



ESOP 2026

Country Supplement

USA

You have been invited to invest in shares of Technip Energies N.V., in the context of the share offering reserved to employees of the group (the "**ESOP 2026**").

You will find below local offering information and a summary of the main tax consequences applying to your investment if you participate to ESOP 2026.

This document is provided to you in addition to the documents relating to ESOP 2026 and in particular, the Information Brochure, the SAR Notice, and the Terms and Conditions of the offer. For additional details, please also refer to the Regulations of the International Group's Savings Plan of Technip Energies N.V. All documents are made available to you on the offer website [https:// esop.apps.ten.com](https://esop.apps.ten.com).

Technip Energies N.V. shares are listed on Euronext Paris. The value of your investment will depend on the value of Technip Energies N.V. shares and therefore implies a risk.

Neither your employer nor Technip Energies N.V. can give you investment advice nor any guarantee as to the future price of the Technip Energies share. You are encouraged to consult the Annual Report of Technip Energies N.V. which contains important information on its activities, strategy, financial results and certain risks associated with its business and investment in Technip Energies shares.

If you do not understand the contents of the documents made available to you in the context of ESOP 2026, the nature of the investment, or the comparative risks and benefits associated with ESOP 2026, you should contact an authorised financial advisor.

ESOP 2026 is proposed to you because you are an employee of a company within the Technip Energies group.

Participation in this offering is not obligatory and your decision to participate or not will have no impact on your employment with your employing company of the Technip Energies group.

Local Offering Information

SECURITIES LAW NOTICE

The securities offered hereby will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), or under any state securities laws, and neither the United States Securities and Exchange Commission nor any state securities commission has approved or disapproved the securities or passed on the adequacy or accuracy of this local supplement, Brochure or any other documents delivered to you in connection with ESOP 2026. Any representation to the contrary is a criminal offense. The securities are offered pursuant to exemptions provided by the Securities Act, and certain state securities laws and certain rules and regulations promulgated pursuant thereto. The securities may not be sold, transferred or otherwise disposed of within the United States in the absence of an effective registration statement under the Securities Act or an exemption from the registration requirements under the Securities Act and applicable state securities laws. Technip Energies N.V. may require an opinion of counsel that an exemption from registration is available. In addition, the shares offered hereby will be subject to a five-year holding period during which you may not sell or transfer the shares, except under certain limited circumstances.

Notwithstanding anything to the contrary in this country supplement or other documents relating to ESOP 2026, Technip Energies N.V. will not be obligated to sell or deliver any shares under the offering unless and until it is satisfied that the sale or delivery complies with all applicable laws and regulations, including the requirements for exemption from registration under the Securities Act, the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and all applicable state securities laws.

Rule 701: ESOP 2026 is a "compensatory benefit plan" within the meaning of Rule 701(c)(2) under the Securities Act, and Technip Energies N.V. will be relying on the exemption from registration under the Securities Act provided by such Rule 701. The Brochure, the Rules of the Plan and this country supplement together constitute the "Plan Document" for purposes of Rule 701. These documents can be obtained via <https://esop.apps.ten.com>.

ERISA: ESOP 2026 is not subject to any provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

PAYMENT OF YOUR PERSONAL CONTRIBUTION

You may opt for payment of your personal contribution:

- by wire transfer or ACH

My payment must be received by 14 August 2026. In case of oversubscription, if my order is reduced, I will be informed of the exact amount to be paid.

AND/OR

- by deduction from your salary, in 6 instalments.

The amount corresponding to the amount indicated by you for this payment method will be advanced by your employer and will be reimbursed by you in 6 instalments of equal amount to

be deducted from your salary, starting from 7 August 2026 or 14 August 2026, depending on your payroll schedule.

Salary deductions may be subject to limitations. Please review and consider any applicable limits when you decide upon the amount to be paid in instalments.

