

Shareholder's Guide

Issue 2023



TotalEnergies

Contents

Editorial

Chief Financial Officer

P.3

A multi-energy
company

P.4

TotalEnergies supports the
Sustainable Development Goals

P.6

Our key figures

P.7

Shares on the stock exchange

P.8

Our shareholder
return policy

P.9

Types
of shareholding

P.10

Managing my shares

P.11

Stock exchange orders
and shareholders' rights

P.12

Taxation on dividends
for shares not held in a PEA

P.13



© TMS Cardiff Gas Ltd - TotalEnergies

Taxation on capital gains
for shares not held in a PEA

P.17

French equity savings plan
(Plan d'Épargne en Actions, "PEA")

P.20

Transferring share ownership

P.22

Annual Shareholders'
Meeting

P.24

Shareholder relations

P.25

Quality Charter
Individual Shareholder Relations

P.26

Editorial by the Chief Financial Officer

Dear Shareholders,

2022 was marked by the upheaval caused by the war in Ukraine and its major impact on energy prices.

Your Company has once again demonstrated the relevance of its balanced multi-energy strategy, which has enabled it to be the most profitable Major⁽¹⁾ company in 2022.

Anchored on two pillars, Oil & Gas, notably liquefied natural gas, and Integrated Power, the energy at the heart of the energy transition, TotalEnergies is in a very favorable position to take advantage of changing energy prices.

Thanks to refocusing the oil and gas portfolio on assets and projects with low breakeven and low greenhouse gas emissions, and to the diversification into electricity, notably renewable, through an integrated strategy from production to customer, the Company is implementing its transition strategy while offering an attractive shareholder return.

We are convinced that this balanced transition strategy, with the very strong fundamentals that the Company benefits



© Lutt Julien - Capa - TotalEnergies

Jean-Pierre Sbraire

from, is creating value for our 1,500,000 individual shareholders. More and more of you are trusting us and we thank you for that.

The entire Shareholder relations team is on hand to help you and listen to any queries you may have, so feel free to contact them.

I hope you enjoy reading the 2023 edition of the TotalEnergies Shareholders' Guide.

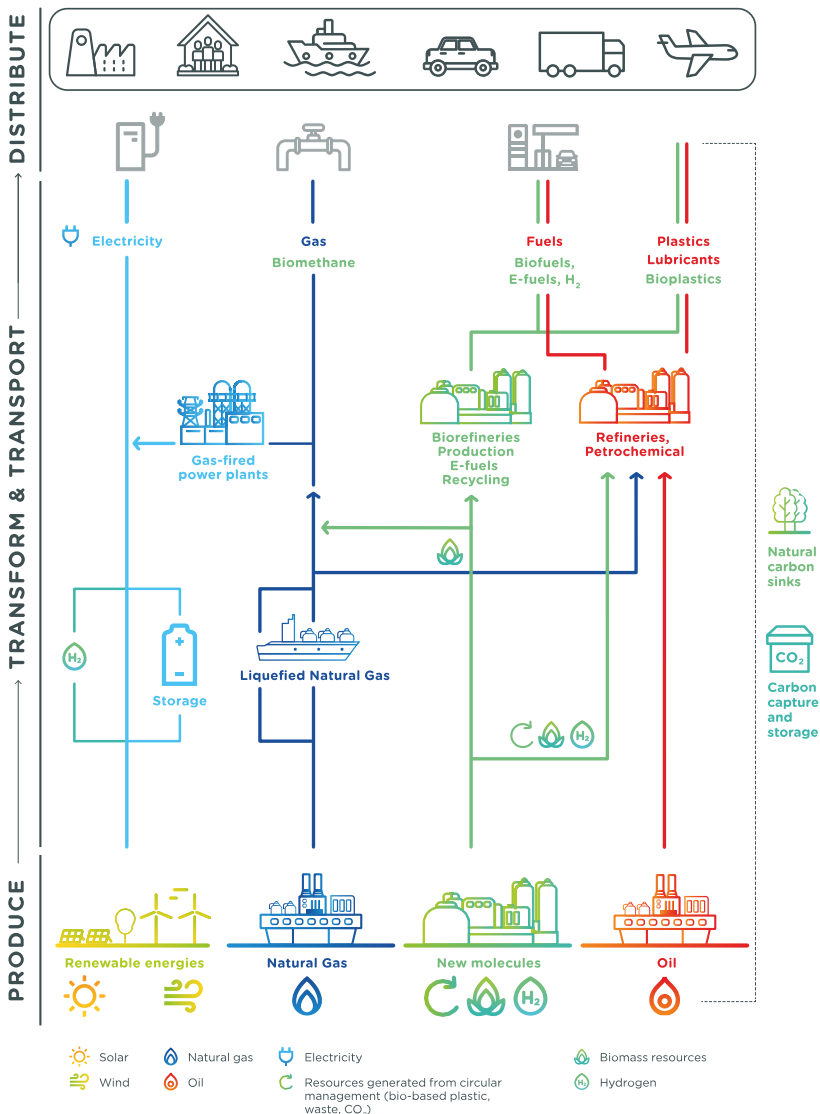
(1) Return on average capital employed of 28% higher in 2022 than Exxon, Chevron, Shell and BP

A multi-energy company

TotalEnergies is a global multi-energy company that produces and markets energies: oil and biofuels, natural gas and green gases, renewables and electricity.

Our 100,000 employees are committed to energy that is ever more affordable, more sustainable, more reliable and accessible to as many people as possible. Active in more than 130 countries, TotalEnergies puts sustainable development in all its dimensions at the heart of its projects and operations to contribute to the well-being of people.

Our integrated value chains



Net Zero by 2050, Together With Society

How?

Develop a multi-energy solution

ELECTRICITY

- Rank among the **top 5** producers of renewable electricity (wind and solar)
- Achieve the same customer recognition in **electric mobility** tomorrow as we have in fuel retailing today

NATURAL GAS

- Cement our position among the **top 3** in LNG
- Set the **standard** in the reduction of gas chain emissions

LOW-CARBON MOLECULES

- Develop production of **biogas** and **biofuels** with a 10% share of the global SAF market in 2030
- Produce 1 million tons of **clean hydrogen/e-fuels** by 2030

OIL PRODUCTS

- Focus on projects with low **emissions** and low technical **costs**
- Set the **standard** in the reduction of oil chains emissions

Reduce Scope 1 + 2 emissions⁽¹⁾

- Improve the **efficiency** of our facilities
- Work towards zero **methane emission**
- Capture and store **carbon** from our facilities
- **Offset** residual emissions

(1) Scope 1 and 2 emissions are generated by TotalEnergies' operations: production (oil, gas, renewables, electricity storage, end products and purchased goods) and transformation (refining, liquefaction, gas-fired combined cycle power plants).

