

Let's become shareholders in an ecological transformation

Participating in the Veolia Environnement Share Incentive Plan is simple



Sequoia 2023: Together, let's contribute to ecological transformation



Estelle Brachlianoff
CEO

More than 75,000 of us out of 179,000 eligible people chose to participate in Sequoia 2022, a subscription rate of 42%, higher than in 2021. These are unprecedented figures in the history of Veolia's employee share ownership plans.

These record figures were recorded in a pivotal year in our history, the year of our merger with Suez to build together the world's champion of ecological transformation. We are a testament to your confidence in the future of our Group and in this formidable collective project that we are carrying out.

The new look of our Group strengthens all over the world our ability to meet the challenges and needs of our customers and to work with them on the key ecological transformation that will enable to reconcile human progress with respect for the environment.

On the eve of the launch of Sequoia 2023, Veolia's employee shareholders collectively hold 6.5% of our company's capital, to be the largest shareholder. Sequoia 2023 is an opportunity to further strengthen this position, giving our company greater stability to achieve its ambitions.

In the UK you also have the option of subscribing to the Veolia Environnement Share Incentive Plan (VSIP). This is a different option to the Sequoia 2023 Secure Offer, detailed in a separate brochure with more information available at veoliasip.com.

You can choose to invest in either the VSIP or the Sequoia Secure offer (matched offer, benefiting this year from a guaranteed return), but not both.

With Sequoia 2023, let's mobilise to be the largest shareholder of the champion of ecological transformation.

Estelle Brachlianoff
CEO of Veolia

veoliasip.com

Participating in the VSIP is easy!

From 8 September to 29 September 2023, we are giving you the chance to become a Veolia shareholder by acquiring and holding shares through a dedicated Veolia Environnement Share Incentive Plan (VSIP).

VSIP 2023 AT A GLANCE

- Invest and Veolia will match your contribution up to £250 to receive free Matching Shares
- Invest and get tax savings on your investment
- Spread your investment between November 2023 and March 2024
- Hold your shares for five years and you can then keep, sell or transfer them with no income tax and National Insurance Contributions (NICs) to pay
- Closing date: 29 September 2023
- Shares purchased: April 2024

BENEFITS OF TAKING PART

- **Get free Matching Shares:** Veolia will match the number of shares you buy up to the value of £250
- **Tax and NICs savings:** the amount you invest will be deducted from your gross pay, so you benefit by not paying income tax and NICs on this amount
- **Spread your investment:** your investment is taken from your pay over five months, helping to spread the cost
- **Costs paid by Veolia:** Veolia pays the charges associated with buying the shares
- **Dividends paid to you:** once Partnership and Matching Shares have been awarded, you now have the choice on how to receive any future dividends from Veolia. As well as the option to receive dividends in cash, Veolia also gives you the option to have any dividends reinvested as additional shares (known as 'Dividend Shares') that will be held in the VSIP. If dividends are paid in cash, they are subject to French tax laws. When you subscribe, you can choose whether to take dividends as Dividend Shares or as cash - see the section 'Participating is simple' on page 8.

How it works

The shares that you purchase are called Partnership Shares, and the free shares that you receive from Veolia are called Matching Shares. The VSIP is designed for investing over at least five years.

Can I join the VSIP?

You can join if both the statements below apply:

- You have a contract of employment with a participating Veolia UK company
- You were employed by Veolia on or before 14 August 2023



When can I invest?

Deductions will be taken from every payday from 1 November 2023 to 31 March 2024.

This allows those on weekly, four-weekly and monthly payrolls to spread the cost and make it easier to invest.

How much can I invest?

- Any amount between £3 to £90 per week for those paid weekly
- Any amount between £10 and £360 for those paid four-weekly
- Up to £360 per month for those paid monthly

Your investment must not total more than £1,800 or 10% of your pre-tax pay (whichever is lower).



What do I get from Veolia?

