

ENGIE EMPLOYEE SHARE OWNERSHIP PLAN

LINK 2026

Country supplement

SOUTH AFRICA

You have been invited to invest in shares of ENGIE S.A. through the subscription of units of the sub-fund Link Classic 2026 of the FCPE LINK INTERNATIONAL 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.

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 Key Information Document ("KID") of the sub-fund Link Classic 2026 of the FCPE LINK INTERNATIONAL. For additional details, please refer to the Regulations of the International Group Savings Plan (Plan d'Epargne de Groupe International or "PEGI") of ENGIE S.A.. 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 KIDs 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 S.A. shares are listed on Euronext Paris. The value of your investment will depend on the value of ENGIE S.A. shares and therefore implies a risk.

Neither your employer nor ENGIE S.A. can give you or has given you any personal, financial, investment or tax advice nor any guarantee as to the future price of the ENGIE S.A. share. Please carefully read the information below before taking your investment decision.

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**" or "**ENGIE**").

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. Securities Notices

The Offer does not constitute and is not intended to constitute an offer to the public in terms of the Companies Act, 2008 (as amended). The Offer is personal to you and may not be transferred, sold or assigned to any person, other than in accordance with the express provisions in the 2026 ENGIE International Group Savings Plan.

3. Exchange Controls

Please note that your participation in the Offer is subject to South African Exchange Controls. Whilst your employer company may assist with certain steps in this regard (such as placing the Offer on record with the South African Reserve Bank - SARB), you are principally responsible for ensuring that your participation in the Offer is and remains compliant from a South African Exchange Control perspective.

In this regard, individuals are authorised to participate in offshore share incentive schemes using either:

- (i) their annual single discretionary allowance of up to ZAR2,000,000 per annum (which is likely to be the case considering the subscription slots proposed in the offering); or
- (ii) their annual foreign investment allowance of up to ZAR 10,000,000 per annum, in which case they will be required to submit a valid tax compliance status (which you may authorise your employer to request on your behalf).

Any remittances made by your employer should be applied against these allowances. Prior SARB approval would be required if you have already utilised the full amount of these allowances.

In addition, if you receive shares for no consideration or become entitled to foreign currency, you will be required to notify your local bank of this fact within 30 days after becoming unconditionally entitled thereto.

4. Exchange rate

Your participation in LINK 2026 is in Euros. Consequently, for the purposes of your participation, the amount of your payment in South African Rand will be converted into Euro using the exchange rate set by ENGIE on the date the Subscription Price is determined, scheduled to be on 2 June 2026.

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

As a result, if the Euro has strengthened against the South African Rand, you will see a positive impact on the value of your investment because of the exchange rate, regardless of changes in the ENGIE share price. On the other hand, if the Euro has weakened against the South African Rand, you will see a potential negative impact because of the exchange rate.

5. Custody

The FCPE (*Fonds Commun de Placement d'Entreprise* in French) is a shareholding vehicle created under French law allowing employees to collectively hold their company shares.

The sub-fund Link Classic 2026 of the FCPE LINK INTERNATIONAL will acquire ENGIE shares and issue FCPE units to you that correspond to your investment.

During the life of your investment, voting rights attached to the shares held by the FCPE will be exercised at the General Shareholders meetings by the FCPE Supervisory Board.

6. 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:

- Marriage or civil union;
- Birth or arrival at home of a 3rd child (or more);
- Divorce or separation when it is accompanied by a court decision specifying that your home is to be the sole or shared ordinary place of residence of at least one child;
- Use of invested amounts for the purpose of creation of a certain type of business by you, your spouse or child;
- Use of invested amounts for the purpose of acquisition or enlargement of a main residence which includes the creation of new living space;
- Over-indebtedness acknowledged by a commission of over-indebtedness or a judge;
- **Termination of your employment contract***;
- **Your death*** or the death of your spouse;
- **Your disability***, or the disability of your spouse or child;
- Domestic violence, as acknowledged by or giving rise to legal proceedings.

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.

* Cases in bold above: your **death**, your **disability** or the **termination of your employment contract shall apply automatically** as from the notification of the death or disability to your employer or as from the termination of your employment contract. **All the FCPE units subscribed within the framework of LINK 2026 will be repurchased**, as soon as administratively possible.