Take action together with society

- Guide our **customers** towards lower-carbon energies
- Promote a **circular economy** approach in the use of biomass and plastics
- Develop a carbon **storage** offer for our customers with capacity exceeding 10 Mt/year by 2030⁽¹⁾
- Forge partnerships with our top 1,000 suppliers to reduce emissions from our **purchasing**

(1) Overall capacity, that includes storage for our facilities as well as the storage offer for our customers

As a member of the UN Global Compact, TotalEnergies supports the Sustainable Development Goals

TotalEnergies incorporates sustainable development into every aspect of its strategy, projects and operations.

We want to **set a benchmark** for endorsement of the United Nations Sustainable Development Goals.



Each year we issue a special report that details our progress. Read the *Sustainability & Climate - 2023 Progress Report*

Our Key Figures



\$20.5bn

in net income⁽¹⁾
in 2022



World no.3

in liquefied
natural gas



8.8 million

gas and power
customers
in Europe



A goal of

150,000
charge points

for electric vehicles



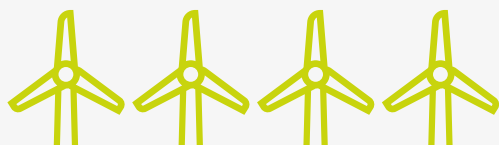
> \$4 billion
invested

in low-carbon energies
in 2022



30%

circular polymers
per year by 2030



17 GW

of gross installed renewable
power generation capacity
in 2022

100 GW

in production
capacity
by 2030



More than **8 million**
customers served in more
than **14,600 service**
stations each day



100 hydrogen
stations

operated in Europe by 2030



2.8 mboe/day

produced in 2022,
of which **53%** is natural gas



740

professional
competencies



More than
3,500
researchers
in our 18 R&D centers



\$1 billion+

invested in R&D and digital
development in 2022,
with **58%** allocated to
decarbonization solutions

(1) on IFS basis

Shares on the stock exchange

Quotation

Stock exchanges and markets

Paris (Euronext Paris), Bruxelles (Euronext Brussels), Londres (London Stock Exchange) and New York (New York Stock Exchange or NYSE)

Codes (Euronext)

ISIN	FR0000120271
Reuters	TTEF.PA
Bloomberg	TTE FP
Ticker	TTE
LEI	529900S21EQ1B04ESM68

Per value as at December 31, 2022

€2.50

Included in the following ESG indices (Environment, Social, Governance)

DJSI World, DJSI Europe, FTSE4Good, MSCI Europe ESG Leader and Euro Stoxx 50 ESG.

Market capitalization⁽¹⁾ as at December 31, 2022

€153.6 billion⁽²⁾

\$162.6 billion⁽³⁾

Debt credit rating as at December 31, 2022

(long-term/outlook/short-term)

Standard & Poor's: A+/Stable/A-1

Moody's: A1/Stable/P-1

Weight in the main stock indices as at December 31, 2022

CAC 40 ⁽⁴⁾	9.93%	2 nd position
EURO STOXX 50	5.42%	3 rd position
STOXX EUROPE 50	3.38%	9 th position

Free float factor determined by Euronext (CAC 40): 95%

Free float factor determined by Stoxx (Euro Stoxx 50): 100%

Sources: Euronext and Stoxx

Share performance

Change in share prices between January 1 and December 31, 2022 compared with that of the share prices of its main peers listed in Europe and the United States:

In Europe

(% calculated on the basis of the closing price in local currency)

TotalEnergies (euro)	31.41%
Shell A (euro)	37.13%
BP (pound sterling)	43.69%
ENI (euro)	8.72%

Source: Bloomberg

In the United States (American Depositary Receipts prices for European companies)

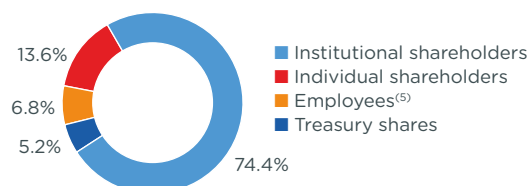
(% calculated on the basis of the closing price in US\$)

TotalEnergies (euro)	25.52%
ExxonMobil	80.26%
Chevron	52.95%
Shell A (euro)	31.22%
BP	31.17%
ENI	3.65%

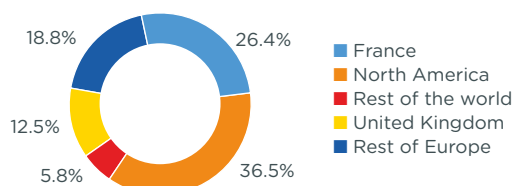
Source: Bloomberg

Shareholding structure as at December 31, 2022

By shareholder type



By area⁽⁶⁾



(1) Shares composing the share capital as of December 31, 2022: 2,619,131,285.

(2) Closing share price on Euronext Paris on December 31, 2022: €58.65.

(3) ADR price at closing in New York on December 31, 2022: \$62.08.

(4) Based on free float adjusted market capitalization. The free float factor is rounded to the nearest multiple of 5%.

(5) Based on the definition of employee shareholding set forth in Article L. 225-102 of the French Commercial Code and Article 11 paragraph 6 of the Articles of Association of the Company.

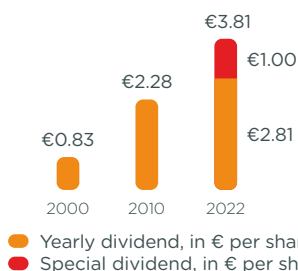
(6) Excluding treasury shares

Our shareholder return policy

More than 1,500,000 shareholders have placed their trust in TotalEnergies and benefit from the growth of the company. Our dividend, paid quarterly, offers an attractive yield.

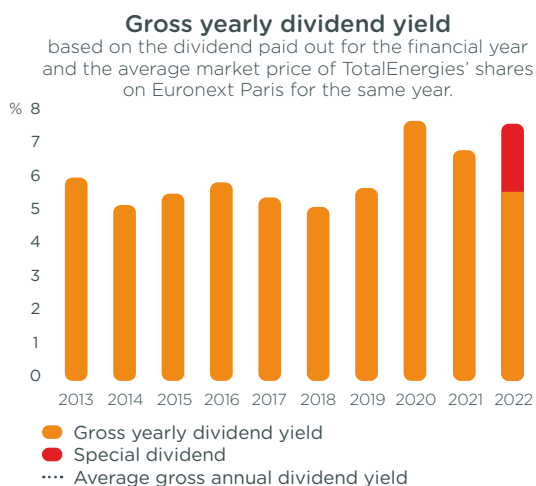
€3.81

dividend paid per share for 2022:
ordinary dividend of €2.81 and special dividend of €1 paid in December 2022



6%

Gross yearly dividend yield on average over the past 10 years (2013 to 2022)



Confident in the ability of TotalEnergies to transform itself into a sustainable multi-energy company and increase the return to shareholders, the Board of Directors confirmed its policy of supporting the dividend through economic cycles and proposed the distribution of a final dividend for 2022 of €0.74 per share and a special dividend of €1 per share, thereby setting the dividend for 2022 at 3.81€ per share.

For the 2023 dividend, the Board of Directors met on July 26, 2023 and decided the distribution of a second interim dividend in the amount of €0.74/ share, up 7.25% year-on-year.