HOLDING PERIOD AND EARLY RELEASE EVENTS

Your investment in this offering is subject to a mandatory 5-year lock-up period, starting from the date of issuance of shares.

However, an early release can be requested in case of occurrence of any of the following events:

- Your death,
- Your disability (as defined under Section 409A (as defined below)),
- Termination of your employment (provided that such termination meets the definition of "separation from service" under Section 409A).

In all the cases listed above, payment of the SAR is made automatically upon occurrence of the event and irrespective of whether you or your heirs decide to maintain the investment in shares subscribed in ESOP 2026. If the sale of your shares is not requested at the same time, your investment will no longer benefit from the protection.

You may not conclude that an early release is available to you unless you have described your specific case to your employer and your employer has confirmed that it applies to your situation. Supporting documents will be required from you.

More generally, payment of your SARs prior to maturity date will be made only in the cases that are defined above and in compliance with the definitions under Section 409A of the U.S. Internal Revenue Code (the "Code") and the regulations and guidance promulgated thereunder ("Section 409A").

Please review the SAR Notice for all details.

REPORTING REQUIREMENTS IN CONNECTION WITH YOUR INVESTMENT

Reporting requirements may apply because the shares will be held in a securities account maintained by a non-U.S. financial institution, Société Générale Securities Services.

The Bank Secrecy Act requires U.S. persons who own a foreign bank account, brokerage account, mutual fund, unit trust, or other financial account to file a FinCEN Form 114, Report of Foreign Bank and Financial Authority ("FBAR"), if:

- the person has financial interest in, signature authority, or other authority over one or more accounts in a foreign country; and
- the aggregate value of all foreign financial accounts exceeds \$10,000 at any time during the calendar year.

Accordingly, you could be required to file a FinCEN Form 114 if the value of your Technip Energies N.V. shares, when combined with the value of any other foreign financial accounts in which you have an interest, exceeds \$10,000. FinCEN Form 114 must be filed electronically and is due April 15 following the year being reported on.

In addition, you may be required to file Form 8938 with the Internal Revenue Service with respect to "specified foreign financial assets," including Technip Energies N.V. shares, if the total foreign assets that you hold outside the United States exceeds a threshold that, depending on your individual circumstances, can be as low as \$50,000. Form 8938, if required, would be filed with your annual tax return.

For tax reporting, please see "Tax Information" below.

LABOR LAW DISCLAIMER

This offer is made to you by the Dutch company Technip Energies N.V., not by your local employer. ESOP 2026 does not form part of your employment agreement and does not amend or supplement such agreement. This offer does not constitute a right granted and participation in ESOP 2026 in no way confers any right to participate in similar transactions. There is no obligation for Technip Energies N.V. to launch new offerings in subsequent years.

Gains or benefits that you may receive or be eligible for under ESOP 2026 will not be taken into consideration to determine the amount of any future compensation, payments or other entitlements that may be due to you (including in cases of termination of employment).

Tax Information

This summary sets forth general principles that are expected to apply to employees who participate to ESOP 2026 and are and remain during the whole period of their investment resident of the USA for the purposes of the tax laws of the USA.

This summary is given for informational purposes only and should not be relied upon as being either complete or conclusive. The tax treatment that applies to you may differ from the regime described below depending on your personal situation, and in particular in the case of international mobility. For definitive advice, employees should consult their own tax advisors

The tax consequences listed below are described in accordance with the tax laws and tax practices, all of which as are applicable in February 2026. These laws and practices may change over time.

ESOP CLASSIC

In participating to ESOP Classic, you subscribe for Technip Energies N.V. shares at a discounted price, and you benefit from a matching contribution.



Will I be required to pay any tax and social charges at the time of my subscription?

→ With respect to the discount

Yes, you will recognize taxable compensation income in the amount of the difference between the fair market value of the shares you acquire in the Offer and the amount of your personal investment.

For tax purposes, the reference price should be accepted as the fair market value of the shares. Accordingly, in practice, your taxable amount should correspond to the discount offered in ESOP 2026.

