

Reservation period
April 28 to May 12



TECHNIP
ENERGIES

ESOP

2026

A graphic for the ESOP 2026 logo, featuring a white outline of a globe held in a hand, positioned between the letters 'S' and 'O' of 'ESOP'.

Employee Capital Increase

For more information, visit esop.apps.ten.com



ESOP 2026 in brief

ESOP 2026 offers you the opportunity to purchase shares in Technip Energies in the context of a share capital increase reserved for employees.

There are two investment offers available to you to participate in ESOP 2026:

- ESOP Leverage
- ESOP Classic

You can invest in just one of the offers or split your personal contribution between both by choosing the offer or offers that best suit you.

	ESOP Leverage ¹	ESOP Classic ²
Guaranteed return on your initial investment	4% per year guaranteed through the SAR ³	N/A
Protected initial investment in euros	Personal contribution protected in euros through the SAR ⁴	Risk of capital loss
Multiple of the average share price increase	6 through the SAR	N/A
Matching contribution	No	Matching contribution of 100% of the personal contribution up to a maximum of €500 ⁵
Share subscription price	Reference price minus a 20% discount	Reference price minus a 20% discount
Benefit of the discount in the calculation of the gain	Yes Potential gain calculated based on the subscription price (discounted) Additionally, you benefit from a pay-out of the SAR calculated based on the reference price (not discounted)	Yes Potential gain calculated based on the subscription price (discounted)
Dividend income	Yes	Yes
Lock-up period	5 years	5 years

ESOP 2026 is proposed within the framework of Technip Energies Group International Employee Savings Plan (Plan d'Épargne Groupe International or «PEGI») and is subject to terms and conditions provided for in the PEGI.

¹ In this offer, you subscribe Technip Energies shares directly and you benefit from the grant of Stock Appreciation Rights (SAR) which would result in additional payments.

² In this offer, you subscribe Technip Energies shares directly.

³ The guaranteed minimum return of 4% per annum is calculated on your personal contribution, in euros.

⁴ Before taxes and except in certain exceptional cases of termination or adjustment listed in the SAR Notice.

⁵ Or its equivalent in local currency at the exchange rate set by Technip Energies on June 16, 2026. The matching contribution may be subject to taxes and social security charges. Please refer to the Country Supplement for more details, available at <https://esop.apps.ten.com>.

What is the subscription price per share?

The subscription price per share will be determined after you make your reservation.

You will invest an amount in euros. The number of shares that you will hold will be determined according to the subscription price per share. The subscription price will be set on June 16, 2026. After this date, you will have the option to cancel your entire reservation in either offer during the subscription/cancellation period. Any cancellation will be considered final and will foreclose any further subscription to ESOP 2026.

The subscription price per share is the reference price minus a 20% discount.

The reference price will be equal to the arithmetic average of the Volume-Weighted Average Prices of the Technip Energies share on the Euronext Paris stock exchange recorded daily during the 20 days preceding the date on which the subscription price is determined (i.e., between May 19 to June 15, 2026).



Please note

For subscriptions in countries outside the Eurozone the subscription price will be converted into the local currency at the exchange rate set by Technip Energies on June 16, 2026. This rate will be used to calculate the euro amount of your subscription to the capital increase (including the matching contribution in the ESOP Classic offer).

As Technip Energies shares are listed in euros on the Euronext Paris stock exchange, the value of your investment will vary during the investment period according to exchange rate fluctuations between the euro and your currency. Thus, if the euro appreciates against your currency, the value of the shares in your currency will increase. Conversely, if the euro depreciates against your currency, the value of the shares in your currency will decrease.



A 5-year lock-up period

In return for the benefits granted, your investment is subject to a lock-up period of five years, i.e., until July 30, 2031. However, you can benefit from early release cases listed in the Country Supplement for your country, available at <https://esop.apps.ten.com>. You will be able to sell your shares before their availability date only in these cases.

ESOP Leverage



By participating in ESOP Leverage, you benefit from:

- **A 20% discount on shares subscribed**

The 20% discount on the reference price enables you to increase your gains or reduce your potential losses, depending on the evolution of the share price.