Given the strong cash flow generation and its solid balance sheet, TotalEnergies repurchased in the fourth quarter 2022 34.7 million shares for \$2 billion for their cancellation. In 2022, 128.9 million shares were repurchased for cancellation, representing 4.92% of the share capital, for \$7 billion.

2023 dividend

The tentative schedule of 2023 ex-dividend dates⁽¹⁾ is as follows⁽²⁾:

- First interim Dividend: September 20, 2023
- Second interim Dividend: January 2, 2024
- Third interim Dividend: March, 20, 2024
- Final dividend: June 19, 2024

TotalEnergies confirms its priorities in terms of cash flow allocation: investing in profitable projects to implement its strategy of transition into a multi-energy company, supporting the dividend through economic cycles, maintaining a solid balance sheet with a target rating at an “AA” level, realizing buybacks to share surplus cash flow generated at high prices and possibly a special dividend in the event of very high prices.

(1) Date (at market opening) from which the TotalEnergies share is traded without its dividend or ex-entitlement.
 (2) Subject to the decisions of the Board of Directors and Annual Shareholders’ Meeting. The tentative schedule concerns the ex-dividend dates of shares traded on Euronext Paris.



For further information: visit totalenergies.com under the heading investors/Shares and dividends/Dividends

Types of shareholding

To become a TotalEnergies shareholder, you need to hold only one share. Being a TotalEnergies shareholder means being a player in the energy transition. By becoming the owner of one share, you express your confidence in our strategy, outlook, and our management.

There are 2 options to buy TotalEnergies shares:

	1	OR	2
	Through our agent, Société Générale Securities Services		Through your bank or broker
Your shares can be held as...	PURE REGISTERED Shares are registered in the name of the shareholder with our agent, Société Générale Securities Services, who directly manages them (sale, purchase, coupons, notices of shareholders' meetings, etc.) without the shareholder having to choose a financial intermediary.		You can then choose between these two types of shareholding ADMINISTERED REGISTERED OR BEARER Shares are registered in the name of the shareholder with our agent, Société Générale Securities Services, but the financial intermediary chosen by the shareholder retains the management (sale, purchase, coupons, etc.). Your shares are held by your bank or broker.
Management fees	No custodial or management fees. Brokerage fee of 0.19% (before tax) on the gross amount of the transaction, with no minimum charge and up to €1,000 per transaction.		Your bank or broker determines the management fees.
Voting rights	Simple voting right: one share = one voting right.		Simple voting right: one share = one voting right.
Information about TotalEnergies	You receive all the documents published by the Company for its individual shareholders, either by post or e-mail.		You receive all the documents published by the Company for its individual shareholders, either by post or e-mail. You need to request some of the documents from TotalEnergies.
Annual Shareholders' Meeting	All the documents needed to participate in the Annual Shareholders' Meeting are sent to you. You can receive your invitation and vote online.		All the documents needed to participate in the Annual Shareholders' Meeting are sent to you. You can receive your invitation and vote online. You need to complete the formalities with your bank or broker.
Shareholders' Club membership	To be requested via the e-cercle.totalenergies.com website, for shareholders who hold at least 50 shares.		To be requested via the e-cercle.totalenergies.com website, for shareholders who hold at least 50 shares. To be requested via the e-cercle.totalenergies.com website, for shareholders who hold at least 100 shares
Annual tax reporting	You receive a French tax form (IFU) to declare the dividend income on your TotalEnergies shares and the amount of shares sold during that year. Capital gains can be calculated when the market price is known.		Your bank or broker sends you the French tax form listing all the operations on your securities account and mentioning all the sales of shares carried out during the year. Some banks or brokers offer to calculate the capital gains (usually for a fee).
Inclusion in a PEA (equity savings plan)	We strongly encourage shareholders not to declare PEA-account shares as pure registered shares, considering the complexity of the regulations involved.		Yes. Your bank or broker may claim higher management fees than for bearer shares. Yes. Your bank or broker determines the management fees.
Eligibility for the SRD deferred settlement system	No.		Yes. Your bank or broker may refuse though.



If you are or would like to become a registered shareholder, in order to rapidly and simply receive all useful information about TotalEnergies, we invite you to provide your e-mail address during the securities account opening process. In case of any change, you can modify your e-mail address directly on <https://sharinbox.societegenerale.com/en>

Managing my shares



© ROUSSEL Marc - TotalEnergies

How do you buy TotalEnergies' shares?

- You would like to become a shareholder with **pure registered shares** and benefit from the advantages that come with this type of shareholding?

Contact our agent, Société Générale Securities Services, at the number dedicated to TotalEnergies' shareholders: +33 (0)2 51 85 67 89.

Voice server accessible 24/7.

An adviser will answer you by phone from Monday to Friday from 9:30 a.m. to 6:00 p.m. (CET).

Or on the Internet, at:

<https://sharinbox.societegenerale.com>

- You would like to become a **shareholder with bearer shares**?

Contact your bank or broker directly.

How do you register your bearer shares as pure registered shares?

Complete the registration form that can be downloaded on totalenergies.com, under the heading Investors / Individual shareholders / Being a TotalEnergies shareholder, and send it to your bank or broker.

Once Société Générale Securities Services receives the shares, they will send you a certificate of account registration and will request the following:

- Bank account details (or postal account or savings account details) for payment of dividends,
- An Account Management Agreement to be completed, signed and returned by post as soon as possible, accompanied by supporting identity and proof of address documents.
- Transferring your shares to pure registered, can generate extra costs billed by your bank or broker.

How do you register your bearer shares as administered registered shares?

Complete the registration form, that can be downloaded on totalenergies.com, under the heading Investors / Individual shareholders / Being a TotalEnergies shareholder, and send it to your bank or broker.

- Registration of shares as administered registered can generate extra costs billed by your bank or broker.
- If you buy or obtain new shares, they are not automatically listed in the TotalEnergies register. A new transfer request form must be completed and sent to your bank or broker.

Stock exchange orders and shareholders' rights

The main types of orders

WITH PRICE FIXING

- maximum at purchase
- minimum at sale

Limited price order

It is only executed when the price falls below or is equal to the purchase limit or rises above or is equal to the sale limit. Execution may be partial.

Example: an order to buy 400 TotalEnergies shares at a **price limited to €55**, and with a "day" validity period, sent to the market during the session of January 20, 2023, could not be executed because the share price was above this price all day (lowest price of this session at €58.85).

WITHOUT PRICE FIXING

Market order

There is no price limit. It has priority over other types of orders. Its execution is total.

Example: an order to buy 400 TotalEnergies shares on **the market** and with a "day" validity period, sent to the market during the session of January 20, 2023, could have been executed at an average unit price of €59.

Order at best limit

The order is executed at the best price available as soon as it reaches the market. What makes this order different from the market order is that once the price has been determined by the best seller, the order becomes a limited price order on that value, and the purchase will be made only at that price. Execution may therefore be partial.