Income as recognized above will be treated as additional compensation income (ordinary income) and will be reported by your Technip Energies employer as additional compensation on your Form W-2 for 2026. Further, this additional compensation will be subject to immediate withholding of federal income taxes, payroll taxes (Social Security and Medicare taxes under the Federal Insurance Contributions Act), as well as state and local income taxes, depending on the state in which you work or reside.

Under U.S. federal income tax law, ordinary income is taxed at federal income tax rates of up to 37% (in 2026).

Social Security and Medicare taxes are imposed on annual wages at a combined rate of 7.65% (i.e., 6.2% for Social Security and 1.45% for Medicare), and an additional 0.9% Medicare tax is imposed on wages in excess of \$200,000 for single filers (\$250,000 for married couples filing jointly) (in 2026). The Social Security rate applies to wages within the Social Security wage base, which is \$184,500 as of January 2026 and is adjusted annually. Medicare tax is imposed on all wages.

→ **With respect to the matching contribution?**

Yes, the fair market value of the shares subscribed with the amount of employer matching contribution will be subject to income tax and Social Security/Medicare taxes in the same manner as described above for the discount.

→ **With respect to the payment facility granted by my employer?**

If the amount advanced to you (combined with all other loans extended to you by your employer) exceeds \$10,000, imputed interest will be imposed on the total amount of the interest-free loan, based on interest rates published by the Internal Revenue Service. The imputed interest will be considered part of your compensation and will be taxable in the same manner as described above with respect to the discount and matching contribution.



If dividends are distributed by Technip Energies N.V. during the investment period, will I be required to pay tax and social charges on such dividends?

In France, dividends distributed by Technip Energies N.V., if any, to U.S. beneficiaries during the lock-up period are subject to withholding tax at 12.8%. This tax will be withheld automatically at the time of payment of dividends to you.

In the United States, for U.S. federal income tax purposes, the gross amount of the dividend, before taking account the French withholding tax, will also be subject to U.S. federal income tax. Upon receiving any dividend paid in Euros, including any French taxes withheld, you will be required to include in income the U.S. dollar value of the Euro amount calculated by reference to the spot rate in effect on the date of receipt. The calculation will be made with respect to the U.S. dollar equivalent regardless of whether you actually convert the Euros into U.S. dollars.

The U.S. federal income tax rate for dividends that meet the conditions for treatment as “qualified dividend” income is 20% for individuals with taxable income above \$545,500 (\$613,700 for married couples filing jointly) and 15% for individuals with taxable income more than \$49,450 but less than or equal to \$545,500 (more than \$98,900 but less than or equal to \$613,700 for married couples filing jointly) (in 2026). Technip Energies N.V. shares are expected to meet these conditions if certain holding periods are satisfied.

Non-qualified dividends are taxed at ordinary income tax rates.

Dividend income may also be subject to a 3.8% Medicare tax. This tax is imposed on net investment income, which generally includes income from dividend, if a taxpayer’s modified adjusted gross income is higher than a certain threshold amount. The amount of net investment income subject to this tax is the lesser of (a) total net investment income; or (b) the amount of a taxpayer’s modified adjusted gross income that exceeds \$200,000 (\$250,000 for married couples filing jointly; \$125,000 for couples filing separately) (in 2026).

Dividends may also be subject to U.S. state and local income taxes, depending on the state in which you work or reside.

Subject to certain conditions and limitations, you may claim the French withholding tax that was collected on any dividends paid to you as a credit against your U.S. federal income tax liability or, alternatively, as a deduction.

In any year in which you recognize income related to the Technip Energies N.V. shares you acquired, you will be required to report the relevant amounts on your annual federal income tax return (e.g. IRS Form 1040) and any applicable state or local tax return.



Will I be required to pay any tax and social charges when I ask for the sale of my shares?

