gobain's system approach



More than half of Saint-Gobain countries selling metal frames, with a potential of 15-20cts of value for 1€ of plasterboard

BAILEY: A LEADING PLAYER IN METAL FRAMES IN CANADA



C\$532m
2023 Revenues

C\$91.3m
2023 EBITDA

17.2%
2023 EBITDA margin

12
Manufacturing Plants

700
Employees



Long-standing 15-year partnership in ceiling grids



A market leader and recognized brand with 75 years of history



Best-in-class customer service & logistics



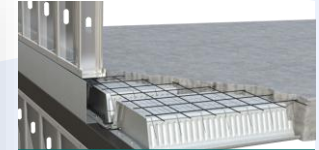
Deep technical capabilities driving superior cost efficiency



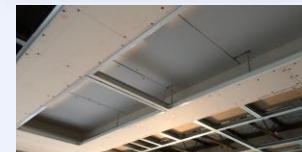
Metal procurement expertise, key to profitability



Plasterboard Framing



Flooring



Ceiling



Accessories



Panels & Cladding

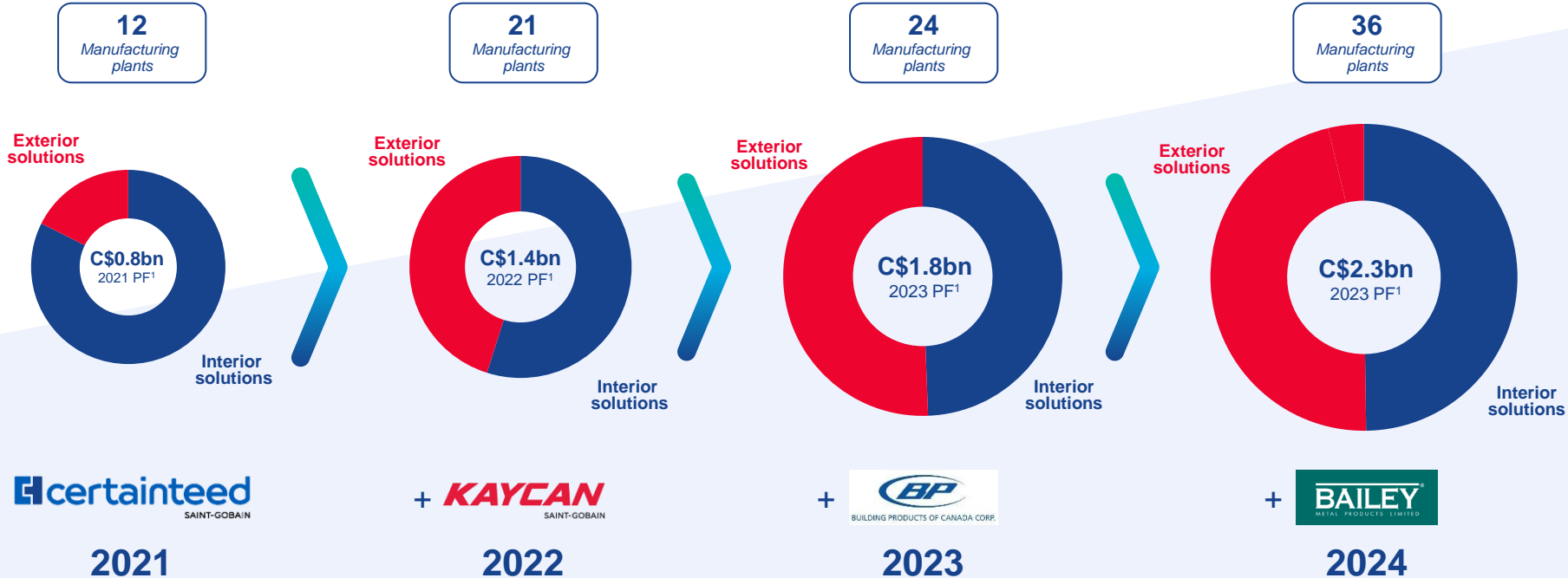


Roofing

BAILEY ACQUISITION IS A FURTHER STEP IN OUR PROFITABLE GROWTH JOURNEY IN CANADA



We have built a strong offer while tripling in size



BAILEY COMPLETES OUR OFFER FOR RESIDENTIAL AND NON-RESIDENTIAL LIGHT CONSTRUCTION IN CANADA



Wood fiber insulation

Roofing shingles

Roofing membranes

Waterproofing membranes

BAILEY
REAL PRODUCTS LIMITED

Suspended ceiling framing

Plasterboard framing

KAYCAN
SAINT-GOBAIN

Siding (vinyl, metal, engineered wood)