Example: an order to buy 400 TotalEnergies shares **at the best limit** and with a "day" validity period, sent to the market during the session of January 20, 2023 found as a best offer a price of €59.10. It was executed as a purchasing order at a price limited to €59.10.

How is an order submitted?

All stock market orders must specify:

- The TotalEnergies ISIN code FR0000120271.
- The type of operation: purchase or sale.
- The number of shares.
- The validity period of the order.
- The price conditions, depending on the type of order.
- The type of payment: immediate or SRD deferred settlement system.

Taxation on the purchase of shares

In France, the purchase of TotalEnergies' shares is subject to the Financial Transaction Tax (FTT) at a rate of 0.3% on the share purchase price and is fully charged to the purchaser. The purchase of certificates representing French shares such as American Depositary Receipts or European Depositary Receipts is also subject to FTT.

N.B. This tax does not apply to acquisitions of TotalEnergies' shares free of charge (for example, in the case of donations).

Shareholder rights

Financial right

All shareholders are entitled to receive a share of the income generated by the Company, if it distributes it. This decision is submitted by the Board of Directors to the Annual Shareholders' Meeting, where annual accounts and the allocation of the fiscal year's income are approved. The Company is not paid a dividend for the shares it holds.

Right to participate in the social life

All shareholders are entitled to take part in the Annual Shareholders' Meeting. They have the right to vote (one share corresponds to one vote) at these meetings.

Information right

As a shareholder, you must be informed by the Company's executives, at any moment and as soon as possible, of any fact that could have an impact on the stock market price. This right entitles the shareholder to have access to different documents on the management of social affairs and corporate life in general.

The French Financial Markets Authority provides general information to the public on its website www.amf-france.org, in particular "Why and how to invest directly in listed shares".



Taxation

Taxation on dividends for shares not held in a PEA⁽¹⁾⁽²⁾

1 You are a French tax resident

1.1 UPON DIVIDEND PAYMENT, A 30% LEVY IS WITHHELD AT SOURCE BY THE BANK OR BROKER

Upon payment, your dividends are subject to a levy withheld at source at the overall rate of 30%, which corresponds to:

- An advance payment of the income tax at the rate of 12.8%.
- Social contributions at the overall rate of 17.2% (see point 1.4 below).

These levies are withheld at source by your bank or broker on the gross dividend amount.

However, a taxpayer whose reference taxable income, two years before, was less than €50,000 (for a single, divorced or widowed person) or €75,000 (for a couple filing a joint tax return) can be exempted from the 12.8% withholding income tax levy. To benefit from this exemption, s/he must send a request to his bank, every year, certifying that s/he meets these conditions. The financial institution holding the shares must receive the request no later than November 30 for you to benefit from it the next year.

(1) These measures apply to dividends and interim dividends.

(2) Shareholders who are tax residents in France must be aware that the information provided is simply a summary of the tax system applicable to them in the current state of tax law, and that their specific situation will need to be examined with their tax advisor.

IN BRIEF

- Dividends are paid to you after a 30% flat tax withheld at source on their gross amount (so-called “Prélèvement Forfaitaire Unique”, or “PFU”). This tax includes:
 - various social contributions at a global rate of 17.2%.
 - personal income tax at a rate of 12.8%.
- This 12.8% income tax on your dividends will be full and definitive except if, when filling out your annual tax return, you choose to have all of your dividends and capital gains taxed on a progressive scale. The 12.8% levy withheld at source will be then considered as an advance payment that will be deducted from the global income tax due. Any excess will be reimbursed to you.
- If you meet the eligibility conditions, you can be exempted from the 12.8% levy withheld at source, provided you make the request for it within the time limit.
- Your dividends must be reported on your annual income tax return.

1.2 FIXED RATE INCOME TAX PAID AS A FLAT TAX WILL BECOME DEFINITIVE, EXCEPT IF TAXATION ON A PROGRESSIVE SCALE IS CHOSEN.

Case 1: your dividends are subject to the 12.8% flat income tax (PFU)

Example

A shareholder who in 2023 is entitled to a €3.81 dividend per TotalEnergies share and who owns 500 shares not held in a PEA, will receive a net dividend of €1,333.50. A 30% flat tax, i.e. €571.5, will be withheld at source (without any tax allowance or deduction of share acquisition or retention costs) from the gross dividend revenue of €1,905 (500 x €3.81).

Case 2: You can choose to have your dividends taxed under the ordinary income tax regime (progressive scale).

- If you consider it more advantageous, you can choose this option when filling out your annual income tax return.
- This option has to be done on an annual basis. The option is irreversible and applies to all income that falls within the scope of the PFU (i.e. including dividends and capital gains on the sale of shares)..
- Your dividends will be included in your annual income after application of a 40% tax allowance and deduction of the share acquisition and retention costs. They will be subject to the progressive scale income tax rate applying to all your annual income.

In both cases, the 12.8% flat rate levy withheld at source on your dividends will be deducted from taxes due, and any excess will be reimbursed to you.



© Pierre OLIVIER - Capa - TotalEnergies

Important note

The bank that manages your shares will send you every year a specific form (called “Imprimé Fiscal Unique” or “IFU”) summarizing the amounts to be declared as dividends in your income tax return. For pure registered shareholders, the IFU for the fiscal year 2023 is sent in 2024 by Société Générale Securities Services.

1.3 DIVIDENDS MUST BE REPORTED IN YOUR ANNUAL INCOME TAX RETURN

Your dividends are considered as income and must be reported in your annual income tax return, whatever the taxation regime chosen (PFU or progressive scale). In practice, your annual income tax return will be prefilled with the information provided by your bank and it will be up to you to check the amounts.

1.4 DIVIDENDS ARE SUBJECT TO SOCIAL CONTRIBUTIONS

- These social contributions are withheld at source by the bank (even when the shareholder is exempted from the 12.8% income tax levy withheld at source). They are applied to the gross dividend amount at the overall rate of 17.2%⁽¹⁾.
- However, 6.8% of the CSG (out of 9.2%) is deductible from the taxable income in the year of the payment, but only if you have chosen to have your dividends subject to the ordinary income tax regime (progressive scale).

N.B. Taxpayers registered with a social security regime in the European Economic Area (excluding France) or in Switzerland are exempt from CSG and CRDS but remain subject to the new social security payment withheld at the rate of 7.5%

(1) CSG: 9.2%; CRDS: 0.5%; New social security payment: 7.5%



2 You are a foreign tax resident

2.1 YOUR DIVIDENDS ARE SUBJECT TO A WITHHOLDING TAX IN FRANCE

Dividends paid to an individual shareholder who is not a tax resident in France are subject to withholding tax in France. Provided that applicable formalities are complied with in accordance with the administrative guidelines issued by the French tax authorities, the paying financial institution will levy a 12.8% withholding tax on your dividends. Subject to applicable tax treaties, this rate is increased to 75% for dividends paid outside of France in a non-cooperative country or territory (NCCT), as defined by the French Tax Code (Article 238-0 A).

The 12.8% withholding tax can be reduced or even eliminated if there is a tax treaty between France and your country of residence.

