

CAPGEMINI EMPLOYEE SHARE OWNERSHIP PLAN LOCAL SUPPLEMENT FOR SINGAPORE



You have been invited to invest in shares of Capgemini SE in the Capgemini Group employee share ownership plan, 2023 ESOP. You will find below a brief summary of the local offering information and principal tax consequences relating to the offering. For a more complete description of the offering, please refer to the employee brochure provided to you together with this Local Supplement and to the regulations and Key Information Document of the "ESOP Leverage P 2023" compartment of the "ESOP CAPGEMINI" FCPE, available on the intranet site dedicated to the Offering.

Local Offering Information

Eligibility

All current employees of Capgemini Singapore, in each case subject to a minimum employment condition of three months since January 1, 2022, up to the last day of the revocation period (November 15, 2023), employed for at least one day between November 13, 2023 to November 15, 2023.

Reservation and Revocation Periods

The reservation period starts on September 15, 2023 and lasts until October 4, 2023 (inclusive). During the reservation period, you will be able to submit your orders to subscribe Capgemini SE shares through an FCPE. During the reservation period you can place an order for maximum 2.5% of your estimated gross salary over 2023. The estimated gross salary will be calculated taking into account both your fixed salary and your variable salary. If the amount of your subscription exceeds this, your subscription may automatically be reduced to 2.5% of the estimated gross annual salary that you will receive in 2023.

The revocation period starts on November 13, 2023, and lasts until November 15, 2023 (inclusive). During the revocation period, you may revoke your order, in its entirety only, if you wish. During this period you can submit a subscription for maximum 0.25% of your estimated gross salary over 2023. Upon the expiration of the revocation period, outstanding orders become binding and irrevocable.

Subscription Price

The subscription price will be set by the CEO of Capgemini SE on November 10, 2023. It will be communicated to you on that day via e-mail and on the internet site dedicated to the ESOP.

It is to be noted that the Capgemini SE shares which you will be subscribing for are denominated in Euro, but you will be making payment for the Capgemini SE shares in Singapore Dollars. Consequently, for purposes of your subscription, the amount of your payment in Singapore Dollars will be converted using the exchange rate that will have been communicated to you prior to the revocation period. During the life of your investment, the value of the Capgemini SE shares subscribed through the FCPE will be affected by fluctuations in the currency exchange rate between the Euro and the Singapore Dollar. As a result, if the value of the Euro strengthens relative to the Singapore Dollar, the value of the shares expressed in local currency will increase. On the other hand, if the value of the Euro weakens relative to the Singapore Dollar, the value of the shares and the guarantee of the Euro value of your personal contribution expressed in Singapore Dollars will decrease.

Method of Payment – What are the payment methods available for my subscription?

The Singapore employer will first pay the subscription price on your behalf and subsequently deduct such subscription price from your salary in equal monthly instalments over no fewer than three months. Each such instalment will not exceed more than 25% of your salary due for that month. The first deduction will be made for the month of December in 2023.

Securities Notices

“The Shares of Capgemini SE or the Units in the FCPE may not be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than pursuant to, and in accordance with the conditions of, an exemption under any provision of Subdivision (4) of Division 1 or Division 2 (as the case may be) of Part 13 of the Securities and Futures Act 2001.”

“The Shares of Capgemini SE are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

The units in the Leveraged Plan compartment of the FCPE are capital markets products other than prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Specified Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products)”.

Early Exit Events - In which cases may I ask for an early redemption?

In consideration of the benefits granted under this offering, your investment must be held for a period ending on December 19, 2028, except in the case of early exit events listed below:

- (i) Termination of the employment contract;
- (ii) Disability of the employee; and
- (iii) Death of the employee.

In these circumstances you (or your personal representatives) would need to request an early redemption as this would not be automatic.

Attention is drawn to the fact that a change of employer, where the new employer is an entity participating to ESOP in a country under the same structure as Singapore, i.e. the FCPE's « ESOP Leverage P » compartments, shall not constitute an early exit case. On the other hand, a change of employer, where the employer is an entity participating to ESOP in a country under a different structure, or to a non-participating country, may constitute, upon Capgemini's decision, an early exit case.

These early exit events are defined by French law and must be interpreted and applied in a manner consistent with French law. You should not conclude that an early exit event is available unless you have described your specific case to your employer and your employer has confirmed that it applies to your situation, upon your providing of the requisite supporting documentation.

Early redemption may also be possible upon Capgemini SE's decision if the legal entity that employs you ceases to be a Capgemini SE subsidiary.

Redemption at full term

Once your investment becomes available for redemption you will be informed of this availability and you may request a redemption of your investment in cash or you may continue to hold the value of your investment (but without any further leveraged effect) in a new fund which invests in Capgemini SE shares.

Labor Law Disclaimer

Please note that this offering is provided to you by the French company Capgemini, not by your local employer. The decision to include a beneficiary in this or any future offering is taken by Capgemini in its sole discretion. The offering does not form part of your employment agreement and does not amend or supplement such agreement. Participation in the offering does not entitle you to future benefits or payments of a similar nature or value, and does not entitle you to any compensation in the event that you lose your rights under the offering as a result of the termination of your employment. Benefits or payments that you may receive or be eligible for under the offering will not be taken into consideration in determining the amount of any future benefits, payments or other entitlements that may be due to you (including in cases of termination of employment).