- **Potential dividends**

You will benefit from any dividends and income related to each share that you subscribed.

- **A potential gain**

The potential gain corresponds to the sale proceeds of your shares, valued according to the market value of the Technip Energies share at the time of sale, minus the amount of your initial investment.

- **In addition to these benefits, for each share subscribed in the ESOP Leverage offer you will receive a Stock Appreciation Right (SAR) which aims to protect your investment in Euros and provide an additional gain.**

A SAR is a commitment taken by your employer to pay you, at the end of the lock-up period, or in the event of early release, an amount to protect your initial investment in Euros in the event of a decrease in the Technip Energies share price below the Subscription Price in Euros. The SAR also enables you to benefit from a guaranteed minimum return of 4% per year capitalized during the lock-up period based on your initial investment in Euros or a higher gain depending on to the performance of the Technip Energies share, at maturity date or in the event of early release.

The SAR thus brings you the following additional benefits:

- **The protection of your personal investment in euros**

At maturity or in the event of early release, in case the share price is below the subscription price, you benefit from a payment that corresponds to this difference in Euros⁶.

- **A minimum guaranteed return of 4% per year capitalized on your personal contribution in Euro**

Whatever the evolution of the Technip Energies share price, you are guaranteed a capitalized return of 4% per year on your personal contribution in Euro during the lock-up period.

- **Or a gain greater than the minimum guaranteed return if the Technip Energies share price performs favourably**

If the Technip Energies share price is higher than the reference price, you will receive a gain equal to 7 times the protected average increase⁷ of the Technip Energies share price.

This gain will be paid to you instead of the minimum return of 4% per year if higher.

⁶ Your personal contribution is protected in Euro, and subject to certain exceptional cases of termination or adjustment listed in the SAR Notice. The SAR pay-out is calculated before taxes and social security contributions, Please refer to the Country Supplement for more information, available at <https://esop.apps.ten.com>.

⁷ See definition on page 7.

What are the conditions for ESOP Leverage?

Your investment is subject to a lock-up period of five years, i.e., until July 30, 2031 except in the event of early release.

How does it work?

Calculation in connection with the Technip Energies shares subscribed by you:

- **On the date of the capital increase (July 30, 2026), a number of shares will be allocated to you depending on the amount of your personal contribution and based on the subscription price per share.**

Because you can only subscribe a whole number of Technip Energies shares, your initial investment amount may be reduced to the amount that corresponds to a whole number of shares subscribed at the subscription price in Euro.

When you exit the ESOP Leverage offer, at the end of the 5-year lock-up period or in the event of early release, you can make a capital gain or loss depending on the share price at that time.



Calculation in connection with the SARs granted to you:

- **As of the date of the capital increase (July 30, 2026), the closing price of the Technip Energies share will be recorded at the end of each month, until the end of the 5-year lock-up period, i.e., 60 records. These 60 y records will be used to determine the average Technip Energies share price over the 5-year period.**
 - If some of these 60 monthly records are lower than the reference price, they will not be taken into account and will be replaced by the reference price when calculating the average. Thus, this average is said to be «protected».
 - This average will then be compared to the reference price to obtain the protected average increase over the period.
 - **At the end of the 5-year lock-up period or in the event of early release, you will receive the higher between:**
 - The protected average increase x 7 x the number of shares held
- or**
- The minimum guaranteed return of 4% per year capitalized
- **Additionally, in case the share price in EUR at the end of the 5-year lock-up period or at early release is less than the subscription price in EUR, you will receive an additional payment corresponding to the difference between such share price and the subscription price in EUR multiplied by the number of shares held.**

Please note that in case of early exit, whereas you could sell your shares at any time, the SAR pay-out will be calculated on specific dates occurring at the end of each month. Thus, unless you request the sale of your shares at the closing price on the same date as the SAR calculation date, the share price used for the calculation of the gain/loss with respect to the sale of your shares and for the SAR pay-out may not correspond. Please refer to the SAR Notice on this subject, available at <https://esop.apps.ten.com>



All calculations of the SAR payout are made in Euro and before taxes and social charges that may apply in your country. Please refer to the Country Supplement for more information, available at <https://esop.apps.ten.com>.

