

VERALLIA INTERNATIONAL GROUP SAVINGS PLAN 2024 EMPLOYEE SHARE OFFERING

SUBSCRIPTION FORM FOR THE UNITED KINGDOM

To be submitted online (<u>www. 2024.verallia.com</u>) or to be returned to the Human Resources Department no later than 17 May 2024

Mr. / Ms
Full Name
Date of birth
Address
City
Company
Site
National Insurance number
I hereby request to subscribe shares of Verallia S.A., a company incorporated in France ("Verallia"), within the capital increase reserved for employees of the Verallia Group, under the Verallia Employee Share Offering for 2024 (the "Offering"). I understand that, by participating in the capital increase, I will subscribe shares of Verallia through the FCPE "VERALLIA RELAIS".
2024" and the Verallia International Group Savings Plan (the " <u>IGSP</u> "). My investment will be locked-up in the plan for a period of five years, up to 1 June 2029, unless I become eligible for an early exit event, as described in the Information Brochure and in the Local Supplement.
The FCPE "VERALLIA RELAIS 2024" will be merged with the FCPE "VERALLIA" after the date of the capital increase, in accordance with the approval of the French Financial Market Authority ("AMF"), and the approval of the FCPE's supervisory board.
I, the undersigned, hereby authorize the management company of the FCPE to subscribe, in my name and on my behalf, within the limits indicated below, Verallia shares through the FCPE:
I choose to invest in this Offering, through a voluntary and personal payment, for the total amount of (which must be equal to or greater than the pounds sterling equivalent of $\{50.00\}$:
£ _
I opt to pay the amount indicated above by bank transfer to the following bank account:*
Account Name: Verallia UK Limited (Dep)
Sort Code: 12-08-83
Account Number: 06003853

*For your subscription to be considered valid, your payment must be received and you must enclose proof that it was made by 14 June 2024. Please include your payroll/clock number as your payment reference.

I hereby declare that the total amount of my investment in the Offering does not exceed 25% of my estimated gross annual salary for 2024 (excluding the employer matching contribution). I understand that the Information Brochure contains more detail on what to include in my estimated gross annual compensation for 2024 and that if I work a variable number of hours, I can use the number of hours worked in 2023 to estimate the number of hours I will work in 2024.

This paper subscription form shall be returned to my Human Resources Department in scanned copy to the following email address: hradmin@verallia.co.uk, or in paper version to my HR department at my place of work, before the end of the subscription period. I understand that my subscription is irrevocable following the end of the subscription period.

I declare that I have read and understood the representations and undertakings set forth on the back of this form, as well as the information contained in all other documents related to the Offering, including but not limited to the Information Brochure, Key Information Document (the "KID") and Local Supplement, and I agree to be bound by such terms and conditions, and hereby state that I subscribe to this Offering on the basis of such information.

Signed in:	Date:
Signature (preceded by the following statement: "read and approved"):	

REPRESENTATIONS AND UNDERTAKINGS

I agree to subscribe Verallia shares through the FCPE VERALLIA RELAIS 2024. This FCPE is to merge into the FCPE VERALLIA, subject to the FCPE's supervisory board decision and the AMF's approval. I confirm that I was provided with the subscription price before the beginning of the subscription period. I understand that my subscription will be matched under the conditions indicated in the Information Brochure.

I acknowledge that the Offering is a private offer of shares limited to eligible employees of Verallia's subsidiaries in the UK. Verallia's shares cannot be offered or sold in the UK, except in circumstances that do not constitute a public offer or unauthorized distribution of securities in the UK. I have consulted with my own legal counsel and financial advisors and/or made my own assessment of the legal and tax impacts and the risks of investing in the units of the VERALLIA FCPE representing shares issued by Verallia. There can be no assurance that similar offers will be implemented in the future in the UK.

I acknowledge that this Offering constitutes a commercial transaction in which eligible employees may decide to participate at their sole discretion and that this investment opportunity is unrelated to such employees' performance or work activities.