Accessories

certainteed
SAINT-GOBAIN

Glass wool insulation

Plasterboard

Ceilings

COMBINATION OF SAINT-GOBAIN AND BAILEY WILL UNLEASH STRONG OPERATIONAL AND COMMERCIAL SYNERGIES

Procurement

Combining Bailey and Kaycan **metal procurement** capabilities



Operations

Combining two companies' focus on **manufacturing excellence** and **metal processing**

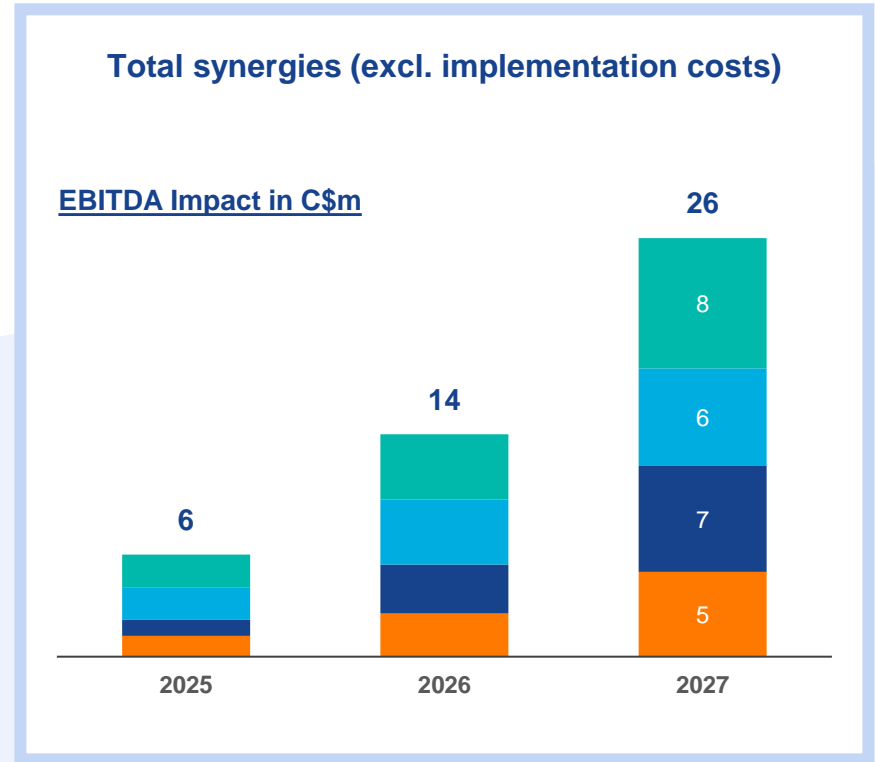


Enriched solution offer

Completing our **system offer** and leveraging common routes to market



VALUE CREATION IS SUPPORTED BY SOLID SYNERGY POTENTIAL



TRANSACTION OVERVIEW

FINANCIAL TERMS

- Enterprise Value of C\$880m (around €600m)
 - 9.6x 2023 EBITDA (C\$91.3m)
 - 7.5x including full synergies (C\$26m) by Year 3
- Value creation by Year 3
- EPS accretive from Year 1

FINANCING

- Acquisition financed fully in cash
- Limited impact on net debt/EBITDA, with leverage remaining below the target set (1.5x to 2.0x), including the recently announced CSR Limited acquisition

TRANSACTION PROCESS

- Share purchase agreement signed
- Closing expected in H2 2024, subject to customary conditions

A FURTHER STEP TO STRENGTHEN SAINT-GOBAIN'S LEADERSHIP IN LIGHT & SUSTAINABLE CONSTRUCTION IN CANADA



**A leading player for growth in
light construction in Canada**



**Further strengthen Group
presence and success in
North America**



**Very solid team to deliver
strong value creation**

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