Veolia will match your investment up to £250 to buy Matching Shares. As an example:



£50

Your investment

+



£50

Veolia's contribution

=



£100

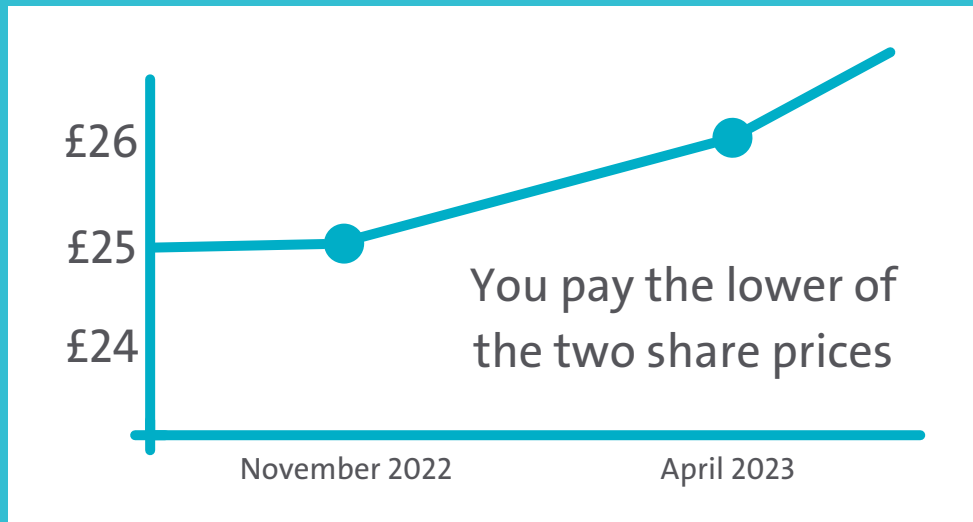
invested in Veolia
shares for you

Veolia will match the number of whole shares your contribution buys, up to the maximum value of £250. If you choose to invest the maximum amount (see page 4), then Veolia will only match up to £250.

What do I get from Veolia?

How is the share price calculated?

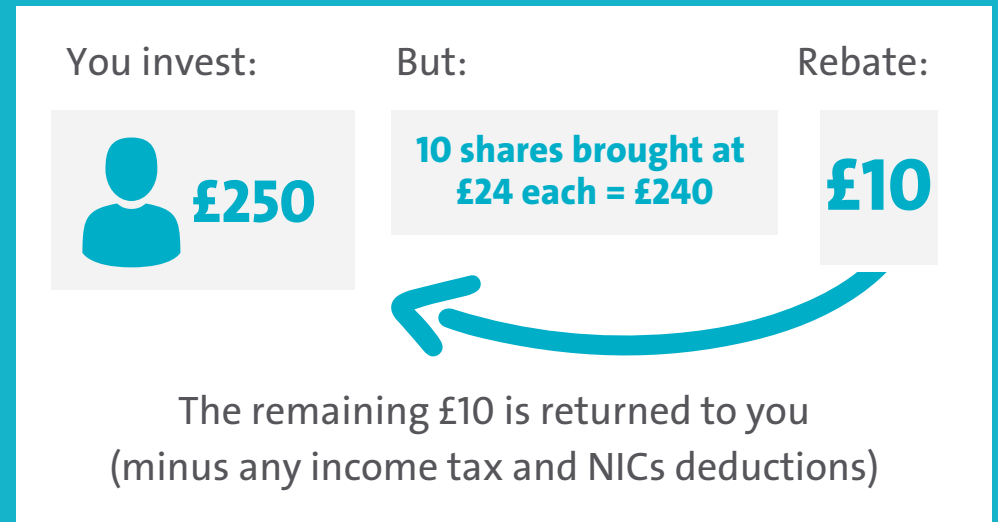
The share price will be calculated by taking the lower of either: the closing price at the beginning of the accumulation period on 1 November 2023; or the closing price on the day prior to the purchase of shares in April 2024. For example:



The share price is in euros (€) and will be converted into pound sterling (£) using the exchange rates from April 2024. You will be told the final share price in pound sterling (£) once it is known.

When are the shares bought?

The shares will be bought in April 2024 using the money deducted from your pay and the contribution from Veolia. Only whole shares are purchased - any unused balance will be returned to you via payroll, minus any income tax and NICs deductions. For example:



You will then be issued with a statement confirming how many Partnership and Matching Shares you own.

Financial benefits

The table on the right illustrates the benefits you could achieve through the matching shares from Veolia.

The example uses a share price of £25 for illustration purposes only.