Please note

that the payment in respect of your SAR will be made automatically for all the SAR in case of early exit, irrespective of the number of shares for which you have requested the early sale.

Additionally, please note that the SARs will be paid automatically and for all of the SARs that have been granted to you:

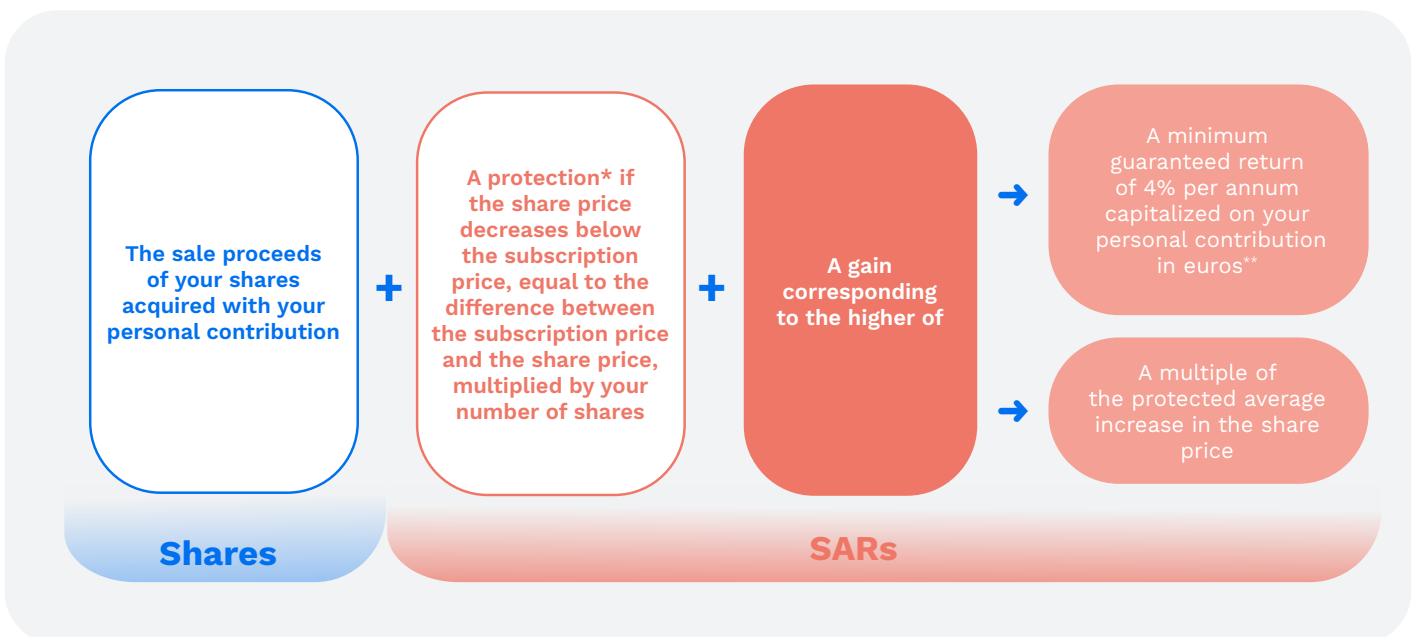
- at the end of the 5-year lock-up period
- in the event of termination of your employment contract (including in case of death or disability)

In such cases, you can continue to hold your Technip Energies shares but they are no longer associated with SARs and in particular, you would no longer benefit from the protection of your investment in the event the share price decreases below the subscription price nor the possibility to receive any guaranteed minimum return or performance in the share price

ESOP Leverage in a nutshell

At the beginning of the plan, you will receive a number of Technip Energies shares, based on your personal contribution in euro and the subscription price of one share. For each share subscribed, your employer grants you a SAR.

