

Move SAP – Frequently Asked Questions

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GLOSSARY

- Q 1. What is an RSU?** A Restricted Stock Unit (RSU) is a virtual share that conditionally entitles a participant to receive a cash payout corresponding to the value of a real share. The payout of RSUs is subject to a vesting schedule. RSUs do not entitle a participant to the ownership of SAP stock nor do they offer shareholder voting rights at the annual general meeting or dividend payments.
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- Q 2. What is a PSU?** Only if you are participating in Move SAP for Executives (employees at career levels ET, SET or GET), your grant consists of RSUs and Performance Share Units (PSUs). PSUs are virtual shares that conditionally entitle a participant to receive a cash payout, subject to a vesting schedule and the achievement of a defined performance criteria. The applicable performance criteria is stated in your grant letter. PSUs do not entitle a participant to the ownership of SAP stock nor do they offer shareholder voting rights at the annual general meeting or dividend payments.
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- Q 3. What is vesting?** Vesting refers to the point in time a participant becomes unconditionally entitled to receive a cash payment in respect of RSUs or PSUs (if applicable). This means that vested units will be paid out with the next possible payroll run, which is usually in the month after vesting. The applicable vesting dates are stated in your grant letter.
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- Q 4. What is the market value of the SAP share?** The value of each RSU / PSU at the time of grant or vesting corresponds to the market value of the SAP share. The market value is calculated as the average of the share closing prices over five trading days, ending on the day before the grant date, or respectively, the vesting day.

GENERAL QUESTIONS

- Q 5. May I convert my RSUs/ PSUs into SAP SE stock?** No, RSUs / PSUs are virtual shares and cannot be converted into SAP stock.
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- Q 6. Will I receive any dividend payments when participating in Move SAP?** No, you only receive virtual shares and therefore have no right to receive SAP SE dividend payments or dividend equivalents.



Q 7. Which documents are legally binding?

Only the Move SAP plan rules are legally binding. The document is provided in your SAP shares account (under Company Information → Plan documentation). In the event of any discrepancies or ambiguities between the information contained in these FAQs or any other documentation and the legally binding plan rules, the plan rules shall prevail.

QUESTIONS REGARDING YOUR GRANT

Q 8. Where can I find my grant information/grant letter?

Your grant letter including your grant information such as the number of your RSUs and PSUs (if applicable), the grant value, vesting dates and number of vesting RSUs per year, can be found in your SAP shares account in the Correspondence section. Computershare will inform you via email once the grant information is available in your SAP shares account.

Q 9. Am I entitled to annual grants from now on?

No, the grant of an award to you does not constitute the right to receive further grants. Each year during the compensation review process, managers will allocate a grant to executives and employees who have a significant sustained impact and contribution to business success. It is up to each manager to determine who receives a grant and the grant size.

Q 10. How has the total number of my RSUs/ PSUs been calculated?

Each participant receives a grant value, allocated by the manager. In order to determine the number of RSUs granted, the grant value is divided by the market value at the grant date and rounded down to the next full number.

If you are participating in Move SAP for Executives, your grant value is equally split into an RSU and a PSU grant value. Each grant value is divided by the market value at the grant date and rounded down to the next full number, which results in your number of RSUs and respectively, PSUs.



QUESTIONS REGARDING PAYOUT

Q 11. How and when will I receive payouts?

Your payment is made no later than in the month after the vesting date. For example, if the vesting date is March 10, you will receive your payment in April the latest. Your RSUs are subject to an annual vesting schedule over a total vesting period of three years. This means that you'll receive a first payout one year after the grant date, based on one third of your RSUs. After another year, the second third of your RSUs will pay out and the final third of your RSUs will pay out after the third year. The value of each RSU at the time of payout corresponds to the market value of the SAP share.

If you participate in Move SAP for Executives (career levels ET, SET, GET), your PSUs will vest after three years, together with the final third of your RSUs. The number of paid out PSUs depends on the achievement of the performance criteria, as stated in your grant letter.

In individual cases, PSUs (if applicable) may be subject to a different vesting schedule and performance criteria, please refer to your grant letter.

Q 12. How long is the vesting period?

The total vesting period (or “vesting schedule”) lasts three years. One third of your RSUs vest after each year of the vesting period. After the total vesting period, 100% of your RSUs will have vested (subject to the terms of the Move SAP plan rules).

If you participate in Move SAP for Executives (career levels ET, SET, GET), your PSUs will vest after three years, together with the final third of your RSUs.

In individual cases, PSUs (if applicable) may be subject to a different vesting schedule, please refer to your grant letter.

Q 13. In which currency will I receive my payouts and which exchange rates are used?

The actual payout will be made in the currency of the country in which you receive your salary. Where the local currency is not Euros, the payout will be converted to local currency using the European Central Bank Euro foreign exchange reference rate on the vesting date. If you have transferred internationally during the vesting period, you may receive your payout from multiple locations and thus, different currencies.



Q 14. Is my payout subject to the achievement of a performance criteria?