In order to benefit directly from the rate of 12.8% or the rate of the tax treaty if it is more favorable (instead of the standard rate of 25% as of 2022) you can fill out a certificate of tax residency (Form 5000), have it

stamped by your country's tax authorities, then send it before the dividend is paid to the institution paying your dividends (usually your bank).

Or you can ask for the reimbursement of the overpaid withholding tax before December 31 of the second year following the date of payment of the dividend.

You will need to fill out a certificate of tax residency (Form 5000) and Form 5001, have them stamped by the paying institution and the tax authorities of your country of residence, and send them signed to the French Tax Service for Non-residents:

Service des impôts des particuliers non-résidents
10 rue du Centre - Tsa 10010
93465 Noisy-le-Grand Cedex France

N.B. Forms 5000 and 5001 and their instructions are available on the French tax administration's website at www.impots.gouv.fr.

2.2 THE TAX SYSTEM OF YOUR COUNTRY OF RESIDENCE ALSO APPLIES

In your country of residence, dividends distributed by TotalEnergies may be taxed. However, a mechanism for preventing double taxation may have been provided for by the tax treaty between France and your country of residence or by the internal regulations. You need to contact the tax authorities of your country of residence or your financial advisor to obtain more information about your particular situation.

A few examples

- **In Germany:** above €1,000 per year for singles (and €2,000 per year for couples filing a joint income tax return), dividends are taxed at the overall flat rate of 25% (plus church tax, if applicable) or, if you opt to, at your applicable income tax rate.

A 5.5% solidarity surcharge is levied on the 25% withholding tax, representing a global rate of 26.375%. To benefit from the tax exemption on dividends up to €1,000 or €2,000, as applies, a specific request must be sent to your paying financial institution.

- **In Belgium:** your dividends are taxed at source at the rate of 30%, when the payment is made by a Belgian bank or broker and, in principle, they don't have to be mentioned on your tax return. However, an exemption from withholding tax can be granted for dividends up to €800 per year and per taxpayer. In practice, this exemption up to €800 can then be requested via the annual tax return.

However, in the case of lower income, you can choose to report dividend income in your income tax return to take into account the withholding tax and thereby obtain reimbursement of any excess tax paid. Some types of income must be declared in the tax return, such as dividend income, earned directly outside the country.

N.B. The Belgian tax administration allows individual shareholders to apply for a tax credit equal to 15% of the dividend amount net of French withholding tax. To benefit from this tax credit, you need to report the dividend amount in the relevant page of your tax returns. Note that a new tax treaty signed on November 9, 2021 between France and Belgium deletes this tax credit. This will be applicable only once the new treaty has been approved and ratified by both countries.



© BÉJAT Clémentine - TotalEnergies

- **In the United Kingdom:** if your shares are not held in an ISA (Individual Savings Account) or another specific fiscal framework, dividends up to £1,000 per fiscal year are not taxed (i.e. between April 6, 2023 and April 5, 2024). The dividend portion above this threshold is therefore likely to be taxed. However, taxpayers can benefit from an annual tax allowance, which applies to the total taxable income of the year. Depending on your income, the allowance is set at £12,570 for the tax year 2023-2024. If you earn more than £1,000 in dividends, you need to assess your situation and add the dividend portion above £1,000 to your other sources of income. If the total is lower than or equal to £12,570, your income will not be taxed. If the total is higher than £12,570, your income will be taxed. Depending on your situation, the dividends in excess of £1,000 will be taxed at a rate of 8.75%, 33.75% or 39.35%.

- **In the USA:** taxation on the dividends of shares not held in an IRA (Individual Retirement Account) depends on their holding period. Qualified dividends (received from shares held for at least 61 days during the 121-day period beginning 60 days before the ex-dividend date) will be taxable at the preferential rates applicable to long-term capital gains (i.e. 0%, 15% or 20%, depending on the tax bracket). Other dividends are taxed at the ordinary income tax rates (i.e. between 10% and 37%, depending on the tax bracket). Investment income (including dividends) is subject to an additional net investment income tax of 3.8%, if it exceeds certain thresholds.



Taxation on capital gains for shares not held in PEA ⁽¹⁾⁽²⁾

1 You are a French tax resident

1.1 YOUR CAPITAL GAINS ARE SUBJECT TO THE FLAT TAX (PFU)

Net capital gains on sale of shares (i.e. capital gains minus capital losses on share transfers incurred in the same tax year or in previous years, up to the tenth year included) realized by individuals residing in and subject to taxation in France, are subject to an income flat tax rate of 12.8%.

This rate applies without any allowance for holding period. Taxed capital gains are also subject to social contributions (see point 1.4 below).

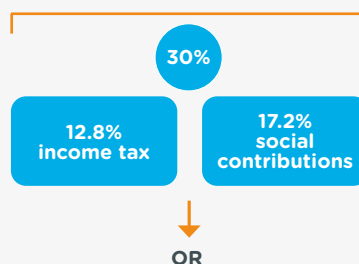
Example

A shareholder sells TotalEnergies shares for a price of €3,000 in 2023 while he acquired them in 2012 for a price of €2,500. He therefore realizes a capital gain of €500 that he must report in his 2024 tax return relating to 2023 income. He must pay the PFU on capital gains for an amount of €150 (i.e. 500 x 30%).

CAPITAL GAINS ON THE SALE OF TOTALENERGIES SHARES IN YEAR N

Must be reported in year n+1 in your tax return relating to year n income

Based on this tax return and on the income of year n, **in year n+1 you will be paying a flat income tax ("PFU") at a global rate of 30%** of the capital gains realized in year n.



However, you can choose to be taxed under the progressive scale income tax regime. In some cases, your net capital gains on shares held for more than two years can benefit from a tax allowance based on their holding period.

Whatever the option chosen, capital gains on the sale of shares must be reported in your annual income tax return and are subject to social contributions at an overall rate of 17.2%.

Your capital losses on sale of shares can be offset against capital gains of the same nature realized during the relevant year and the 10 subsequent years.

(1) These measures apply to transfer of shares for valuable consideration.

(2) Shareholders who are tax residents in France must be aware that the information provided is a summary of the rules applicable to them according to current tax law, and that their specific situation will need to be examined with their tax advisor.



© ZYLBERMAN Laurent - Graphix Images - TotalEnergies

1.2 IF IT IS MORE ADVANTAGEOUS FOR YOU, YOU CAN CHOOSE TO HAVE YOUR CAPITAL GAINS TAXED UNDER THE ORDINARY INCOME TAX REGIME (PROGRESSIVE SCALE)

- This choice can be made when you fill out your tax return. This option applies to a single year.
- The option is irreversible and applies to all the income that falls within the scope of the PFU (i.e. including dividends and capital gains on the sale of shares).
- Under this option, capital gains subject to income tax can benefit from a tax allowance based on the holding period of the shares, provided that the shares sold were acquired before January 1, 2018. The tax allowance rate is as follows:

HOLDING PERIOD	ALLOWANCE
Less than 2 years	0%
Between 2 and 8 years	50%
More than 8 years	65%

- The holding period is counted from the date on which the shares were acquired.

