

ENGIE EMPLOYEE SHARE OWNERSHIP PLAN

LINK 2026

Country supplement

AUSTRALIA

You have been invited to invest in shares of ENGIE S.A. in the context of the 2026 ENGIE Employee Share Ownership Plan (“**LINK 2026**” or the “**Offer**”).

This document contains local offer information and a summary of principal tax and social security consequences relating to your investment.

You should note that the information provided to you in connection with the Offer is not a prospectus, product disclosure statement or other disclosure document for the purposes of the *Australian Corporations Act 2001* (Cth) (“**Corporations Act**”). For the avoidance of doubt, as an Australian participant you may only receive an offer of shares under LINK 2026 if you are an “ESS participant” for the purposes of the ESS Division.

Any securities delivered to you in accordance with the Offer are issued as a means to promote mutual interdependence between you and the Company and to further align your interests with the interests of the Company’s shareholders. They are not delivered for the purpose of on-sale.

GENERAL DISCLAIMER

This document is provided to you in addition to the documents relating to LINK 2026 and in particular the information brochure, the Terms and Conditions of LINK 2026 and the Terms and Conditions of the Employer Loan. For additional details, please refer to the Regulations of the International Group Savings Plan (Plan d’Epargne de Groupe International or “PEGI”) of ENGIE. All documents are made available to you on the Offer website <https://link.engie.com/2026>.

If you do not understand either the contents of the documents (in particular, the information brochure, the Terms and Conditions of LINK 2026, the Terms and Conditions of the Employer Loan and this country supplement) relating to LINK 2026, the nature of the investment, or the comparative risks and benefits associated with LINK 2026, you should contact an authorised financial advisor.

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

Neither your employer nor ENGIE can give you investment advice nor any guarantee as to the future price of the ENGIE share.

Local Offer information

1. Issuing Company

ENGIE S.A. (Euronext Paris: ENGI – ISIN code: FR0010208488), a French société anonyme with its registered office at 67 Rue Jules Ferry, 92250 La Garenne-Colombes, France, and identified at the Trade and Companies Registry under number 542 107 651 RCS Nanterre (hereinafter the "Company").

Information regarding the Company is available on its website (www.engie.com) and in particular in the universal registration document available on this website.

2. Other information for compliance with the ESS Division

The Offer is made under Division 1A of Part 7.12 of the Corporation Act as modified by ASIC Corporations (Employee Share Schemes) Instrument 2022/1021 ("**ESS Division**") (which provides relief from the disclosure requirements of the Corporations Act with respect to offers of securities in Australia which satisfy the requirements and eligibility conditions under the ESS Division).

You must not accept the Offer until at least 14 days after receiving the Offer documents.

The PEGI is available on the Offer website <https://link.engie.com/2026>.

As the ENGIE shares are listed on the Euronext Paris Market, the market price of the ENGIE shares can be ascertained by visiting the website of the Euronext Paris Market (<https://live.euronext.com/en/product/equities/FR0010208488-XPAP>) and the Australian dollar equivalent of that price can be determined by applying the prevailing Euro/AUD exchange rate published by the Reserve Bank of Australia, which is accessible at the following link: <http://www.rba.gov.au/statistics/frequency/exchange-rates.html>.

Please also note that your ENGIE shares are subject to the rules of the PEGI.

Risk warning

The below sets out general information about the risks of acquiring and holding ENGIE shares under the Offer. It does not purport to list every risk that may be associated with your participation in the Offer now or in the future.

Any advice given by ENGIE or any of its associated bodies corporate, in connection with the offer of ENGIE shares pursuant to the PEGI does not take into account your objectives, financial situation and needs. You should consider obtaining your own personal advice in relation to the Offer, from a person who is licensed by the Australian Securities and Investments Commission to give such advice.

Before accepting choosing to participate in the Offer, you should satisfy yourself that you have a sufficient understanding of the risks involved in the investment and should consider if the ENGIE shares are a suitable investment for you, having regard to your own investment objectives, financial circumstances and taxation position.