Tax Information for Employees

This summary sets forth general principles that are expected to apply to employees who are resident in Singapore for the purposes of the tax laws of Singapore. For definitive advice, employees should consult their own tax advisors regarding the tax consequences of subscribing to Capgemini SE shares through the compartment "ESOP LEVERAGE P 2023" of the Fonds Commun de Placement d'Entreprise ("FCPE") "ESOP CAPGEMINI" in this offering.

This summary is given for informational purposes only and should not be relied upon as being either complete or conclusive.

The tax consequences listed below are described in accordance with Singapore and certain French tax law and tax practices, all of which are applicable in June 2023. These laws and practices may change over time.

Upon Subscription

I. Will I be required to pay any tax or social security charges at the moment of subscription?

No. You will not be subject to tax or required to make Central Provident Fund ("CPF") contributions at the time of the subscription.

II. Will the interest-free advance payment be taxable?

Generally, the amount of an interest-free or reduced interest loan provided by a Singapore employer to an employee would be regarded as an employment benefit subject to income tax. However, pursuant to an administrative concession announced by the Inland Revenue Authority of Singapore ("IRAS") and given the similar terms and the broad-based nature of the above financing and offering extended to Capgemini group employees in Singapore, any benefits from the grant of such interest-free loans to you should be exempt from tax, on the basis that you do not have substantial shareholdings in or control or influence over your Singapore employer by virtue of your shareholdings or otherwise.

During the life of the Plan

III. Will I be required to pay any tax or social security charges on dividends?

Under the ESOP offering, pursuant to the swap agreement, for all dividends received by the FCPE an equal amount is paid to the bank. Therefore, you do not benefit from dividends paid, if any, to the FCPE "ESOP Capgemini".

(i) Taxation in France

In the absence of a distribution to employees by the FCPE "ESOP CAPGEMINI" of the dividends received from Capgemini, no withholding tax will be levied in France.

(ii) Taxation in Singapore

In the absence of a distribution to employees by the FCPE ESOP CAPGEMINI of the dividends received from Capgemini (which are to be paid to the bank as mentioned above), no Singapore tax will be levied on you. In addition, foreign-sourced income (including foreign dividends) received in Singapore by a Singapore resident individual, other than through a partnership in Singapore, is exempt from Singapore tax.

IV. Will I be required to pay any wealth tax on the units I own?

No.

V. What are my reporting obligations with respect to the subscription, holding and redemption of the FCPE units as well as the payment of dividends, as applicable?

For income tax purposes, you have to declare the gains in respect of your units (please refer to paragraph VI below) in your annual income tax return. Generally, you have to declare the relevant amounts in your income tax return for the year of assessment in the basis period for which (i) the 5-year lock-up period ends; or (ii) you exercise your right of early exit following an early exit event, whichever is the earlier. The IRAS will then subsequently assess you on such income. Your employer will also include the relevant amounts in the Form IR8A (Return of Employee's Remuneration) given to you or will arrange for such information to be transmitted directly to the IRAS electronically under the Auto-Inclusion Scheme for Employment Income.

Upon redemption

VI. Will I be required to pay any tax or social security charges when, at the end of the lock-up period (or in the event of an authorized early exit event), I ask the FCPE to redeem my units for cash?

(i) Taxation in France

You will not be subject to income taxes in France on the gain, if any, realized on the redemption of your units.

(ii) Taxation in Singapore

Based on a tax ruling requested for and issued by the IRAS with respect to the Employee Share Offering 2018 (the “**Tax Ruling**”), the IRAS has confirmed that they are prepared to tax an employee on the basis of the guaranteed amount received under such plan less his or her personal contribution, upon the expiry of the 5-year lock-up period or where an election is made upon an applicable early exit event. As the terms of the Employee Share Offering 2023 are similar to those of the Employee Share Offering 2018, the tax treatment as set out in the Tax Ruling is expected to apply to the Employee Share Offering 2023 as well.

If you are neither a Singapore citizen nor a Singapore Permanent Resident, or you are a Singapore Permanent Resident leaving Singapore permanently, you may become subject to tax on the gains in respect of your units earlier than would normally be the case if you should cease employment with the company for which you are exercising employment when the rights to subscribe the units were granted to you. Please contact your human resource department for further information.

CPF contributions will not be payable by you or your employer in Singapore in respect of the gains in respect of your units.

Tax or social security charges that may be applicable if my assets are transferred from the “ESOP LEVERAGE P 2023” compartment to another compartment, if I do not choose immediately to redeem my investment upon the expiration of the lock-up period.

There will be no additional tax or CPF contributions payable by you or your employer in Singapore in respect of such transfer or when you ask for the subsequent redemption of your units in the other FCPE, assuming you are holding such units for investment and not trading purposes.