

Reservation period  
April 28 to May 12



TECHNIP  
ENERGIES

# ESOP

2026

The logo graphic for ESOP 2026, featuring a stylized globe with a hand holding it from below.

## Employee Capital Increase

For more information, visit [esop.apps.ten.com](https://esop.apps.ten.com)



# ESOP 2026 in brief

ESOP 2026 offers you the opportunity to purchase shares in Technip Energies through Employee Shareholding Funds (FCPE) 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 <sup>1</sup>	ESOP Classic <sup>2</sup>
<b>Guaranteed return on your initial investment</b>	4% per year guaranteed <sup>3</sup>	N/A
<b>Protected initial investment in euros</b>	Personal contribution protected in euros <sup>4</sup>	Risk of capital loss
<b>Multiple of the average share price increase</b>	9.2	N/A
<b>Matching contribution</b>	No	Matching contribution of 100% of the personal contribution up to a maximum of €500 <sup>5</sup>
<b>Share subscription price</b>	Reference price minus a 20% discount	Reference price minus a 20% discount
<b>Benefit of the discount in the calculation of the gain</b>	No In the event of an average increase above the minimum guaranteed return, the gain is calculated based on the reference price (non-discounted)	Yes Potential gain calculated based on the subscription price (discounted)
<b>Dividend income</b>	No <sup>6</sup>	Yes
<b>Lock-up period</b>	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.

<sup>1</sup> In this offer, you subscribe units of the "T.EN Leverage International 2026" sub-fund of the "T.EN Shares International" FCPE in order to participate in the capital increase.

<sup>2</sup> In this offer, you subscribe units of the "T.EN Relais International 2026" FCPE which will merge with the "T.EN Classic International" sub-fund of the "T.EN Shares International" FCPE after the capital increase, subject to the decision of the Supervisory Board and the approval of the French Market Authority (AMF)

<sup>3</sup> The guaranteed minimum return of 4% per year is calculated on your personal contribution, in euros.

<sup>4</sup> Except under certain exceptional cases of termination of the swap transaction as described in the FCPE regulations

<sup>5</sup> 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>.

<sup>6</sup> In the calculation of gains, you waive the benefit of potential dividends.

## 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 FCPE units 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 and 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.

## The employee shareholding fund (FCPE)

By participating in ESOP 2026, employees will hold, after the capital increase has been completed, units in sub-funds of the “T.EN Shares International” FCPE invested in Technip Energies shares.

The “T.EN Shares International” FCPE has a Supervisory Board composed of members representing unit holders and members representing Technip Energies group entities. The members representing unit holders were elected in 2023 from among the employees who hold units in the “T.EN Shares International” FCPE. Each sub-fund is represented on the FCPE Supervisory Board.

**The Supervisory Board exercises the voting rights related to the Technip Energies N.V. Shares held in its assets; in case of a proven liquidity shortage of the stock loan (as described in the FCPE regulations), the Supervisory Board would not exercise the voting rights related to all the Shares held in the assets of the FCPE but only voting rights related to part of these Shares.**



### 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 redeem your assets before their availability date only in these cases.

# ESOP Leverage

By participating in ESOP Leverage, you benefit from:

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

At maturity or in the event of early release, you are guaranteed<sup>7</sup> to recover 100% of your personal contribution in euros.

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

Whatever the evolution of the Technip Energies share price, you are guaranteed a capitalized return of 4% per year on your personal contribution in euros 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 9.2 times the protected average increase<sup>8</sup> of the Technip Energies share price.

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

## What are the conditions for ESOP Leverage?

**In return for the guarantee of your personal contribution, and the guaranteed minimum return or the performance, as applicable, you waive:**

- **Any dividends;**
- **The benefit of the 20% discount in the calculation of the potential performance of the share:** in practice, the FCPE will purchase Technip Energies shares at a discounted price, but your gain at the end of the lock-up period or in the event of early release will be calculated on the basis of the non-discounted reference price and not on the basis of the subscription price. You will therefore not benefit from the discount in the calculation of the potential performance of the share;
- **Part of the potential increase of the Technip Energies share price at maturity or in the event of early release:**

the performance is calculated on the basis of the protected average increase of the Technip Energies share price observed during the lock-up period and not on the share price at maturity or on the date the early release is processed.

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

In addition, the management fees for your assets in the “T.EN Leverage International 2026” sub-fund of the “T.EN Shares International” fund will be deducted from your assets, within the limits specified in the rules of the “T.EN Shares International” FCPE, but without affecting the guarantee of the amount of your personal contribution plus capitalized returns.

## How does it work?

- **On the date of the capital increase (July 30, 2026)** a number of FCPE units will be allocated to you depending on the amount of your personal contribution and based on the subscription price per share.
- **As of this date** 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 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:**
    - Your personal contribution in euros + the protected average increase x 9.2 x the number of units held
- and**
- Your personal contribution in euros + the minimum guaranteed return of 4% per year capitalized.

