

## EMPLOYEE SHAREHOLDING OFFER

### VALLOUREC INVEST 2026

#### TERMS AND CONDITIONS - UNITED ARAB EMIRATES

Vallourec S.A. ("**Vallourec**") offers me to participate in Vallourec Invest 2026, an offer to subscribe for Vallourec shares (the "**Offer**"). By participating in the Offer, I acknowledge that I have read and accept the following terms and conditions (the "**Terms and Conditions**").

I hereby state that I have read the documents relating to the Offer in particular the brochure information relating to the Offer (the "**Brochure**"), the Key Information Documents ("**KID**") and the regulations of the FCPE "NEW VALLOUREC SHARES RELAIS 2026" and of the FCPE "NEW VALLOUREC SHARES" (which will absorb the FCPE "NEW VALLOUREC SHARES RELAIS 2026" shortly after the completion of the Offer, subject to the approval of the French Securities Authority (*l'Autorité des Marchés Financiers* or the "AMF") and to the decision of the Supervisory Board of the FCPEs), the regulations of the International Employee Shareholding Plan (the "**IESOP**") as well as the Country Supplement specific to the United Arab Emirates (the "**Country Supplement**"), made available to the beneficiaries of the Offer on the Offer communication website: <https://invest2026.vallourec.com>.

#### Subscription process

I have the possibility to indirectly acquire Vallourec ordinary shares through the FCPE "NEW VALLOUREC SHARES RELAIS 2026", which will be absorbed by the FCPE "NEW VALLOUREC SHARES" shortly after the completion of the Offer (subject to the approval of the AMF and the approval of the Supervisory Board of the FCPEs), by making a voluntary and personal payment (the "**Personal Contribution**") within the framework of the Offer, subject to being eligible and complying with all the conditions mentioned in these Terms and Conditions.

#### Eligibility

I hereby state I am eligible to participate in the Offer as, on the last day of the Subscription Period, (i) I am an employee of a subsidiary of Vallourec held at more than 50% by Vallourec having its registered office in the United Arab Emirates, (ii) with a length of service of at least three months, on a continued basis or not, between 1<sup>st</sup> January 2025 and the last day of the Subscription Period, the 3<sup>rd</sup> of April 2026.

I duly note that the acquisition of the FCPE units is not open to Restricted Persons in the United States of America, such as defined by the Securities Acts, 1993. Additional information and persons considered Restricted Persons regarding this restriction is provided in the regulations of the FCPE "NEW VALLOUREC SHARES RELAIS 2026" and of the FCPE "NEW VALLOUREC SHARES".

I duly note that pursuant to provisions of Regulation (EU) n°833/2014 and Regulation (EC) n°765/2006, as amended (which is applicable to the French issuer, Vallourec), the Offer is not made to Russian nationals and persons residing in Russia, nor to Belarussian nationals and persons residing in Belarus, except (i) in case of Russian nationals, if those persons are nationals of a EU Member State, of a country member of the European Economic Area or Switzerland, or have a temporary or permanent residence permit in a EU Member State, a country member of the European Economic Area or in Switzerland and (ii) in case of Belarussian nationals, if those persons are nationals of a EU Member State or have a temporary or permanent residence permit in a EU Member State.

Consequently, I hereby confirm that these restrictions do not apply to me.

### **Subscription Price**

I duly note that the subscription price of a Vallourec share is equal to the average of the daily volume-weighted average prices (VWAP) of the Vallourec share observed on the Euronext Paris stock market during the twenty trading days preceding the decision of the Chairman and Chief Executive Officer, acting upon delegation by the Board of Directors of Vallourec, setting up the opening date of the Subscription Period, minus a 20 % discount and rounded up to the highest hundredth of a euro (the "**Subscription Price**").

The Subscription Price should be paid in euro. Consequently, I understand that the amount of my investment will be converted in Euro using the exchange rate applicable on 19 March 2026. This exchange rate will be maintained until the date of issuance of shares, but not thereafter.

Any taxes, brokerage fees, transaction costs and other expenses applicable to the remittances of proceeds abroad related to my investment will be borne by my employer. Similar expenses arising from the repatriation of proceeds to the United Arab Emirates due to the redemption of my assets shall be paid by me.

During the life of my investment, the value of my assets will be affected by fluctuations in the currency exchange rate between the Euro currency and the UAE Dirham. As a result, if the value of the Euro currency strengthens relative to the value of the UAE Dirham, the value of my assets expressed in UAE Dirhams will increase. On the other hand, if the value of the Euro currency weakens relative to the value of the UAE Dirham, the value of my assets expressed in UAE Dirhams will decrease.