My decision to participate in the Offering is entirely voluntary and will have no impact on my employment with the Verallia Group. I have not relied on any investment, tax or other advice from any member of the Verallia group or any of their officers, employees, agents or representatives and I understand that the value of shares may go down as well as up. My participation in the Offering is unrelated to and independent from my employment agreement and does not confer any rights with respect to my employment relationship, even upon termination of my employment agreement. I am aware that no material distributed or made available to me in connection with the Offering shall confer upon me any rights or prerogative with respect to future offers.

I declare that I have read and understood the information contained in the Information Brochure, in the KID of the FCPE and in the Local Supplement. The FCPE VERALLIA RELAIS 2024's regulations and the Verallia IGSP regulations are available to me on the website www.2024.verallia.com, or through my Human Resources department.

I duly acknowledge that I am bound by the terms contained in the documents referenced above and hereby state that I subscribe to this Offering on the basis of such information.

I understand that this FCPE is not open to "U.S. Persons" and certify in this context that I am not a US resident. I have noted that further information about this restriction is available in the FCPE regulations as well as on the management company's website: www.amundi.com.

My investment will be locked-up in the Verallia IGSP for a period of 5 (five) years, up to 1 June 2029, unless I become eligible for an early exit event, as described in the Information Brochure and in the Local Supplement.

I have been informed of the subscription price of one Verallia share, which is equal to the average of the opening price of the Verallia shares over the 20 trading days preceding the date in which the subscription price has been set (being 2 May 2024), less a 15% discount.

Verallia shares are listed on Euronext Paris, therefore I am aware that my investment will be held in Euros. For the purposes of making my investment, the amount of my payment in Pounds Sterling will be converted into Euros by my employer. The exchange rate used to determine the amount of my investment in Euros was determined by Verallia prior to the beginning of the subscription period. Any variation between the exchange rate established by Verallia prior to the beginning of the subscription period and the exchange rate in effect on the date of the actual remittance of funds abroad will not affect the amount of my investment.

During the life of my investment, the value of my assets will be affected by fluctuations in the currency exchange rate between the Euro and the Pound. As a result, if the value of the Euro strengthens relative to the Pound, the value of my assets expressed in Pounds Sterling

will increase. On the other hand, if the value of the Euro weakens relative to the Pound, the value of the assets expressed in Pounds Sterling will decrease.

Given the concentration of risks in the VERALLIA FCPE portfolio in shares of a single company, the AMF recommends that employees assess their own need to diversify the overall risks associated with their financial savings. I understand that I am exposed to a risk of loss on my investment.

I have noted that the amount of my subscription to the FCPE may be reduced under the conditions indicated in the Information Brochure, which was provided to me.

Any dividends paid with respect to the Verallia shares will be paid to the VERALLIA FCPE and will be automatically reinvested by the FCPE, on my behalf, in additional Verallia shares.

I have noted that in case of default of my payment, the amount owed by me may be deducted from the redemption proceeds of my FCPE units. I irrevocably authorize, in case of default of my payment, my employer or the FCPE account keeper to redeem, without prior notice, all of my FCPE units in accordance with the applicable regulations, and to use the proceeds for the full payment of any amounts owed by me with respect to the Offering.

If the proceeds arising from the redemption of my FCPE units are insufficient to cover the amounts owed by me under the Offering, I will still owe the outstanding amounts to my employer. In addition, my employer reserves the right to take legal action against me in order to recover such unpaid sums.

Taxation

I have read and understood the notes on taxation which apply to UK resident employees.

Note: The next three paragraphs set out the text of the "restricted securities" election that you are required to enter into as a term of the Offering (and follows the wording of HM Revenue & Customs' standard form of election).