Your total contribution	£50	£100	£250	£500	£750	£1,000	£1,800
Partnership Shares	2	4	10	20	30	40	72
Veolia's total contribution	£50	£100	£250	£250	£250	£250	£250
Matching Shares	2	4	10	10	10	10	10
Total shares	4	8	20	30	40	50	82

Tax and National Insurance Contributions savings

The tables below illustrate savings available through the VSIP by investing from your gross pay (before income tax, NICs and Levy deductions). These calculations are based upon income tax and employee NICs rates for 2023/2023 and are only a guide.

Scottish taxation

If you are a Scottish taxpayer (that is, your main residence is in Scotland), different rates of income tax apply, therefore giving slightly different levels of VSIP tax savings. However, the 20% rate below should be taken as a close approximation for the Scottish 19% / 20% / 21% rates. The 40% rate opposite can also be taken as a close approximation for the Scottish 41% rate.

Please note that slightly higher VSIP tax savings will be made by those who are 21% and 41% taxpayers.

Monthly Investment	Total investment in 5 month period	Total value of shares including Veolia contribution	20% tax payer				40% tax payer			
			NI saving at 12%	Tax saving at 20%	Effective tax saving	Net cost of the shares	NI saving at 2%	Tax saving at 40%	Effective tax saving	Net cost of the shares
£10	£50	£100	£6	£10	£16	£34	£1	£20	£21	£29
£20	£100	£200	£12	£20	£32	£68	£2	£30	£42	£58
£50	£250	£500	£30	£50	£80	£170	£5	£100	£105	£145
£70	£350	£600	£42	£70	£112	£238	£7	£140	£147	£203
£100	£500	£750	£60	£100	£160	£340	£10	£200	£210	£290
£150	£750	£1,000	£90	£150	£240	£510	£15	£300	£315	£435
£200	£1,000	£1,250	£120	£200	£320	£680	£20	£400	£420	£580
£360	£1,800	£2,050	£216	£360	£576	£1,224	£36	£720	£756	£1,044

These tables are intended to give a generic income tax and NICs saving position only. The actual cost to you will depend on the number of whole shares purchased in April 2024 and any unused balance returned to you as explained on page 6.

As these illustrations show, significant financial benefits can be realised from not paying income tax or NICs on the amount you can afford to invest. This, combined with Veolia's contribution, provides an opportunity to invest on preferential terms into the VSIP.

Participating is simple

Please see page 9 for guidance on applying via text or phone

Apply online

New to VSIP online?

First, you'll need to register for an account on the Equiniti Limited (EQ) Employee Share Plans (ESP) Portal. To do this, you'll need your EQ account number and some personal information (see below). If you have a Veolia email address, you will receive this account number by email. If you are a Cloud ID user, you will receive this number in a letter to your registered postal address.

When you have your account number, go to veoliasip.com and complete these registration steps:

- You will need to provide an email address for EQ to send confirmation of your ESP portal transactions
- For security, you will need to create a strong password and answers to three memorable questions
- Select your preferred method of receiving communications from EQ
- By clicking **register now**, you are accepting the terms and conditions of this service.

After completing the above steps, you can begin the application process of subscribing to the share scheme by clicking on **Apply for VSIP** under the 'I want to...' section.

Please note: once you have registered your account, you will also receive an Activation Code (either by email or to your registered postal address if you are a Cloud ID user). This code will grant you full access to the ESP Portal features (such as selling your shares in the future). However it is not needed to apply for the VSIP.

Already have a VSIP online account?

If you have an existing Shareview account (online access to view share investments) you will be able to log into the website using the same details. If you have previously participated in a VSIP, those shares will also be visible all in one place online.

Starting your application for 2023

Once you've set up your account, you'll have the opportunity to change or update your contact details.

You'll then proceed to the **Apply for Partnership Shares** webpage where you can input the amount you want to contribute to VSIP for 2023.

Where it asks for your regular payment, please enter the amount you wish to be deducted from your salary every month for the next five months.

For example, if you wish to contribute £250 (not including any company match), you should enter £50 in the **regular payment** field:

November		December		January		February		March		
£50	+	£50	+	£50	+	£50	+	£50	=	£250

This would result in a £250 personal contribution. You will then get the choice to receive any dividends in cash payment (requiring you to input your bank details) or through shares.

A final page will outline **your application summary** where you can check the above information. Once this is confirmed, you'll receive an email outlining your subscription to VSIP.