### **Indicative timetable of the Offer**

Subscription Price Fixing: 19 March 2026

Subscription Period: from 23 March to 3 April 2026 inclusive

I duly note that if I hold inside information within the meaning of Article 7 of Regulation (EU) No 596/2014 of 16 April 2014 on market abuse ("**MAR**"), I am bound by strict compliance with the provisions of MAR and will therefore not be able to subscribe during the subscription period if it coincides with the period during which I am registered on a section of the insiders list and until notification of the effective closure of any section on which I am potentially registered.

Capital increase completion: 29 April 2026.

### **Matching Contribution**

By investing in the Offer, I benefit from a matching contribution from my employer of 100% of my Personal Contribution within the limit of €100 (the "**Matching Contribution**").

### **Investment ceilings**

My Personal Contribution must be at least equal to the Subscription Price of one share. If my Personal Contribution is less than this amount, my participation in the Offer would not be taken into account.

The amount of my Personal Contribution must not exceed 25% of my estimated gross annual remuneration for 2026. The Matching Contribution is excluded from the calculation.

### **Payment Method**

I have duly read the "*Payment Method*" section of the Country Supplement mentioned above.

### **Payment default**

In the event of default of payment, I will remain liable to Vallourec for the amount of my subscription.

I acknowledge and accept that Vallourec, or my employer (or former employer if I left the Vallourec group) acting on its behalf, may redeem, without prior notice, all my FCPE units subscribed in the Offer. The proceeds of this redemption will be allocated in whole or in part to the reimbursement of my non-payment corresponding to the maximum amount of my Personal Contribution. If the balance of the redemption proceeds is sufficient to cover the sums due, I will receive the balance of the redemption proceeds, if applicable.

However, if the sale proceeds are insufficient to cover the amounts due, I will remain in debt to Vallourec for the corresponding amount. Vallourec and my employer (or former employer if I left the Vallourec group) acting on its behalf reserve the right to take any action against me to recover the unpaid sums and/or to deduct them from my salary and/or any end of service gratuity and other entitlements due to me in compliance with the applicable legal conditions.

### **Reduction in case of oversubscription**

In accordance with the decision of the Board of Directors of Vallourec dated 10 December 2025, the total number of shares that may be issued under the Offer is limited to 1,788,055 shares.

If the subscription requests in the context of the Offer exceed the number of shares allocated to the Offer, individual subscriptions will be reduced according to the following rule:

- An individual subscription ceiling will be determined (including the employer's matching contribution) using the capping method. This method consists of progressively reducing the highest subscriptions until the level is reached that enables the total number of shares in the Offer envelope to be served;
- Individual subscriptions below or equal to this ceiling will be fully served;
- Individual subscriptions above this ceiling will be served up to this ceiling.

The amount of my subscription will therefore take into account the reduction, if any.

### **Lock-up period**

The capital increase is scheduled on 29 April 2026. From that date, I will be a holder of units of the FCPE "NEW VALLOUREC SHARES RELAIS 2026". The FCPE "NEW VALLOUREC SHARES RELAIS 2026" will be absorbed by the FCPE "NEW VALLOUREC SHARES" shortly after the capital increase (subject to the approval of the AMF and the approval of the Supervisory Board of the FCPEs). The units I will hold in the FCPE "NEW VALLOUREC SHARES" will be subject to a lock-up period of two years from the date of capital increase i.e., until 28 April 2028 inclusive, subject to the early release cases listed in the Country Supplement.

The potential dividends would be capitalized and would increase the value of my FCPE units.

In accordance with the FCPE rules, the redemption proceeds of FCPE units should be paid directly to the unit holders. However, when this direct payment is not possible or is impractical, and by way of exception, I expressly accept that the reimbursement of my assets may be paid to me through my employer or an establishment authorized by local regulations, net of applicable social security contributions and tax levies.

### **Disclaimer**

Vallourec shares are listed on Euronext Paris.

My investment in the Offer will follow the upward and downward performance of the Vallourec share. I am therefore at risk of the full amount of my investment in the Offer, which is not guaranteed if the share price decreases.

Vallourec's latest published Universal Registration Document containing the financial statements, as well as important information, on the business, governance, and risk factors, is available on the company's website. I duly note that Vallourec is not intended to advise me on investment or taxation.