There is a risk that the value of the ENGIE shares awarded to you under the Offer may fall as well as rise in value through movement of equity markets. Market forces will impact the price of the ENGIE shares granted to you, and at their worst, market values of the ENGIE shares granted to you may become zero if adverse market conditions are encountered. As the price of the ENGIE shares will be quoted in Euro, the amount you pay and the value of the ENGIE shares you acquire may also be affected by movements in the Euro/AUD exchange rate.

For additional information related to risks of owning ENGIE shares, please review ENGIE's Universal Registration Document, which can be found at <https://www.engie.com/en/investors/registration-documents>.

3. Payment of your personal contribution

You may opt for payment of your personal contribution:

- ✓ **by making a wire transfer to your employer**

You will receive all necessary bank account details directly from your Link Manager on 30 July 2026. **Your payment must be received between 31 July 2026 and 7 August 2026 (included)**. In case of oversubscription, if your order is reduced, you will be informed of the exact amount to be paid.

AND/OR

- ✓ **by deduction from your salary in 3 instalments over 3 months (if your salary is paid biweekly, deduction will be made in 6 instalments over 3 months)**

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 3 instalments of equal amount to be deducted from your salary of August, September and October 2026. If your salary is paid biweekly, the advanced amount will be reimbursed by you in 6 instalments of equal amount to be deducted from your salary of August, September and October 2026.

The terms and conditions of the employer loan relating to the payment of your personal contribution have been made available to you on the offer website at <https://link.engie.com/2026>.

4. Exchange rate

Your participation in LINK 2026 is in Euro. Consequently, for the purposes of your participation, the amount of your payment in Australian dollars (AUD) will be converted into Euro using the exchange rate set by ENGIE on the date the Subscription Price is determined, planned to be on 2 June 2026. The exchange rate used will be the exchange rate published by the European Central Bank on 1 June 2026¹.

Your investment can be affected (positively or negatively) by the fluctuations in the currency exchange rate between the Euro and the Australian dollar. The value of your investment in Australian dollars will depend on the exchange rate on the day of exit.

As a result, if the Euro has strengthened against the Australian dollar, you will see a positive impact on the value of your investment because of the exchange rate, regardless of changes in the ENGIE share

¹ https://www.ecb.europa.eu/stats/policy_and_exchange_rates/euro_reference_exchange_rates/html/index.en.html

price. On the other hand, if the Euro has weakened against the Australian dollar, you will see a potential negative impact because of the exchange rate.

5. Shares offered

The ENGIE shares offered within the framework of LINK 2026 will be existing shares previously repurchased by the Company.

Existing shares offered within the framework of LINK 2026 are ordinary shares of the Company, listed on the Euronext Paris stock market.

6. Custody

Your ENGIE shares will be held in your name in an account maintained by *Société Générale Securities Services* within the framework of the PEGI. More information regarding custody of your shares will be provided to you following the offering period.

As any shareholder of ENGIE S.A., you will benefit from the right to receive dividends, if any are paid out by ENGIE S.A., and the right to vote in the general shareholders' meetings.

7. Holding period and early release events

In consideration of the benefits granted under LINK 2026, your investment must be held for a five-year period until 29 July 2031 inclusive, except in the case of the following early release events:

- The termination of your employment contract (including voluntary resignation and retirement).
- Your death; or
- Your permanent disability prohibiting you from exercising any professional activity.

These early release events are defined by French law and must be interpreted and applied in a manner consistent with French law. If applicable, you should not conclude that an early release event is available unless you have described your specific case to your employer and your employer has confirmed that it applies to your situation, upon your providing of the requisite supporting documentation.

Early releases are possible only after the completion of LINK 2026, which is scheduled to take place on 30 July 2026.

8. Labour law disclaimer

Participation in LINK 2026 is completely voluntary and non-consolidable. The LINK 2026 offer is made on a discretionary basis and does not form any part of your terms of employment. In particular, any benefits derived from LINK 2026 do not constitute salary for the purposes of any retirement or other benefit plans nor for the purposes of calculating any severance or similar payment. Your participation in LINK 2026 does not give rise to a contractual entitlement to continued employment.