N.B. The allowance does not apply to shares bought as from January 1, 2018.

IMPORTANT NOTE

Taxpayers who elected in the past for the deferral of taxation of capital gains on the sale of shares are taxed at the 12.8% flat rate at the end of the deferral period except if they opt to be taxed under the ordinary income tax regime - progressive scale. In this last case, tax applies on capital gains with no adjustment for monetary erosion.

1.3 CAPITAL GAINS MUST BE REPORTED IN YOUR ANNUAL TAX RETURN

Your capital gains are considered as income and must be reported in your annual tax return, whatever the taxation regime chosen.

If your bank does not calculate them for you, you are responsible for doing so and for reporting the results in your tax return.

IMPORTANT NOTE

If your TotalEnergies shares are pure registered, Société Générale Securities Services which keeps them will communicate the amount of the gain (or loss) to be reported in your tax return.

1.4 CAPITAL GAINS ON THE SALE OF SHARES ARE SUBJECT TO SOCIAL CONTRIBUTIONS

- Capital gains are subject to social contributions at an overall rate of 17.2%.
- Social contributions are due on the net capital gain (i.e. capital gain offset by capital loss of the same nature incurred during the same year or the last 10 years), without any allowance for holding period.
- The amounts due are determined by assessment (on the basis of the 2023 tax return that you will fill out in 2024; the tax authorities will send you an assessment of the amounts due).
- For capital gains realized in 2023, 6.8% of the CSG is deductible from the total taxable income of the year the CSG is paid, provided election is made for taxation under the ordinary income tax regime (progressive scale).

2 You are a foreign tax resident

2.1 YOUR CAPITAL GAINS ARE EXEMPT FROM INCOME TAX IN FRANCE

2.2 THE TAX SYSTEM OF YOUR COUNTRY OF RESIDENCE APPLIES

Capital gains may be taxed in your country of residence. You need to contact the tax authorities of your country of residence or your tax advisor to obtain more information about your particular situation.

A few examples

- **In Germany:** above €1,000 per year for singles (and €2,000 per year for couples filing a joint income tax return), capital gains are taxed at an overall rate of 25% (plus church tax, if applicable), or, if you opt to, at your applicable income tax rate. A 5.5% solidarity surtax is levied on the 25% withholding tax, representing a global rate of 26.375%.

N.B. Losses incurred on the sale of shares acquired since January 1, 2009 can be offset against gains derived from the sale of shares acquired from that date.

- **In Belgium:** in principle, you are not subject to income tax on capital gains, but you must pay a tax on stock exchange transactions, equal to 0.35% of the amount of transactions in 2023, capped at €1,600 per transaction.

N.B. Since February 2021, an annual tax on securities accounts has been applied a 0.15% rate to the average value of all the taxable financial instruments held in the securities account if this value exceeds one million euros over a reference period (i.e. between October 1 and September 30 of the following year). This tax is withheld directly by the Belgian bank holding the shares. If the securities account is held abroad, the account holder will generally be responsible for reporting and paying the tax.

- **In the United Kingdom:** for shares which are not in ISA or in any other specific tax framework, no tax is due on capital gains up to the limit of £6,000 for the tax year 2023-2024. Above this limit, capital gains are subject to capital gains tax at the rate of 10% or 20% depending on your particular situation.

- **In the United States:** taxation on capital gains depends on the holding period of the shares. Long-term capital gains, i.e. on shares held for more than one year, will be taxable at preferential rates (i.e. 0%, 15% or 20%, depending on the tax bracket). Short-term capital gains, i.e. on shares held for one year or less, will be taxable at the ordinary income tax rates (i.e. between 10% and 37%, depending on the tax bracket). Investment income (including capital gains) is also subject to an additional net investment income tax of 3.8%, if it exceeds certain thresholds.





French equity savings plan (Plan d'Épargne en Actions, "PEA")⁽¹⁾⁽²⁾

1 A tax-efficient investment regime defined by regulations

The PEA was introduced in 1992. It is an incentive regime that allows taxpayers to own a portfolio of European shares that are not subject to income tax, provided that no withdrawals are made within a minimum period of five years as from the first payment. If this condition is met, dividends and capital gains are tax-free.

TotalEnergies shares are eligible for the classic PEA, whereas the securities of small and medium-sized enterprises or mid-cap companies can be registered in a PEA-PME.

A PEA can be opened with a bank by a person fiscally domiciled in France, with an investment limit of €150,000.

This cap is €20,000 for a person between 18 and 21 years old (25 years old when the person is a student) attached to his / her parents' tax household. Investments in the PEA must be made in cash, at any time, with no mandatory legal minimum.

N.B. When the holder of a classic PEA also holds a PEA- PME, the total investments into the two plans is capped at €225,000.

Acquisitions of securities in a PEA can only be financed with the cash available on this account. They must relate to eligible securities. TotalEnergies shares may appear in a PEA.

IMPORTANT NOTE

- **Shares held in a PEA are not eligible for Deferred Settlement Operations (SRD). Overdrafts are therefore unauthorized.**
- **Capital losses on the sale of shares held in a PEA cannot be offset with capital gains on the sale of shares not held in a PEA, except when the PEA is closed.**
- **The expenses related to the equity savings plan (particularly for opening, managing the account) and transfer have been capped by decree (see the public service website: www.legifrance.gouv.fr).**

(1) Applies only to individual shareholders who are tax residents in France.

(2) Shareholders who are tax residents in France must be aware that the information provided is simply a summary of the rules applicable to them according to the current tax law and that their specific situation will need to be examined with their tax advisor.

Are my TotalEnergies shares held in a PEA blocked?

TotalEnergies shares purchased as part of a PEA are not blocked.

- If they are sold and the sale price remains in the PEA, they are not taxed.
- If the shares are sold and/or the shares or sale proceeds are withdrawn from the PEA, the following tax consequences apply according to the regulations:
 - If it occurs within five years from the time the PEA was opened, the PEA is closed⁽³⁾ on the date of the withdrawal and the net gain realized in the plan is taxed at the single flat rate of 12.8%, except if taxation under the ordinary income tax regime - progressive scale - is chosen, and is subject to social contributions.
 - If it occurs after the fifth year, partial withdrawals are tax-exempt; the account no longer needs to be closed and new investments remain possible.

Can my TotalEnergies PEA shares be registered?

TotalEnergies shares held in a PEA can be registered if you request your bank or broker to do so, but we discourage shareholders from declaring PEA-account shares as registered shares (see page 10).



© Total E&P Nigeria LTD - TotalEnergies

2 The various social contributions are only payable when withdrawing assets from the PEA

Since January 1, 2018, social contributions are due at the rate applicable at the time of withdrawal. The rate is 17.2% in 2023.

This rate therefore applies to net gains realized and life annuities paid when withdrawing assets or closing a PEA.

If the PEA was opened after January 1, 2018, the previous regime, under which social contributions were based on "historic" rates effective the year the assets were acquired or gains realized, no longer applies.

