

Additional information on the 9th resolution presented to the Shareholders' Meeting of May 16, 2024

Meeting on February 13, 2024, the Board of Directors of Capgemini SE decided to propose to the Shareholders' Meeting of May 16, 2024 the renewal of the term of office as Director of Mr. Aiman Ezzat for a period of four years and expressed its intention to confirm Mr. Aiman Ezzat as Chief Executive Officer at the end of the Shareholders' Meeting.

At this time, the Board of Directors wished to propose a new Chief Executive Officer compensation policy to shareholders in the ninth resolution.

As Mr. Ezzat's fixed compensation, determined in 2020 on his initial appointment, has not been modified in the past four years in accordance with the rules set out in the AFEP MEDEF Governance Code and market best practices, the Board of Directors considered this renewal of his term of office to be the appropriate time to review the positioning of the Chief Executive Officer's fixed compensation. Furthermore, as for his first term of office, if approved by shareholders' vote, the new proposed compensation will remain unchanged throughout his second term of office.

The Board of Directors' proposal is founded first and foremost on the financial performance of the Capgemini group during this first term of office, marked by strong revenue growth (+59%) and a +72% improvement in the operating margin, while asserting itself as an ethical company concerned by its corporate responsibility.

This proposal was also developed based on a market analysis focused **solely** on CAC40 companies, which the Board considered to be the most appropriate benchmark. Data relating to non-French technology companies (European, North American and Indian) was brought to the Board of Directors' attention to provide insight into international practices in the sector and the Group's main competitors, but was not included in determining the Chief Executive Officer's compensation. The Board considered that this would have led to the compensation being positioned too high in relation to the benchmark French market.

The competitive analysis focusing on the CAC40 showed Mr. Ezzat's fixed compensation to be 20% below the median compensation of the CAC 40 for 2023 and that his actual total compensation was -13% below the median. In a highly competitive market, the Board of Directors decided to position Mr. Ezzat's new fixed compensation from 2024 in line with the CAC40 median, consistent with the Company's market capitalization. The overall compensation structure remains unchanged. The fixed compensation proposed to shareholders for vote is therefore marginally (+4%) above the CAC 40 median for 2023. Based on the historic performance of the Chief Executive Officer's variable compensation, the total compensation targeted by the Board of Directors for the new term of office would therefore be approximately 10% above the CAC40 median for 2023. It is recalled that this proposal will remain unchanged for the next four years of Mr. Ezzat's new term of office as Chief Executive Officer.

The Board of Directors also ensured, in the interest of fairness, that the proposed increase was consistent with salary increases in the Group over the period. Finally, preliminary work on the Group's ten main countries of activity, representing 85% of the workforce at the end of 2023, confirmed that 100% of employees in this scope were paid a decent wage by reference to the database of an external player reputed for this type of data. This review will be continued in 2024 for the Group's entire workforce.