<sup>7</sup> The personal contribution is guaranteed in euros, except in certain exceptional cases of termination of the swap transaction between the sub-fund and the bank operating the transaction, as described in the regulations of the «T.EN Shares International» FCPE with regard to its sub-fund “T.EN Leverage International”.

<sup>8</sup> See definition on page 5.

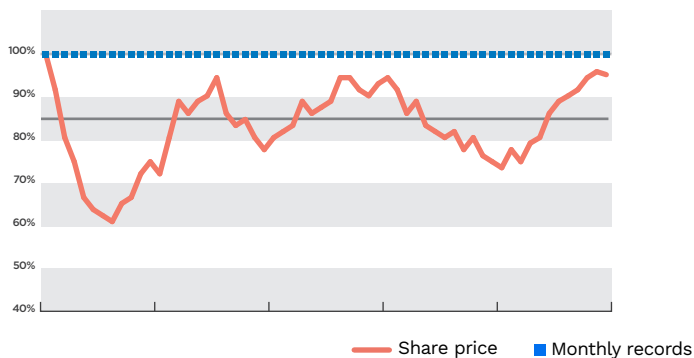


## How are the protected average increase and the gain calculated?

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



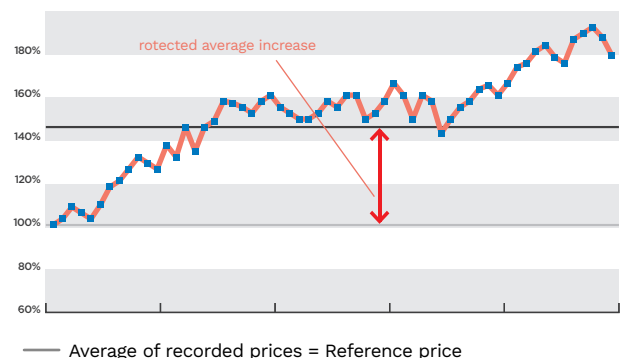
#### the protected average increase is zero:

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

### Scenario 2

or

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



#### the protected average increase is positive:

your gain = the higher between  
9.2 x the protected average increase  
x the number of units 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?

At the end of the 5-year lock-up period, you will no longer benefit from the guarantee as described above. You will be contacted at least two months before the maturity date (July 30, 2031) and asked if you wish to:

- Request the partial or total redemption of your assets,
- Transfer part or all of your assets to the "T.EN Classic International" sub-fund of the T.EN Shares International FCPE.

If you do not make any choice at the latest one month before the maturity date (July 30, 2031), your assets will be automatically transferred to the "T.EN Classic International" sub-fund of the "T.EN Shares International" FCPE (subject to the decision of the Supervisory Board and the approval of the French Market Authority (AMF)). These assets will then be subject to fluctuations of the value of the Technip Energies share price on the market, which may go upwards or downwards.

# ESOP Classic

## By participating in ESOP Classic, you benefit from:

### • A 20% discount

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 €500<sup>9</sup>.

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.

### • Potential dividends

Any dividends and income related to each share will be reinvested in the “T.EN Classic International” sub-fund of the “T.EN Shares International” FCPE and will thus increase the value of your assets.

### • A potential gain

The potential gain corresponds to the redemption proceeds of your units valued according to the Technip Energies share price at redemption minus the amount of your initial investment.

**Your potential gain also takes into account any dividends that will be automatically reinvested in the FCPE by increasing the value of your FCPE units.**

<sup>9</sup> 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 redemption of your assets, the value of your assets 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.

In addition, the management fees for your assets in the “T.EN Classic International 2026” sub-fund of the “T.EN Shares International” fund will be deducted from your assets, within the limits specified in the rules of the “T.EN Shares International” FCPE.

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

By participating in ESOP Classic, you subscribe units of the “T.EN Classic International” sub-fund of the “T.EN Shares International” FCPE.

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

- Keep your assets in the “T.EN Classic International” sub-fund of the “T.EN Shares International” FCPE;
- or
- Request the partial or total redemption of your assets.

# 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:**

- **No minimum investment.**
- **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 also take into account for the calculation of the limit the contribution of the bank to the offer which is equal to 9 times the amount of your personal contribution. On the other hand, the matching contribution offered in 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 in euros will be lower than the indicative amount based on the temporary exchange rate.

## 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 when you exit the scheme.

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

## 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.



### 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](http://www.ten.com) – “Investors” section).

**Specific warnings:**

The FCPEs offered in ESOP 2026 are not open to subscription by residents of the United States of America. For more information, please refer to the regulations and key information documents of the FCPE “T.EN Shares International”. This document is not intended for use by residents or citizens of the United States of America and “U.S. Persons” as that term is defined by Regulation S of the Securities and Exchange Commission under the U.S. Securities Act of 1933 and set forth on the Company’s website [www.amundi.com](http://www.amundi.com) (under “Legal Notice”) for the management of the financial products described herein.

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 Belarusian nationals, if those persons are nationals of a EU Member State or have a temporary or permanent residence permit in a EU Member State.