However these historic rates continue to apply to the portion of PEA gains acquired or recognized before January 1, 2018, irrespective of the date on which the PEA was opened.

If the PEA was opened between January 1, 2013 and December 31, 2017, the historic rate applies to the portion of gains realized during the five years following the date on which the PEA was opened.

Example

If on May 31, 2023, a shareholder withdraws a portion of his shares from a PEA opened on January 1, 2000, the PEA is not closed.

The portion of gains realized or recognized between January 1, 2000 and December 31, 2017 will be subject to the historic social contributions rates.

The portion of gains realized or recognized between January 1, 2018 and May 31, 2023 will be subject to the social contributions rates applicable on May 31, 2023.

(3) By way of derogation, the PEA is not closed when the withdrawal or buyback result from certain exceptional events affecting the plan holder or his/her spouse or partner (dismissal, early retirement, disability). The exception for partial withdrawals justified by the creation or takeover of a business is maintained.

Transferring share ownership⁽¹⁾

Transferring TotalEnergies shares is a good way to show your commitment to the Company and to plan for the future in order to benefit from certain tax advantages.

1 You are a French tax resident

Several options are available to you (the "donor") to transfer the ownership of your TotalEnergies shares free of charge to your child, spouse, partner or any other person of your choice (the "beneficiary").

You can choose:

AN INFORMAL PROCEDURE

AN INFORMAL GIFT

- **Occasion:** family events (marriage, birthday, birth, etc.)
- **Characteristics:**
 - Tax-free
 - Must be limited to small amounts in proportion to your estate and income
 - No obligation to declare it
 - Cannot be returned to the estate to be included in the inheritance

OR

A HAND-TO-HAND GIFT

- **Occasion:** at any time
- **Characteristics:**
 - Drafting a deed before a notary is optional
 - Can be recorded in a written document confirming that the shares have been transferred and possibly include conditions (pacte adjoint)
 - The value of the gift can be determined by informing the tax authorities of the gift (using French tax form no. 2735)
 - Is tax free as long as it has not been disclosed or that it has not been reported on the occasion of a new transfer free of charge.
 - Once it has been reported, it must be declared or recorded within the following month (a gift may be reported to the tax authorities if it was declared in a notarial deed, following a tax inspection or a declaration of inheritance after the donor's death)
 - A hand-to-hand gift can be declared within the month following the donor's death, if its amount is higher than €15,000
 - Can be returned to the estate to be included in the inheritance

A FORMAL PROCEDURE

A DONATION INTER-VIVOS

- **Occasion:** assets settlement before death
- **Characteristics:**
 - It is an excellent way of rewarding your children in the long term
 - Is recorded in an authentic deed signed before a notary, and the donor can continue to receive the dividends on the assets transferred
 - Cannot be returned to the estate to be included in the inheritance
 - May reduce inheritance taxes

OR

A GIFT TO A SPOUSE

- **Occasion:** at any time
- **Characteristics:**
 - Must be signed in the presence of a notary; its distinctive feature is that it can be overturned (except if the gift was part of a marriage contract), even without the other spouse's consent
 - It takes effect on the day of the donor's death

OR

A SIMPLE GIFT

- **Occasion:** at any time
- **Characteristics:**
 - Must be signed in the presence of a notary
 - Cannot be overturned save in exceptional cases
 - May be subject to specific clauses

HOW ARE SHARE GIFTS TAXED?

Gifts may be subject to taxes after application of a possible tax allowance. Tax amounts depend on the family relationship with the beneficiaries.

When payable, they are usually paid by the beneficiary, but the donor can bear their cost without increasing the value of the gift.

(1) Shareholders who are tax residents in France must be aware that the information provided is a summary of the rules applicable to them according to the current tax law and that their specific situation will need to be examined with their tax advisor.

N.B. in some cases, a reduction may apply (in particular for donations to people with disabilities, even where the donor and beneficiary are unrelated).

DID YOU KNOW?

- In the case of a gift of shares, the deferred capital gains are not taxed if the tax authorities have been informed of the gift. A gift of shares can therefore cancel out a deferred capital gain.
- On the death of the donor, some gifts may be returned to the donor's estate: this is the case of hand-to-hand gifts in particular, depending on the circumstances.
- A gift is likely to be taxed if it is declared by the donor in an official deed.
- A gift of shares held in a PEA automatically closes the plan, with the consequences this entails. If the gift is made within five years from the time the plan was opened, the net gain realized in the PEA will usually be taxed under the same conditions as an early withdrawal. Any income earned as from the date of the gift is taxable under the conditions of ordinary law.
- Estate and gift tax exemptions or reductions: donations of shares to public benefit organizations are tax exempt under the conditions set out by the applicable regulations. These donations can, in addition, give rise to a tax reduction equal to 66% of the value of the donation, and up to 20% of the donor's taxable income (this threshold can be higher depending on the organization receiving the gift).

THE FOLLOWING TAX ALLOWANCES APPLY TO DONATIONS EVERY 15 YEARS

€100,000

for each living or represented child, and from each parent

€80,724

for a spouse or civil partner

€31,865

for each grandchild

€15,932

for each brother and sister

€7,967

for each nephew or niece

€5,310

for each great-grandchild

A disabled person is eligible for a tax allowance of €159,325 that can be cumulated with the other tax allowances.

2

You are a foreign tax resident

You can transfer TotalEnergies shares free of charge to your spouse/partner or your relatives. However, as each country has its own laws, you must refer to the procedures that apply to your particular situation and the different tax impacts, and possibly ask for your situation to be assessed by professionals (tax authorities, legal and financial advisors, etc.).

FOR MORE INFORMATION, PLEASE CONTACT:

- Société Générale Securities Services⁽¹⁾ for all holders of TotalEnergies pure registered shares.
- Tax authorities and/or your usual tax advisor, to inquire about possible taxes to be paid.
- A notary or www.notaires.fr for information on the procedure for transferring share ownership.

⁽¹⁾ Société Générale Securities Services is mandated by TotalEnergies to manage registered shares (see page 10).

Annual Shareholders' Meeting

The Shareholders' Meeting is an important event for both shareholders and the Company. This annual event represents shareholder democracy and provides shareholders with the opportunity to vote on resolutions on the agenda.

Next Shareholders' Meetings:

- Friday, May 24, 2024
- Friday, May 23, 2025

1 HOW CAN I BE INFORMED OF THE ANNUAL SHAREHOLDERS' MEETING?

Registered shareholders receive all the documents needed to take part in the Shareholders' Meeting from Société Générale Securities Services on TotalEnergies' behalf (notice of meeting, voting form / request for an admission card).

Bearer shareholders must request them from their bank or broker.

You can also vote by returning the postal voting form or by giving proxy to the Chairman or be represented by any other person, by completing and sending the voting form to:

- Société Générale Securities Services, if your shares are registered.
- Your bank or broker, if you hold bearer shares.

If the Annual Shareholders' Meeting is held in the presence of the shareholders, you can vote directly by attending the Meeting.