You shall not have any right to compensation or damages as a result of the termination of your office, employment or other contract with a group company for any reason, relating to or arising from you ceasing to have rights under the offering as a result of the termination.

There are no employment advantages or disadvantages related to whether or not you participate in the Offer.

Tax Information

The following is a brief summary of the tax and social security regime that should apply to you if you are tax resident in Australia at all relevant times and participate in LINK 2026.

If you are not tax resident in Australia, you should consult your own tax advisor regarding the applicable tax regime.

This summary lists only some of the tax and social security consequences which may result from participating in LINK 2026 and it is for information purposes only. Therefore, this summary should not be treated as the opinion of your employer, its advisors or ENGIE S.A. nor should it be relied upon as being either complete or conclusive.

The tax and social security consequences listed below are described in accordance with the law and practices applicable in Australia in February 2026. These laws and practices may change over time.

1. Taxation at the time of participation

Discount & Matching Contribution (Free Shares delivered immediately):

The total tax discount will be assessable as ordinary income in the income year in which the shares are delivered to you and taxed at your marginal tax rate.

The total tax discount will be the amount calculated as follows:

- the market value of an ENGIE share at the acquisition date; *less*
- your actual cash payment per share (if any),

multiplied by the number of shares (including the free shares) you acquire under LINK 2026.

The acquisition date for tax purposes will be the date the shares are issued and allocated to you (rather than the date you subscribed) which is expected to be 30 July 2026. Before this time, you will not have a beneficial interest in the shares or a beneficial interest in a right to acquire a beneficial interest in the shares.

You will need to include the discount in your assessable income for the income year ending 30 June 2027. This amount will be taxed at your marginal tax rate, after you have lodged your 2027 tax return and been issued with an assessment notice by the Australian Taxation Office. You should note that if you have previously provided your tax file number to your local employer, no amount will be withheld by ENGIE on account of your tax liability and you will be required to meet that liability out of your own funds.

Example²: Tax Assessable Discount (per share)

1. *Market value of Engie Share at the acquisition date (scheduled to be on 30 July 2026):*

€30.00³

² All figures provided in the examples in this tax section are provided for illustration purpose only.

³ The tax law does not prescribe how the market value needs to be determined for tax purposes, however the Australian Taxation Office has issued public guidance on the methods it will accept to value shares in certain circumstances. Your employer considers that the volume weighted average price (VWAP) for the one week up to and including the date of issue (i.e., 30 July 2026) should be a fair market value of the shares on that date, however you can choose to use a different value, such as the opening share price on the date of delivery of the shares (i.e. on 30 July 2026).

= Market Value of Engie Shares \$50.00 (assuming an AUD/EUR FX rate of 0.60 on 30 July 2026)

2. Cash payment per Share

€28.00 (Reference Price) discounted by 20% = €22.40⁴

= Cash cost per Engie Shares \$37.33 (assuming an AUD/EUR FX rate of 0.60 on 1 July 2026)

Assessable discount to be included in the 2027 Income tax return and taxed at your marginal income tax rate: \$12.67 per Engie share.

The tax cost base of your Engie share for capital gains tax purposes is its market value at the time of acquisition, e.g. \$50 (per above).

Example: Tax Assessable amount from Matching Contribution [free shares] (per share)

1. Market value of Engie Share at the acquisition date (scheduled to be on 30 July 2026):

€30.00⁵

= Market Value of Engie Shares \$50.00 (assuming an AUD/EUR FX rate of 0.60 on 30 July 2026)

2. Cash payment per Share

= Cash cost per Engie Shares \$0 (as the shares are granted to the employee for free)

Assessable amount from the Matching Contribution to be included in the 2027 Income tax return and taxed at your marginal income tax rate: \$50 per Engie share

The tax cost base of your Engie share for capital gains tax purposes is its market value at the time of acquisition, e.g. \$50 (per above).