Yes, the gain on the sale of shares (equal to the difference between (i) the sale proceeds and (ii) the acquisition cost of such shares including both the employee's investment and any amount recognized as income in connection with the purchase, such as the employer matching contribution) will be subject to U.S. federal income tax as:

- Long-term capital gains if the shares are held for more than one year; and
- Short-term capital gain (taxed at rates applicable to ordinary income) if the shares are held for one year or less. The one-year period starts as of the day after the shares are transferred to your account with the custodian.

The tax rate for long-term capital gains in the U.S. is currently 20% for individuals with taxable income above \$545,500 (\$613,700 for married couples filing jointly) and 15% for individuals with taxable income more than \$49,450 but less than or equal to \$545,500 (more than \$98,900 but less than or equal to \$613,700 for married couples filing jointly) (in 2026). Short-term capital gain is subject to U.S. federal income tax at the same rates that apply to ordinary income.

In general, Social Security taxes are not imposed on capital gains from the sale of shares. However, your capital gains may be subject to the 3.8% Medicare tax on net investment income described under the above section on taxation of dividends. Net investment income includes capital gains from the sale of shares.

Your employer will not withhold such tax for you. You are responsible for paying the taxes due upon the sale or disposition of shares.

ESOP LEVERAGE

In participating to ESOP Leverage, you invest in Technip Energies N.V. shares and you receive Stock Appreciation Rights ("SAR"). You benefit from a protection of the amount of your personal contribution in Euro (except in certain exceptional cases described in the SAR Notice). In addition, you benefit from the higher of either (i) the minimum guaranteed return of 4% per year on your personal contribution, or (ii) 7 times the average increase in Technip Energies' share price, if any, compared to the Reference Price.



Will I be required to pay any tax and social charges at the time of my subscription?

→ With respect to the discount

Yes, you will recognize taxable compensation income in the amount of the difference between the fair market value of the shares you acquire in the Offer and the amount of your personal investment.

For tax purposes, the reference price should be accepted as the fair market value of the shares. Accordingly, in practice, your taxable amount should correspond to the discount offered in ESOP 2026.

Income as recognized above will be treated as additional compensation income (ordinary income) and will be reported by your Technip Energies employer as additional compensation on your Form W-2 for 2026. Further, this additional compensation will be subject to immediate withholding of federal income taxes, payroll taxes (Social Security and Medicare taxes under the Federal Insurance Contributions Act), as well as state and local income taxes, depending on the state in which you work or reside.

Under U.S. federal income tax law, ordinary income is taxed at federal income tax rates of up to 37% (in 2026).

Social Security and Medicare taxes are imposed on annual wages at a combined rate of 7.65% (i.e., 6.2% for Social Security and 1.45% for Medicare), and an additional 0.9% Medicare tax is imposed on wages in excess of \$200,000 for single filers (\$250,000 for married couples filing jointly) (in 2026). The Social Security rate applies to wages within the Social Security wage base, which is \$184,500 as of January 2026 and is adjusted annually. Medicare tax is imposed on all wages.

→ With respect to the SARs?

No taxation arises on SARs at the time of subscription in ESOP Leverage.

→ With respect to the payment facility granted by my employer?

If the amount advanced to you (combined with all other loans extended to you by your employer) exceeds \$10,000, imputed interest will be imposed on the total amount of the interest-free loan, based on interest rates published by the Internal Revenue Service. The imputed interest will be considered part of your compensation and will be taxable in the same manner as described above with respect to the discount.



If dividends are distributed by Technip Energies N.V. during the investment period, will I be required to pay tax and social charges on such dividends?

In France, dividends distributed by Technip Energies N.V., if any, to U.S. beneficiaries during the lock-up period are subject to withholding tax at 12.8%. This tax will be withheld automatically at the time of payment of dividends to you.