Participating is simple

Please see page 8 for guidance on applying online

Apply by text message

Submit the following text message to 84247:

- VEOLIASIP (space)
- Your EQ account number (space)
- Your date of birth laid out like this: DDMMYYYY (space)
- The amount you want to save per pay period (in whole pounds only) (space)
- Enter how you want any dividends invested: either 'CASH' or 'SHARES' (space)
- Enter how frequently you are paid (i.e. 1WEEK for weekly, 4WEEK for every four weeks, or MONTH if you are paid monthly)
- Send to 84247.

As an example: if you are paid weekly and want to invest £10 per week and want to receive any dividends as shares, your text message would read:

VEOLIASIP [your EQ account number] [your date of birth] 10 SHARES 1WEEK

How do I know that EQ has received my text application?

You will receive a text confirming the details. Please review and save this text until you receive your welcome letter in the post.

Apply by telephone

- Call EQ on +44 (0) 371 384 2836
- Give your EQ account number
- Give your date of birth
- Confirm the amount you want to save per pay period (in whole pounds only). This will be deducted on a weekly, four-weekly or monthly basis for the entire deduction period.
- Confirm whether you would like to receive any dividends as cash or shares
- You will receive a reference number at the end of the call



Can I withdraw my shares?

You can withdraw your shares at any time. The effect of withdrawing your shares depends upon how long you have held them. If you are leaving Veolia, your reason for leaving may also affect how you can withdraw your shares.

- If your employment ends due to redundancy, retirement, injury, death, disability or transfer of employment (TUPE), you or your beneficiaries will receive all your shares with no income tax or NICs to pay.
- If you were to leave Veolia for any other reason or simply choose to withdraw your shares (if you have held them for less than five years), then the effect would be as shown in the table to the right:

Share Type	Within 3 years	Between 3-5 years
Partnership Shares	Income tax and NICs payable on the market value at the date of withdrawal.	Income tax and NICs payable on the lower of either market value at the date of purchase or withdrawal.
Matching Shares	Shares will be forfeited.	Shares will be forfeited.

Withdrawal after five years

If after five years you leave Veolia for any reason, or withdraw your shares, you can keep all of the shares and will not pay income tax or NICs on your shares.



What are the risks?

As with any shares, the value of the shares you own may go down as well as up, and you may not receive back the full amount that you invested. Veolia is listed on the Paris Stock Exchange (the Bourse) and investing overseas carries an exchange rate risk between the euro (€) and the pound (£).

If you are in any doubt as to whether this kind of investment is appropriate for your individual circumstances, you should consult an independent financial advisor (IFA). Veolia or EQ are not able to provide you with investment advice.

You may have to pay income tax, and NICs if you do not keep your shares in the VSIP for the whole of the tax-free qualifying period of five years - that's until April 2029.

Answering your questions

Q. Do I have to join straight away?

A. Yes, the only opportunity to join the VSIP this year is during the subscription period from 8 September to 29 September 2023.

Q. Are there age limits that would prevent me from joining the VSIP?

A. There is no upper age limit for joining the VSIP but you must be at least 16.

Q. Are there any terms and conditions regarding the VSIP?

A. Yes, please ensure that you read and accept the terms and conditions which are available online at veoliasip.com.

Q. What happens if I am on maternity leave or sick during the five month deduction period?

A. You can continue to pay into the VSIP providing that your pay is more than the amount you want to invest each pay period. As contributions must come from pre-tax pay, you cannot make any special arrangements if you are not being paid. Deductions cannot be taken from statutory maternity, paternity or adoption pay, or from statutory sick pay.

Q. If I need to, can I stop or reduce my contribution during the five month deduction period?

A. You can stop or change contributions at any time, but you can only do this once during the five month deduction period. To do this, please log onto veoliasip.com and select 'change my contribution' under the 'I want to ...' section. Your EQ VSIP account must be activated to make a change to your VSIP plan. Alternatively, if you have any issues contact the HR Helpdesk to chat, raise a ticket, or request a call back at <https://veglobal.service-now.com/uki-hr>.

Q. Can other benefits be affected by the purchase of shares?

A. Purchasing partnership shares will reduce the pay on which income tax and NICs are assessed. This may affect you and/or your spouse/civil partner's entitlement to certain state benefits, including statutory maternity pay and statutory sick pay.