2. Taxation during the 5-year lock-up period

A. Taxation of dividends in France

Dividends paid (if any) by ENGIE S.A. on the ENGIE shares you hold, if any, will be **subject to a 12.8% withholding tax in France**.

B. Taxation of dividends in Australia

Any dividends paid to you must be included in your Australian income tax return for the year in which the dividend is received. The whole dividend paid to you, together with any amount withheld on account of French withholding tax, will be assessable at your marginal tax rate. The top marginal rate is currently 47% (including the 2% Medicare Levy).

⁴ The Reference Price (as defined in the rest of the LINK 2026 documentation) and Subscription Price are scheduled to be determined on 2 June 2026.

⁵ See footnote 4 above.

Generally, you will be entitled to an Australian tax credit against your income tax liability for any French withholding tax paid.

Example: Dividend of €0.60 per share

Dividend amount:	€0.60 x 100 shares = €60.00
French Withholding Tax:	<u>€7.68 (12.8% French Dividend withholding tax)</u>
Net cash dividend	€52.32

Total assessable dividend for tax purposes €60.00 = \$92.31 (assuming an AUD/EUR FX rate of 0.65 on the date of the wire transfer)

Australian tax assessed at 47%:	\$43.39
Foreign income tax offset (€7.68):	<u>(\$11.82)</u>
Net Australian tax payable:	\$37.12

3. Taxation at the end of the 5-year lock-up period (or in case of early release)

When you subsequently sell the shares, any resulting gain on the sale will be required to be included as a capital gain in your Australian income tax return for the year in which the ENGIE shares are sold.

The taxable gain will equal:

- ✓ the proceeds you receive from the sale (in AUD); less
- ✓ the Capital Gains Tax (CGT) cost base of the ENGIE shares, which will include the market value of the ENGIE shares determined at the time of acquisition (in AUD).

If you have held the shares for at least 12 months, the gain (after first being reduced by any available capital losses from other asset disposals) can generally be reduced by the CGT discount (currently 50%).

If one of the early exit events occurs and you sell the shares within one year of acquiring them, the whole capital gain will be taxable (the CGT discount will not apply).

To the extent that the sale proceeds from the sale of the shares is less than the CGT cost base of the shares, a capital loss will arise. Capital losses can be applied to offset other capital gains you may have in the same income year or can be carried forward to subsequent income years and applied to offset other future capital gains.

You must pay tax on the capital gain individually, if any, as your employer has no withholding obligations in this regard.

Any capital gain from the sale of the shares must be included in your income tax return for the year in which the ENGIE shares are sold and will be assessed at your marginal rate of tax. The top marginal rate is currently 47% (including the 2% Medicare Levy).

Example: Share Price Increase

- 1) Proceeds from disposal of Engie Shares (e.g. 30 September 2032):

€40 = \$61.53 (assuming an AUD/EUR FX rate of 0.65 on the date of the wire transfer)

- 2) Cost base per Share

= \$50 (refer above)

Notional Capital gain per share: \$11.53 per Engie share.

As the shares were held for greater than 12-month, only 50% of any capital gain (after deducting any capital losses) should be subject to tax at your marginal tax rate – Net assessable gain per Engie share \$5.77

Example: Share price decrease

- 1) *Proceeds from disposal of Engie Shares (e.g. 30 September 2032):*

€25 = \$38.46 (assuming an AUD/EUR FX rate of 0.65 on 30 September 2032)

- 2) *Cost base per Share*

= \$50 (refer above)

Notional Capital loss per share: \$11.54 per Engie share.

The capital loss can be utilised against any capital gains arising in the 2033 financial year or carried forward to offset capital gains arising in future years.

4. Reporting obligations

You are required to include the discount on the ENGIE shares (including the free shares) in your income tax return for the year of acquisition as explained above. ENGIE will provide you with a statement no later than 14 July 2027 containing information about the discount and free shares, which you can use for the purposes of completing your income tax return. The information in the statement will be provided to the Australian Taxation Office, as required by Australian tax laws.

Additionally, you are required to include any dividends you receive on the ENGIE shares and any capital gains on sale of the ENGIE shares in your Australian income tax return.