If you request the sale of your shares at the end of the five-year lock-up period or in the event of early release, you will receive the following:



* The protection of your personal contribution is calculated in euros and before taxes and social security contributions

** The minimum return of 4% per annum is calculated in euros, on your personal contribution in euros

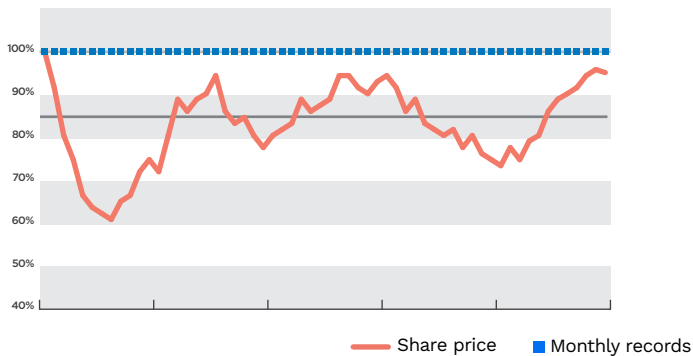


How are the protected average increase and the gain calculated?

Protected average increase = average of the 60 monthly recorded prices - the reference price
 At maturity, there are several possible situations, including the following two scenarios:

Scenario 1

If the recorded prices of Technip Energies' share are lower than the reference price for the entire duration of the plan



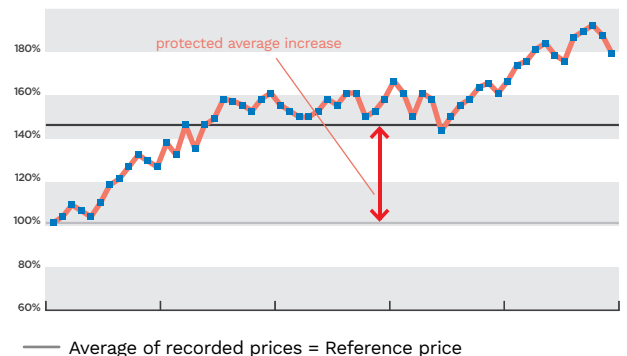
the protected average increase is zero:

your gain = return of 4% per year capitalized on your personal contribution

or

Scenario 2

If some or all of the recorded prices of Technip Energies' share are higher than the reference price during the lock-up period



the protected average increase is positive:

your gain = the highest between 7 x the protected average increase x the number of shares held

or

return of 4% per year capitalized on your personal contribution



A simulator is available at <https://esop.apps.ten.com>

What happens at the end of the lock-up period?

By participating in ESOP Leverage, you subscribe shares of Technip Energies directly which will be registered in your name and that you will hold in a registered account opened with the French bank Societe Générale Security Services (SGSS) which also acts as account keeper.

- At the end of the lock-up period, you can either keep your shares on your registered account, or request the sale of all or part of your shares.
- Please note that in any case, at the end of the 5-year lock-up period, all SARs will be automatically paid-out to you by your employer (irrespective if whether you decide to sell your shares or not).

ESOP Classic

By participating in ESOP Classic, you benefit from:

• A 20% discount on shares subscribed

The 20% discount on the reference price enables you to increase your gains or reduce your potential losses depending on the evolution of the share price.

• A matching contribution of up to €500

Your employer supplements your personal contribution with a matching contribution equal to 100% of your personal contribution, up to €500⁸.

For example

Your personal contribution	Matching contribution	Your total investment in the ESOP Classic offer
€100	$100\% \times €100 = €100$	€200
€200	$100\% \times €200 = €200$	€400
€500	$100\% \times €500 = €500$	€1,000
€600	$100\% \times €500 = €500$	€1,100

To obtain the maximum matching contribution, you must invest at least €500 in the ESOP CLASSIC offer. If your personal contribution is greater than €500, the matching contribution remains capped at €500.

Your personal contribution plus the matching contribution constitutes your initial investment in the ESOP Classic offer. Because you can only subscribe a whole number of Technip Energies shares, your initial investment amount may be reduced to the amount that corresponds to a whole number of shares subscribed at the subscription price in Euro.

• Potential dividends

You will benefit from any dividends and income related to your shares.