The Offer is made on the initiative of Vallourec S.A., not by my local employer, and there is no link with my employment agreement. My participation in the Offer is completely voluntary and does not give rise to a contractual entitlement to continued employment. The Offer does not constitute a right to participate in similar transactions and there is no obligation for Vallourec S.A. to launch new offerings in subsequent years. Any gains or amounts that I may receive or be eligible for under the Offer will be subject to the following labour/employment law treatment: the shares subscribed in the Offer will not constitute salary for the purposes of any retirement or other benefit plans nor for the purposes of calculating any end of service gratuity, severance, payroll labour impacts and charges or similar payment that may be due to me related to my employment relationship with my local employer.

#### **Securities law notice**

This document is directed at employees eligible to participate in the Offer only.

The information contained in these Terms and Conditions, in the Country Supplement and in the Brochure (together, the "**Memorandum**") does not constitute an offer of securities registered under the laws of the United Arab Emirates ("**UAE**") relating to funds, investments or otherwise.

Neither the offering made within the context of the employee share ownership plan of Vallourec (the "**Offer**") nor the Memorandum is approved by the UAE Central Bank, the Securities and Commodities Authority (the "**SCA**"), the Dubai Financial Services Authority, the Financial Services Regulatory Authority, the Dubai International Financial Centre, the Abu Dhabi Global Market or any other authority in the UAE. Furthermore, no authorization, permit or license has been granted by the SCA or any authority in the UAE to market, offer, place or sell the Offer in the UAE.

The Memorandum is strictly private and confidential and is being distributed to a limited number of selected investors at the request of such investors. The Memorandum (a) does not constitute a public offer, or an advertisement or solicitation to the general public; (b) is intended only for the original recipients hereof to whom this document is personally provided and may not be reproduced or used for any other purpose. The Offer referred to in this Memorandum is not offered or intended to be sold directly or indirectly to the public in the UAE.

#### **Processing of personal data**

The personal information collected for the implementation of the Offer is subject to the provisions of the Federal Decree Law No. 45 of 2021 on the Protection of Personal Data, as amended, the provisions of the French law No. 78-17 of 6 January 1978, as amended, relating to data processing, data files, and individual liberties, and to the provisions of the EU Regulations (2016/679) of the European Parliament and of the Council of 27 April 2016, on the protection of natural persons with regard to the processing of personal data and on the free movement of such data<sup>1</sup>, and in accordance with the chapter relating to *Employees' Data Protection* of the internal regulations of Vallourec.

I am informed of the use and processing of the information contained in this participation form in the context of computer processing of data by:

- Vallourec, as data controller of the Offer;
- Amundi ESR, in its capacity as register holder and account holder of the assets subscribed for in the framework of the IESOP and of the FCPE "NEW VALLOUREC SHARES RELAIS 2026" and of the FCPE "NEW VALLOUREC SHARES".

The legal basis for the processing is the execution of the subscription contract of the shares for the Offer, to which I am a party, and operations resulting therefrom. All personal data required during my subscription is mandatory and necessary to my participation in the Offer. If I do not provide some of this information, my request will not be taken into account.

I recognize that my personal data is necessary for my participation in this offer and I hereby consent to collection, processing, storage, and transfer of my personal data to the extent required for my participation in this offer.

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<sup>1</sup> The French and European Union regulations are applicable since the Offer is made by Vallourec S.A., a French company.

This information will be processed for my subscription request, to meet legal requirements, including regulatory and tax obligations, linked to the Offer implementation, and to manage my investment until the redemption of my FCPE units. My personal data may, in particular, be processed by Vallourec, Amundi ESR or by any services provider mandated by Vallourec, in particular for the designation of representatives of the FCPE Supervisory Board representing unitholders.

My personal data will be retained by Vallourec and Amundi ESR for the time required for the implementation of the Offer and to manage the IESOP, at least until the redemption of all my FCPE units, and subsequently for archiving purposes until the expiry date of the prescription period for any possible dispute.

I have noted that I have the right to access, modify and rectify or erase my personal data, as well as the right to request or oppose the limitation of the processing, the right to portability of data, and the right to withdraw any consent given herein, including but not limited to any other rights available to me under applicable data protection laws. These rights are not absolute and are subject to limitations and exceptions prescribed under applicable data protection law.

Each personal data protection officer may also be contacted at the following email addresses:

- For Vallourec: [data.protection@vallourec.com](mailto:data.protection@vallourec.com) ;
- For Amundi ESR: [dpo@amundi.com](mailto:dpo@amundi.com).

I also note that I have the right to lodge a complaint to the relevant data protection authority and to the French data protection authority, addressed by mail to the CNIL – or by mail on the site: [www.cnil.fr](http://www.cnil.fr).

I declare that I keep a copy of this document for my personal records.