Only if you have received PSUs, for example if you are participating in Move SAP for Executives (career levels ET, SET or GET), your grant consists of RSUs and Performance Share Units (PSUs). The vesting of your PSUs is subject to the achievement of a performance criteria. RSUs are not based on any performance criteria and vest automatically annually over a three year vesting period. Performance criteria, if any, are stated in your Move SAP grant letter. Your grant letter can be found in the Correspondence section of your SAP shares account at Computershare.

Q 15. How is my payout calculated?

Your payments are calculated by multiplying the market value of an SAP share at the time of vesting by the number of RSUs or PSUs at vesting (if applicable). The market value is calculated as the average of the share closing prices over five trading days, ending on the day before the vesting day. Payments are made in the local currency in which you receive your salary and will be paid by your employer in the next possible payroll in the month after the vesting date.

If you have received PSUs, the number of PSUs at vesting is subject to the achievement of a performance criteria, as stated in your grant letter.

Q 16. How are RSUs/PSUs at Vesting calculated?

The number of RSUs vesting each year are stated in your grant letter. They are calculated by dividing your total number of RSUs at grant by three. In case they don't result in integer numbers, they will be rounded down except for the third vesting when the residual number of RSUs vests. The sum of vested RSUs equals the number of RSUs at grant.

The number of PSUs at vesting (if applicable) depends on the target achievement of the defined performance criteria. Your number of PSUs at grant will be multiplied with the KPI multiplier to calculate the number of PSUs at vesting. Please refer to your grant letter where the method of calculating PSUs at vesting is outlined.



Q 17. Do I need to pay any other fees for grant and payouts under Move SAP?

Yes, any gains under Move SAP are subject to country-specific wage tax, social security taxes and other taxes or levies in your country. In most countries, your payout is taxed as income via payroll. You'll find country-specific tax guides on our Corporate Portal (quick link /go/move → taxation). As tax laws differ from country to country and are rather complex, SAP cannot give tax advice. We strongly recommend seeking advice from a professional tax consultant who will be able to analyze your personal tax situation. In particular, participants who transfer internationally or go on an assignment are asked to seek professional advice, ideally during their exit/entry briefings with Deloitte, SAP's preferred tax provider. Employees will be responsible for any applicable tax. Depending on country combination and personal circumstances, your gross gains can be subject to (temporary or permanent) double taxation.

QUESTIONS REGARDING PLAN ADMINISTRATION

Q 18. Who administers Move SAP?

Move SAP is administered by our share plan administrator Computershare. You have access to an SAP shares account on the Computershare online platform.

Q 19. How can I access my SAP shares account?

You can access your SAP shares account via single-sign-on (see quick link /go/move). If you are not logged in the SAP system, you can access your account outside of the SAP network at www.computershare.com/SAPshares. You will need a login ID and password. As login ID, please enter your numeric SAP user ID. You can specify your password when you access your SAP shares account through the SAP network for the first time. You can alternatively click on "Forgotten PIN?" and a new password will be sent to your private email address, if entered in your SAP shares account, or otherwise to your SAP corporate email address.

Q 20. What should I do if I cannot log in to my SAP shares account?

Please contact the Computershare call center if you cannot login to your account. If Computershare cannot identify you with your SAP user ID, please contact HRdirect.

Computershare Call Centre	Toll free numbers	Toll lines	Opening hours	Time zones
AU	+800-6613-6613	+61 (0)3 9415 4842	8.30 am – 8 pm	AEDST
EU	+800-6590-6590	+44 (0344) 472 6153	8.30 am – 6.30 pm	CET
US	+1- 866-551-0722 (toll-free within North America)	+1-781-575-2860	8 am – 8 pm	EST



Q 21. Do I need a securities account for storing my RSUs/ PSUs?

No, RSUs/ PSUs are virtual shares and will be paid out in cash through payroll as soon as they have vested. You therefore do not need a securities account for storing RSUs or PSUs.

Q 22. Where can I see the current value of my RSUs/ PSUs?

Log in to your SAP shares account, here you will find all information about your grant, including the current value, based on the current SAP SE share price. Note that the actual payout depends on the market value of an SAP SE share at vesting.

IMPACT OF WORK/ LIFE EVENTS ON YOUR GRANT

Q 23. What happens if my employment contract with SAP is terminated/ ends for any reason?

If you terminate employment, you will forfeit all payout rights on the date your employment ends. If the company terminates your employment relationship due to operational reasons, or in the event of retirement or permanent disability, your unvested awards will vest in full at the next possible vesting date (occurring each quarter). This will replace all future annual vesting, if any.

Q 24. What happens if I'm taking time off, or if I am on extended sick/ disability leave?

If you are on leave, this will not impact your participation or payouts. You will still receive payouts via payroll, even if you're on leave.

Q 25. What happens in the event of my death?

In the event of your death, the award will pass to your heirs or legatees and will vest in full at the next possible vesting (occurring each quarter). This will replace all future annual vesting, if any. After vesting, any cash payment due will be calculated and paid into your last known salary account.

Q 26. What happens in case of corporate events?

In the event of a sale of SAP or the entity which employs you, unvested awards will vest in full at the effective date of the relevant event. Please refer to the Plan Rules. In the event of a variation of share capital, SAP may adjust awards in such manner as it determines is appropriate to preserve the value of your awards.



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