• A potential gain

The potential gain corresponds to the sale proceeds of your shares, valued according to the market value of the Technip Energies share at the time of sale, minus the amount of your initial investment.

⁸ Or its equivalent in local currency at the exchange rate set by Technip Energies on June 16, 2026. The matching contribution may be subject to taxes and social security charges in your country. Please refer to the Country Supplement for more details, available at <https://esop.apps.ten.com>.



What are the conditions for ESOP Classic?

Your investment follows the upwards and downwards evolution of the Technip Energies N.V. share price, so your investment is subject to a risk of capital loss.

Depending on the market value of the share at the time of the sale of your shares, the value of your shares could be lower than your personal contribution.

Your investment is subject to a lock-up period of five years, i.e., until July 30, 2031, except in the event of early release.

What happens at the end of the lock-up period?

By participating in ESOP Classic, you subscribe shares which will be registered in your name and held on a registered account opened with the French bank Societe Générale Security Services (SGSS) which also acts as account keeper.

At the end of the 5-year lock-up period, you will have the option to:

- Keep your shares on your registered account,
- or**
- Request the sale of all or part of your shares.

ESOP 2026

Terms and conditions

Who can **participate**?

All employees who are on employment on the last day of the subscription/cancellation period, i.e., on June 23, 2026, with a company included in the scope of ESOP 2026 and participating to the International Group Savings Plan of Technip Energies, with a length of service of at least three months, consecutive or not, completed between January 1, 2025 and June 23, 2026

What are the **means of payment**?

The means of payment applicable in your country are detailed in the Country Supplement available at <https://esop.apps.ten.com>.





How much can you invest?

You can choose how much you wish to invest in ESOP 2026, within the following limits:

- **Minimum** : 1 share (in any of ESOP Classic or ESOP Leverage offer).
- **Maximum** :
Your total contribution in 2026 must not exceed 25% of your gross annual salary for 2026 (including bonuses, premiums, etc.).

If you participate in the ESOP Leverage offer, you must take into account for the calculation of the limit, additional shares issued for the operation of the SAR mechanism, which are equal to 9 times the amount of your personal contribution.

On the other hand, the matching contribution paid under the ESOP Classic offer shall not be taken into account.

If you have not made a reservation and wish to participate during the subscription/cancellation period, your investment in the offer during this period is limited to 2.5% of your gross annual salary for 2026, calculated in the same way as specified above.



Please note

The exchange rate used to convert your personal contribution in euro will be determined on June 16, 2026. To facilitate your participation, you will be provided during the reservation period (scheduled from April 28, 2026 to May 12, 2026) with an indicative temporary exchange rate that will allow you to estimate the amount of your investment in euros. Your investment amount (including the matching contribution in the ESOP Classic offer) will be set in your local currency and will be processed based on the final exchange rate determined on June 16, 2026.

If, between the reservation period and the subscription/cancellation period:

- Your currency has increased in value against the euro: your final investment amount expressed in euros will be higher than the indicative amount based on the temporary exchange rate,
- Your currency has decreased in value against the euro: your final investment amount expressed in euros will be lower than the indicative amount based on the temporary exchange rate.

How to calculate the investment limit?

	ESOP Leverage		ESOP Classic
Personal contribution	10 times the amount of your personal contribution	+	1 time the amount of your personal contribution
Matching contribution	N/A	+	0*
= Your total investment in ESOP 2026			
≤ 25% of your gross annual salary for 2026			

* 0 = the matching contribution is invested but is not taken into account for the calculation of the 25% of gross annual salary limit.



To check that your personal contribution to ESOP 2026 does not exceed the authorized limit, a simulator is available at <https://esop.apps.ten.com>



What happens if demand exceeds the number of shares offered in **ESOP 2026**?

The maximum number of shares offered in ESOP 2026 corresponds to 1.5% of Technip Energies' share capital, within the limit of a total subscription amount of 55 million euros (the «Ceiling»).

If the total amount of subscription requests exceeds the Ceiling, participation of each subscriber will be reduced as follows:

- The Ceiling will be divided by the number of subscribers in order to obtain the “average subscription”.
- All subscriptions of an amount equal to or less than this “average subscription” will be served in total.

