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Capgemini launches its eleventh Employee Share Ownership Plan

Paris, September 11, 2024 – Capgemini announces the launch of its eleventh Employee Share Ownership Plan (ESOP).

This new employee share ownership plan is offered to approximately 97% of the employees and is part of the Group's policy to associate all employees with its development and performance. This ESOP will be implemented through a capital increase reserved for the Capgemini employees for a maximum of 2,700,000 shares (i.e. 1.56% of outstanding shares). As the 2019 ESOP reaches its term at the end of the year, this eleventh plan will help maintain employee shareholding at around 8% of Capgemini SE's share capital.

As in 2023, the Board of Directors of Capgemini SE at its meeting of June 12 and 13, 2024 decided to authorize a dedicated share buyback envelope. This envelope could be used within the next 12 months¹ to neutralize all or part of the dilutive effect of this capital increase.

According to the planned schedule, the reservation period will be opened from September 12 to October 1, 2024 (inclusive) and will be followed by a subscription/revocation period from November 12 to November 14, 2024 (inclusive). The subscription price of the new shares will be set on November 7, 2024 and the capital increase will be completed on December 19, 2024.

Employees will be able to subscribe to Capgemini shares within the framework of subscription leveraged and guaranteed formulas. These formulas will ensure that employees will be safeguarded against any potential loss during the period when the shares are non-tradable. The voting rights will be exercised by the holders who – depending on the formula and the context – will be an FCPE (*Fonds Commun de Placement d'Entreprise*), the employees via direct shareholding and/or the financial institution structuring the offer or its counterparties.

The implementation of the leveraged guaranteed offering implies hedging transactions entered into by the financial institution structuring the offer (Crédit Agricole Corporate and Investment Bank), on market or off-market, through purchases and/or sales of shares, purchase of call options and/or any other transactions, at any time, including during the Reference Price² fixing period, i.e. from October 10 to November 6, 2024, and over the entire course of the plan, i.e. until December 19, 2029.

¹ As from June 13, 2024, subject to renewal by the Shareholders' Meeting of the share buyback authorization currently in force.

² The Reference Price corresponds, in accordance with the provisions of Article L.3332-19 of the French Labor Code, to the arithmetic average of the volume-weighted average daily trading prices of Capgemini SE shares on Compartment A of Euronext Paris over the 20 trading days preceding the setting of the subscription price.



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More generally, the offering will only be conducted in countries where all required filing procedures and/or notifications have been completed and the required authorizations have been obtained.

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Capgemini is a global business and technology transformation partner, helping organisations to accelerate their dual transition to a digital and sustainable world while creating tangible impact for enterprises and society. It is a responsible and diverse group of 340,000 team members in more than 50 countries. With its strong over 55-year heritage, Capgemini is trusted by its clients to unlock the value of technology to address the entire breadth of their business needs. It delivers end-to-end services and solutions leveraging strengths from strategy and design to engineering, all fuelled by its market-leading capabilities in AI, cloud and data, combined with its deep industry expertise and partner ecosystem. The Group reported 2023 global revenues of €22.5 billion.

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