If you are a shareholder with registered shares

From now on you can receive your notice of meeting by e-mail. For this, please go to www.sharinbox.societegenerale.com, "My account", "My profile". Check your e-mail address under the heading "Personal details" then click on "Subscribe for free" under the heading "E-services / E-invitations to general meetings" under "My account", "My e-services".

2 HOW CAN I VOTE?

You can vote before the meeting and follow the live webcast on totalenergies.com, under the Investors heading / Annual Shareholders' Meetings. In this context, shareholders are invited to exercise their voting rights by internet, that is easy and safe, via the secured Votaccess platform available on the Société Générale Securities Services website, Sharinbox, or on your bank or broker's website (if it is connected to the VOTACCESS platform).

3 HOW CAN I FOLLOW OR ATTEND THE ANNUAL SHAREHOLDERS' MEETING?

The Annual Shareholders' Meeting is streamed live on totalenergies.com, under the Investors heading / Annual Shareholders' meetings. If you wish to attend the Shareholders' Meeting in person, you must be in possession of an admission card, previously obtained from Société Générale Securities Services or your usual bank or broker.

You will be asked to show this document and proof of identity at the entrance. Moreover, only the proxies that respect the terms and conditions described in the Notice of meeting available on totalenergies.com, under the Investors heading / Annual Shareholders' Meetings, are accepted.

Access to the room is reserved exclusively for shareholders or for their legal representatives. Accompanying persons will not be admitted, except those accompanying shareholders with special needs.

ACCESS THE REPLAY OF THE 2023
SHAREHOLDERS' MEETING
ON THE WEBSITE
totalenergies.com

Investors heading /
Annual Shareholders' Meetings



For further information, we invite you to visit our totalenergies.com website, under the Investors heading / Annual Shareholders' Meetings

Shareholder relations

For you, all our energy in action

At TotalEnergies, we are proud of the strong relationship we have with our more than 1,500,000 individual shareholders. We build strong relationships with you every day, based on transparency, listening and dialog. All our efforts and resources are dedicated to making your life easier as a shareholder, helping you make the most of your investment and keeping you informed of the TotalEnergies' strategy and outlook.

AN INDIVIDUAL SHAREHOLDER RELATIONS TEAM DEDICATED TO SERVING YOU



© Jean-Claude GUILLOUX / publicisive-paris



A **service available** Monday to Friday from 9 a.m. to 12:30 p.m. and from 1:30 p.m. to 5 p.m. (CET)



An ISO-9001- certified service

THE SHAREHOLDERS' E-ADVISORY COMMITTEE TO TAKE COMMUNICATION TO THE NEXT LEVEL

About 15 members mandated for 4 years, representing our individual shareholder base, and helping us to communicate in an innovative way

Upcoming events

November 28, 2023

Investir Day Show

February 7, 2024

TotalEnergies' 2023 Results and 2024 Objectives

April 26, 2024

First Quarter 2024 Results

May 24, 2024

Annual Shareholders' Meeting

THE SHAREHOLDERS' CLUB

Being part of the TotalEnergies Shareholders' Club means sharing special moments with us and discovering the TotalEnergies' businesses and major societal commitments in the field.



Thirty or so events per year when health conditions permit: cultural activities, visits to our industrial installations and sites supported by the TotalEnergies Foundation.



A dedicated website to become a member, register for events, receive reminders, benefit from exclusive events, and more...

<https://e-cercle.totalenergies.com>

✉ shareholders@totalenergies.com

@ totalenergies.com/investors

0 800 039 039 Free from a landline

From outside France: +33 (0)1 47 44 24 02

Quality Charter

Individual Shareholder Relations

We value the strong relationship we have with our individual shareholders, who form a loyal and steadfast group. This is why we strive to develop a long-term relationship with you, built on trust and dialogue.

The Individual Shareholder Relations Department undertakes to:

Be available and responsive

- A dedicated service is available to answer your questions. The individual shareholder relations department is open from Monday to Friday, 9 a.m. to 12:30 p.m. and 1:30 p.m. to 5 p.m. (Paris time) on:
> From other countries: +33 1 47 44 24 02
- No question is left unanswered. **We process your e-mails and letters within three working days** if they are sent by e-mail to us at shareholders@totalenergies.com or by post at the following address:

TotalEnergies SE
Individual Shareholder Relations Department
2, Place Jean Millier
Arche Nord – Coupole/Regnault
92078 Paris La Défense Cedex
France

Forge close ties with you

- We organize **TotalEnergies Annual Shareholders' Meeting**, a key moment of democracy and shareholder dialogue of the Company.
- At TotalEnergies we like to go out and meet our individual shareholders at shareholder meetings scheduled throughout France and at **shareholder events** held in different countries (France, Belgium, United Kingdom, etc.). We also organize interactive **web conferences** so that we can continue to communicate with you, even remotely. About fifteen such meetings are organized every year.

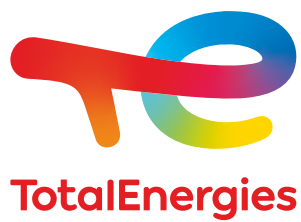


Provide you with quality communication

- Transparency and equal treatment for all our shareholders are the principles that guide our actions. We make sure that you are regularly informed, with a preference for digital media to reduce our carbon footprint:
 - > Useful information is posted online at **totalenergies.com under the heading 'investors'**.
 - > Three times a year, we produce the **Shareholders' Newsletter**, an open-access publication available on totalenergies.com and sent out in digital format if we have your e-mail address in our records.
 - > We send you 7 or 8 **Webzines** per year when we have your e-mail address in our records, to keep you informed of the latest news in the Company.
 - > Every year, we publish the **Shareholder's Guide** which covers all the information you need to know when you are a TotalEnergies shareholder.
- We make sure that all your queries and our written answers to you are traceable, in compliance with legislation on the protection and confidentiality of your personal data.

Ensure a continuous improvement approach

- We consult the members of a **Shareholders' e-Advisory Committee** for their opinion on our different communication channels via an on-line platform and in face-to-face meetings (at least twice a year).
- Every year, we send a satisfaction survey to all our shareholders who are subscribers to our financial communications by e-mail, to **evaluate the quality** of our services.
- Since 2010, the Individual Shareholder Relations Department is **certified ISO 9001: 2015**.



**Individual Shareholder
Relations Department**

TotalEnergies SE
2, place Jean Millier
Arche Nord - Coupole/Regnault
92078 Paris La Défense Cedex
France



**SHAREHOLDER'S GUIDE
ISSUE 2023**

October 2023 - Design and production:
TERRE DE SIENNE / TotalEnergies
Financial Communication Division -
Publication Director: Vincent Granier -
Publication Manager: Anta Kane - Information
determined on August 31, 2023. Past
performance is not a reliable indicator of
future performance. Please refer to the
Universal Registration Document available
on totalenergies.com to learn about the
risk factors associated with our activities.
Investors should be aware that an investment
in shares carries a risk of loss of capital.
Investors are warned that their capital is not
guaranteed and that they may not recover all
or part of it when reselling their securities.