Q. What happens if I move to work in another part of Veolia in the UK?

A. Your VSIP account will remain open and your shares will continue to be held in the VSIP.

Q. What if there is not sufficient money to buy whole shares?

A. Only whole shares may be bought with your contributions. Therefore it is possible that there may be a small cash amount left over after the Trustee has bought your Partnership Shares at the end of the five month deduction period. Any cash balance remaining will be returned to you via payroll, minus any income tax and NICs due on this amount.

Q. What happens if I move house or change my name?

A. You should inform the HR Helpdesk in the normal way, by [raising a ticket](#) or asking your depot administrator to do so on your behalf. HR will notify EQ, the VSIP administrator.

Q. How do I find out the share price for Veolia shares?

A. The Veolia share price is listed on the Paris Stock Exchange (the Bourse). You will be able to see the share price online at veolia.com, or via your EQ VSIP account at veoliasip.com.

Q. Does participation in the VSIP affect my company pension?

A. No, joining the VSIP does not affect your company pension or any salary sacrifice or Pay Save scheme.

Q. What is the maximum contribution of 10% of pay based on?

A. Your total taxable income from the company in the current tax year.

Q. Who should I contact if I have further questions?

A. If you have any further questions, contact the HR Helpdesk to chat, raise a ticket or request a call back at <https://veglobal.service-now.com/uki-hr>. Alternatively, you can contact the VSIP Employee helpline on +44 (0)371 384 2836 or email myshareplan@equiniti.com. Lines are open 8.30am to 5.30pm (UK time), Monday to Fridays, excluding public holidays. For deaf and speech impaired customers we welcome calls via [Relay UK](#). You can also contact us via email to request this document in an alternate format. Please provide your company name in the subject line.

KEY DATES

- Subscription period: 8 September to 29 September 2023
- Accumulation period begins: 1 November 2023
- Payroll deductions over five months between 1 November 2023 and 31 March 2024
- Shares purchased: April 2024

Purchasing Partnership Shares will reduce the pay on which income tax and NICs are assessed. This could affect you and/or your family's entitlement to certain state benefits. For more information, see the HM Revenue & Customs [guidance on Share Incentive Plans and your entitlement to benefits \(IR177\)](#). If you have any further questions, contact the HR Helpdesk to chat, raise a ticket or request a call back at <https://veglobal.service-now.com/uki-hr>.

The list below is your guide to a few key words and phrases:

Administration

Veolia has appointed Equiniti Limited (EQ) to run the VSIP. EQ's role includes processing applications, maintaining investors' accounts and issuing statements.

Trust

By law, the VSIP shares have to be held in a Trust. Veolia has appointed Equiniti Share Plan Trustees Limited (the Trustee).

Trust Deed and Rules

This brochure is a summary of the Veolia Environnement Share Incentive Plan (VSIP). Legislation and the Trust Deed and Rules, share agreement and terms and conditions take precedence over this brochure.

The following additional information is being provided in order for the offer under the VSIP to fall within Article 4.1(e) and Article 4.2(f) of the Prospectus Directive (2003/71/EC), which is the employee share plan exemption from producing a prospectus.

The reasons for the offer under the VSIP are set out in this VSIP brochure. The maximum number of ordinary shares in the capital of Veolia Environnement that can be awarded under the VSIP, as at the date of launch is 2% and the minimum number is nil, if no employees choose to take up the offer under the VSIP. The company can decide whether to use newly issued or existing shares in connection with the VSIP. Shares issued under the VSIP shall rank equally in all respects with shares of the same class then in issue.

Participants in the VSIP will become entitled to dividends on the shares in the VSIP and can instruct the VSIP Trustee to vote in respect of the shares in the VSIP held for them. Precise details of the rights attaching to shares, which are ordinary shares, are set out in the Veolia Environnement articles of association. If you would like a copy of the articles of association and/or a copy of the rules of the VSIP, please request this from the HR Helpdesk at veglobal.service-now.com/uki-hr or if you are an operative with no access to do this, ask your depot administrator to raise a ticket on your behalf.

Keeping track of your investment

To view your VSIP shareholding, simply register online at the ESP Share Portal at veoliasip.com. If you have previously participated in a Veolia SIP, your total holdings will be visible online.

Resourcing the world

Veolia

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www.veolia.co.uk

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