I agree with the subsidiary company of the Verallia group with which I have my contract of employment (my "employer") that, pursuant to section 431(1) of the Income Tax (Earnings and Pensions) Act 2003 ("ITEPA"), all of the Verallia shares which are acquired by the FCPE and represented by FCPE units in my name and on my behalf pursuant to this Subscription Form (which are employment-related restricted securities by reason of section 423 of ITEPA), and their market value, will be treated as if they are not restricted securities for the relevant tax and National Insurance purposes and that sections 425 to 430 of ITEPA do not apply.

Should the value of the securities fall following their acquisition, it is possible that income tax and National Insurance contributions (where the securities are Readily Convertible Assets) that would have arisen because of any future chargeable event (in the absence of an election) may be less than the income tax/National Insurance due by reason of this election. There is no income tax/National Insurance relief available should this be the case.

The above election shall form Part A of a Joint Election and shall become irrevocable upon the acquisition of the securities to which this election relates. In signing this Subscription Form (which incorporates the above joint election) I agree to be bound by its terms as stated above.

I hereby authorise Verallia and/or my employer to deduct from my pay any tax, National Insurance (or similar) contributions which may be due in relation to the acquisition, holding or disposal of FCPE units and/or Verallia shares acquired pursuant to this Subscription Form (the "<u>Tax Liability</u>"). If my pay is insufficient to enable Verallia and/or my employer to deduct the full amount of the Tax Liability I agree to meet the Tax Liability due in full by cheque (or any other means specified by Verallia or my employer) within 7 days of notification of the Tax Liability by Verallia or my employer. As an alternative to a deduction from pay and/or remittance by cheque (or

other specified method), I agree that Verallia and/or my employer may arrange for a withholding from my investment (including upon redemption) of a sufficient amount to cover my Tax Liability.

I agree that, following a redemption of my investment, the proceeds of redemption will be remitted to my employer or another member of the Verallia group as my agent in order that my Tax Liability or any amounts owing to my employer may be deducted from such redemption proceeds and, following such deduction, agree that the remaining proceeds will be transferred to me.

Data Protection

This subscription form is subject to the Act of 6 January 1978 on Data Processing, Data Files and Individual Liberties, the General Data Protection Regulation (European Regulation nº 2016/679) (the "<u>EU GDPR</u>"), and the UK General Data Protection Regulation (the "<u>UK</u> GDPR"), and the UK Data Protection Act 2018.

I am aware of the use, storage, collection, and transfer of my personal data provided in this form for the purpose of international electronic data processing by:

- **VERALLIA**, as controller of the Offering; and
- Amundi ESR, as controller of the collection and centralization of subscriptions and account holder of the FCPE.

The legal basis for this processing is that it is necessary for the execution of the investment contract (*i.e.* this subscription request). All the data requested in this form are necessary for me to participate in the Offering and the capital increase. If I do not provide some of these data, my subscription request may not be taken into account. These data will be used for the processing of my subscription request and the management of my investment until the redemption of my FCPE units.

My personal data will be kept for data processing purposes for the time necessary for the implementation of the capital increase and for the management of the Verallia IGSP, at least until the redemption of all of the units I hold in the FCPE, and subsequently for archiving purposes until the expiry of the limitation period, unless I exercise my right of withdrawal.

I acknowledge that I may exercise a right of access, modification or rectification concerning my personal data. I have noted that I also have, within the limits of applicable legislation, a right to portability and deletion of my data and to limitation of the processing of my data. I can also provide Verallia with instructions for the use of my data in the event of my death. I can exercise these rights by contacting Verallia – Tour Carpe diem, 31 place des Corolles, Esplanade Nord, 92400 Courbevoie, France or Amundi ESR - Service Contrôle Interne et Conformité - 26956 Valence Cedex 9.

I have noted that the Data Protection Officer of Amundi ESR can be contacted at the following address: dpeed-amundi.com.

I have the right to file a complaint with the competent authority, concerning the protection of my personal data.

I declare that I will keep a copy of this subscription form for my personal records.

I understand and acknowledge that the terms of my participation in the Offering are governed by French law.