- All subscriptions for an amount greater than the “subscription average” will be served in total up to the “subscription average” and complemented in proportion to the amount requested by the subscriber and not yet allocated, and up to the Ceiling. If you subscribed to both the ESOP Classic and ESOP Leverage offers, your subscription to the ESOP Leverage offer will be reduced first.



Thus, your subscription request will be adjusted according to these calculations. Please refer to the Country Supplement for more details regarding reduction process in case of use of several payment methods.

What are the taxes and social contributions applicable to ESOP 2026?

You may be subject to tax and social security charges, where applicable, upon subscription (with respect to the discount, matching contribution or payment facilities).

You may also be subject to tax and social security charges during the lock-up period, and/or at the time of sale of your shares. The pay-out of the SAR may also be taxable in your country.

Please read carefully the Country supplement for your country which contains general information on taxation applicable to ESOP 2026 in your country.



How can you **participate**?

You can participate in just a few clicks:

- 1 **Log in to**
<https://esop.apps.ten.com>
- 2 **Click on**
the “Participate in ESOP 2026” button.
- 3 **Confirm your identity**
using the instructions sent by e-mail or by post.
- 4 **Read and accept the terms and conditions** for participating in ESOP 2026.
- 5 **Fill in the reservation screen.**
- 6 **Confirm** your reservation.
- 7 **Download**
the PDF summary of your subscription.

ESOP 2026 calendar

1

Reservation period

from April 28 to May 12, 2026 inclusive

You will be able to make your reservation at an unknown price on the website <https://esop.apps.ten.com>.

2

The Technip Energies share reference price and the exchange rate will be fixed on

on June 16, 2026

The subscription price of a share will be communicated to you via the website <https://esop.apps.ten.com>.

The exchange rate used to convert your personal contribution in euro will be determined on June 16, 2026 and will be communicated on the website

<https://esop.apps.ten.com>.

Although you indicate your investment amount in your local currency, you are investing an amount in euros.

If you subscribe outside the Eurozone, after the capital increase, your investment will be subject to exchange rate fluctuations between the euro and the currency of your country.

3

Subscription/cancellation period:

from June 19 to 23, 2026 inclusive

If you have made a reservation:

- You may cancel your reservation in either one or both of the offers online at <https://esop.apps.ten.com>. Partial cancellations of the amount reserved in one offer are not allowed. At the end of the subscription/cancellation period and in the absence of cancellation, your reservation will be considered a definitive and irrevocable subscription to the offer.
- You will not be able to subscribe during the subscription/cancellation period if you have previously made a reservation, even if you have requested its cancellation.

If you have not made a reservation:

- You can subscribe in one or both offers of ESOP 2026.

4

Completion of the transaction

July 30, 2026

In the weeks following the completion of the transaction, Société Générale Securities Services (SGSS), the account keeper, will send you a confirmation of your investment including the number of shares you hold in each offer.



**Your
ESOP 2026
contacts**

Your People & Culture
correspondent



Dedicated email
esop@ten.com



Please note!

Please note that during this subscription/cancellation period, if you have not made a reservation, you will not be able to invest more than 2.5% of your estimated gross annual salary for 2026, calculated in the same way as described above.

Dates relating to price fixing, the subscription/cancellation period and the completion of the transaction indicated in this document are given for information purposes only and may be subject to change.

Technip Energies periodically publishes documents containing important information about its business, strategy, risk factors inherent to the company and its business, and its financial results. You are invited to consult the documents made available by Technip Energies on its website (www.ten.com – “Investors” section).

Specific warnings:

In accordance with the provisions of Regulation (EU) No. 833/2014 and Regulation (EC) No. 765/2006, as amended, the ESOP 2026 offer is not made to Russian nationals and persons residing in Russia, nor to Belarusian nationals or persons residing in Belarus, except (i) in case of Russian nationals, if those persons are nationals of an EU Member State, of a country member of the European Economic Area or Switzerland, or have a temporary or permanent residence permit in an EU Member State, in 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.