In other cases, you may, but are not obliged to, ask for the release of all or part of the FCPE units you subscribed. Your request for early release must be made within 6 months of the event occurring, except in cases of domestic violence, bankruptcy, disability of your spouse or child or death of your spouse, where your request may be made at any time. Each triggering event may be invoked only once (relating at your choice, to all or a part of your assets).

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

7. Labour law disclaimer

Please note that this LINK 2026 is provided to you by the French company and not directly by your local employer. The decision to include a beneficiary in this or in any future offering is taken by ENGIE, at its sole discretion. This LINK 2026 does not form part of your employment agreement and does not amend or supplement such agreement. Your participation in this LINK 2026 does not entitle you to future benefits or payments of a similar nature or value and does not entitle you to any compensation in the event that you lose your rights under this LINK 2026 as a result of the termination of your employment. Benefits or payments that you may receive or be eligible to receive under LINK 2026 will not be taken into consideration in determining the amount of any future benefits, payments or other entitlements that may be due to you, if any (including in cases of termination of employment).

Tax Information

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

If you are not a tax resident in South Africa, 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 South Africa as of March 2026. These laws and practices may change over time.

1. Taxation at the time of participation

A. Discount

You should **not be subject to tax or social charges** in South Africa at the time of subscription.

B. Matching Contribution (Free Shares delivered directly into the FCPE)

You should **not be subject to tax or social charges** in South Africa at the time of subscription.

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

A. Taxation of dividends in France

Dividends reinvested by the FCPE will **not be subject to taxation at the time of reinvestment**.

B. Taxation of dividends in South Africa

Despite their reinvestment in the FCPE, dividends will be subject to income tax in South Africa. Foreign dividends are typically subject to income tax up to a maximum effective rate of 20%.

In these circumstances, you will be required to report the dividend income individually and pay the corresponding tax.

There are, however, certain limited exceptions¹ where dividends may be regarded as “remuneration” and would be taxable at progressive income tax rates ranging between 18% and 45%, in addition to triggering social security charges (Employee Unemployment Insurance Fund, UIF, Contributions) of 1%, if not already capped. In these circumstances, your employer will withhold the relevant employees' tax and UIF Contributions.

¹ For example where a foreign dividend is received in respect of shares which are still subject to a lock-up period and is derived directly or indirectly from an amount transferred or applied by ENGIE as consideration for the acquisition or redemption of any ENGIE share, or which is received or accrued in anticipation or in the course of the winding-up, liquidation, deregistration or final termination of ENGIE

3. Redemption of your FCPE units as from the end of the 5-year lock-up period (or in case of early release)

- If you **request redemption of all or part your FCPE units** at the end of the lock-up period (or in case of early release):

You will be **taxed on the difference between the market value of your FCPE units on the last day of the lock-up period and the subscription price you paid initially.**

This benefit is taxable **at progressive income tax rates ranging between 18% and 45% and social security charges (Employee UIF Contributions) of 1%, if not already capped.**

This gain will be viewed as "remuneration" and accordingly, employees' tax and UIF contributions will be withheld by your employer.

- If you do **not request redemption of your FCPE units** at the end of the lock-up period:

You will still be **taxed on the difference between the market value of your FCPE units on the last day of the lock-up period and the subscription price you paid initially.**

Further increases in value should be taxable upon redemption for cash as a capital gain, assuming that you hold your shares as capital assets.

Capital gains are exempted from tax on the first ZAR 50,000, 40% of any capital gain in excess of the exempt amount is taxable at progressive income tax rates of up to 45%, resulting in a maximum effective rate of 18% for individuals (40% x 45%).

Capital gains tax is generally payable by way of a provisional tax payment by the last day of February of the tax year during which the shares are sold or transferred. Where the participant is not a provisional taxpayer, the capital gain and any corresponding tax will be paid on assessment following the end of the tax year during which the shares are sold or transferred.

4. Reporting obligations

As stated above, your employer will withhold tax and social security charges related to the gain made at the end of the lock-up period. You will be responsible to report this benefit in your annual income tax return, in accordance with the IRP5 information in the related form which will be supplied by your employer.

Regarding capital gains you may make if you decide not to immediately redeem your investment upon expiration of the lock-up period, you are individually responsible for reporting such capital gains and paying the relevant tax, either in your provisional tax return or in your annual income tax returns (as the case may be).