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Launch of a seventh Employee Share Ownership Plan

Paris, September 16, 2020 – Capgemini announces the launch of a seventh Employee Share Ownership Plan (ESOP).

The new employee share ownership plan is offered to approximately 96% of the employees and is part of the Group's policy to associate all employees with its development and performance. The employee shareholding resulting from previous ESOPs represents 5.1% of Capgemini SE's share capital. This seventh ESOP will be implemented through a capital increase reserved for the Capgemini employees for a maximum of 3,000,000 shares (i.e. 1.77% of outstanding shares), with settlement-delivery no later than December 17, 2020.

As in 2019, the Board of Directors of Capgemini SE at its meeting of June 10 and 11, 2020 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. The terms of these transactions are in accordance with the authorizations granted by the Shareholders' Meeting of May 20, 2020.

According to the planned schedule, the reservation period will be opened from September 17 to October 6, 2020 (inclusive) and will be followed by a subscription/revocation period from November 10 to November 12, 2020 (inclusive). The subscription price of the new shares will be set on November 5, 2020 and the capital increase will be completed on December 17, 2020.

Employees will be able to subscribe to Capgemini shares within the framework of subscription leveraged and guaranteed formulas. These formulas will allow employees, until the shares become available, to benefit from a guarantee on the amount invested into this plan. The voting rights will be exercised by the subscribers who – depending on the formula and the applicable country – will be an FCPE, the employees via direct shareholding and/or the financial institution structuring the offer.

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 8 to November 4, 2020, and over the entire course of the plan, i.e. until December 17, 2025.

¹ As from June 11, 2020, 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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