In the United States, for U.S. federal income tax purposes, the gross amount of the dividend, before taking account the French withholding tax, will also be subject to U.S. federal income tax. Upon receiving any dividend paid in Euros, including any French taxes withheld, you will be required to include in income the U.S. dollar value of the Euro amount calculated by reference to the spot rate in effect on the date of receipt. The calculation will be made with respect to the U.S. dollar equivalent regardless of whether you actually convert the Euros into U.S. dollars.

The U.S. federal income tax rate for dividends that meet the conditions for treatment as “qualified dividend” income is 20% for individuals with taxable income above \$545,500 (\$613,700 for married couples filing jointly) and 15% for individuals with taxable income more than \$49,450 but less than or equal to \$545,500 (more than \$98,900 but less than or equal to \$613,700 for married couples filing jointly) (in 2026). Technip Energies N.V. shares are expected to meet these conditions if certain holding periods are satisfied.

Non-qualified dividends are taxed at ordinary income tax rates.

Dividend income may also be subject to a 3.8% Medicare tax. This tax is imposed on net investment income, which generally includes income from dividend, if a taxpayer’s modified adjusted gross income is higher than a certain threshold amount. The amount of net investment income subject to this tax is the lesser of (a) total net investment income; or (b) the amount of a taxpayer’s modified adjusted gross income that exceeds \$200,000 (\$250,000 for married couples filing jointly; \$125,000 for couples filing separately) (in 2026).

Dividends may also be subject to U.S. state and local income taxes, depending on the state in which you work or reside.

Subject to certain conditions and limitations, you may claim the French withholding tax that was collected on any dividends paid to you as a credit against your U.S. federal income tax liability or, alternatively, as a deduction.

In any year in which you recognize income related to the Technip Energies N.V. shares you acquired, you will be required to report the relevant amounts on your annual federal income tax return (e.g. IRS Form 1040) and any applicable state or local tax return.



Will I be required to pay any tax and social charges when I ask for the sale of my shares?

Yes, the gain on the sale of shares (equal to the difference between (i) the sale proceeds and (ii) the acquisition cost of such shares including both the employee’s investment and any amount recognized as income in connection with the purchase, such as the employer matching contribution) will be subject to U.S. federal income tax as:

- Long-term capital gains if the shares are held for more than one year; and
- Short-term capital gain (taxed at rates applicable to ordinary income) if the shares are held for one year or less. The one-year period starts as of the day after the shares are transferred to the employee's account with the custodian.

The tax rate for long-term capital gains in the U.S. is currently 20% for individuals with taxable income above \$545,500 (\$613,700 for married couples filing jointly) and 15% for individuals with taxable income more than \$49,450 but less than or equal to \$545,500 (more than \$98,900 but less than or equal to \$613,700 for married couples filing jointly) (in 2026).

Your capital gains may be subject to the 3.8% Medicare tax on net investment income described under the above section on taxation of dividends.

Your employer will not withhold such tax for you. You are responsible for paying the taxes due upon the sale or disposition of shares.



Will I be required to pay any tax and social charges when I receive the SAR pay-out from my employer?

You will recognize income equal to the amount of the cash received as pay-out on the SARs.

Income as recognized above will be treated as additional compensation income (ordinary income) and will be reported by your Technip Energies employer as additional compensation on your Form W-2 for 2026. Further, this additional compensation will be subject to immediate withholding of federal income taxes, payroll taxes (Social Security and Medicare taxes under the Federal Insurance Contributions Act), as well as state and local income taxes, depending on the state in which you work or reside.

Under U.S. federal income tax law, ordinary income is taxed at federal income tax rates of up to 37% (in 2026).

Social Security and Medicare taxes are imposed on annual wages at a combined rate of 7.65% (i.e., 6.2% for Social Security and 1.45% for Medicare), and an additional 0.9% Medicare tax is imposed on wages in excess of \$200,000 for single filers (\$250,000 for married couples filing jointly) (in 2026). The Social Security rate applies to wages within the Social Security wage base, which is \$184,500 as of January 2026 and is adjusted annually. Medicare tax is imposed on all wages.