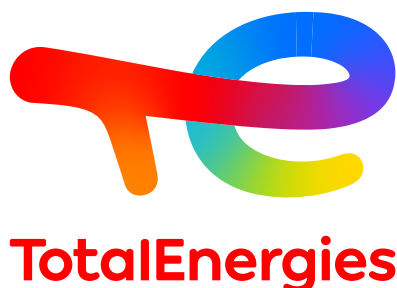


SN#71

The Shareholders' Newsletter

Summer 2023



Special Edition Shareholders' Meeting

CHAIRMAN'S MESSAGE



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Dear Shareholders,

I was delighted to meet you again for the Shareholders' Meeting on May 26, as I consider it an important time for shareholder dialogue and a key event in the corporate year.

I extend my thanks to all those who were able to attend in the Pleyel room, and I apologize for the conditions in which the Shareholders' meeting

was held, at least outside the Pleyel room itself: the need to apply strict access control measures and communication channels, as respecting others, irrespective of their opinions, is one of our Company's core values, and I would like it to be a value shared by all our stakeholders.

As tradition would have it, I'd like to look back on 2022. In a context of exceptional and highly volatile prices, TotalEnergies has shown the relevance of its broad energy strategy, by being the most profitable major, with a return on capital employed of over 28%. We're also the major who has invested the most to build tomorrow's energy model, which will be based on electricity, in particular based on renewable capacities and new, low-carbon molecules. Some four billion dollars were invested in 2022, and this figure is set to increase to five billion in 2023. I would like to emphasize, contrary to what some people would like to imply, that these figures do not include investments in gas or LNG, but just those in electricity, in particular of renewable origin, and low-carbon molecules, biofuels, biogas, hydrogen and carbon storage.

Our strategy relies on a balance between the will to assume the oil and gas supply that we still need today on the one hand and, on the other, the will to become a major player integrated along the entire chain of power generation from renewable energies, through to marketing.

As you well know, your Company has embarked on an ambitious, balanced transformation strategy that reconciles profitable growth and sustainable development.

89% of you supported the *Sustainability & Climate - Progress Report 2023*, explaining the progress made in the implementation of the Company's ambitions for sustainable development and the energy transition

toward Net Zero as well as its objectives in this respect for 2030, and completing this ambition. The Board of Directors and I extend you our heartfelt thanks.

On the contrary, 70% of you voted against the advisory resolution submitted by a group of shareholders concerning Scope 3 indirect emissions related to the use of energy products sold to its customers. This resolution would have obliged TotalEnergies to sell off assets that would continue to generate emissions, to other players. It would have been both an obstacle to the implementation of the Company's energy transition ambition, which implies a significant investment potential. More beneficial for the climate, is the construction of the new energy system the world needs, and we are working on this aspect relentlessly.

"Every day, TotalEnergies proves that it is possible to be a profitable company, while undergoing transformation, reducing emissions, massively investing in tomorrow's energies and sharing value with all its stakeholders."

As a responsible Company, we also have a duty to create and share value. In line with our shareholder return policy, we paid you, our stakeholders, 17 billion dollars in 2022, i.e. 37% of your Company's cash-flow. This was transposed as an ordinary dividend up by 6.5%, and a special dividend of one euro per share, paid in December 2022. We also implemented a seven-billion dollar share buyback program.

Supported by the Company's results, your Board of Directors recently confirmed a 7.25% increase in the interim dividends for 2023, and the continuation of the four-billion dollar share buyback program during the first half of 2023.

In conclusion, I would like to say just how proud I am to be the Chairman and Chief Executive Officer of a Company so deeply committed to being a positive player in the energy transition. I am proud of the commitment of all the employees at TotalEnergies, without whom nothing would be possible. I am proud of you, our shareholders, for your longstanding trust and for supporting us throughout this transformation.

Thank you for your ongoing trust and loyalty.

Patrick Pouyanné

Chairman and Chief Executive Officer of TotalEnergies

LATEST NEWS



TotalEnergies has obtained from the Spanish authorities, a favorable Environmental Impact Assessment for an estimated 3 GW of installed capacity. This favorable result relates to the 48 power plants that TotalEnergies will develop in the Madrid region (installed capacity of 1.9 GW), in the Murcia region (more than 350 MW), in Castilla-La Mancha (more than 300 MW), in Andalusia (263 MW) and in Aragon (approximately 150 MW). The first projects will come on stream early 2024. The plants will generate about 6,000 GWh of clean energy per year, enough to meet the annual electricity demand of nearly 4 million people. They will also avoid the emission into the atmosphere of close to 50 million tons of CO₂ during their lifetime. TotalEnergies is proud to contribute to Spain's goal of obtaining 70% of its electricity from renewable sources by 2030 and 100% by mid-century.



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TotalEnergies and Canadian convenience store leader Alimentation Couche-Tard have signed agreements covering TotalEnergies' retail networks in four European countries. In Belgium and Luxemburg, TotalEnergies and Couche-Tard will form a joint venture (TotalEnergies 40%, Couche-Tard 60%) that will own and operate 619 service stations. TotalEnergies is a market leader in these two countries, and the partnership with Couche-Tard will accelerate the transformation of these assets by maximizing their non-fuel sales. In Germany and the Netherlands, TotalEnergies will sell 100% of its networks to Couche-Tard. TotalEnergies will retain its activities related to off-station electric vehicle charging (charging hubs), hydrogen retail and wholesale fuel business, as well as the AS 24 service station network for trucks. The four networks will remain under the TotalEnergies brand as long as the fuel is supplied by the Company, for at least five years. These major trends are prompting TotalEnergies to make decisions regarding the future of its retail networks in Europe, which will see their fuel-related revenues decline, while electric vehicles will charge more often at home and at work. Conversely, TotalEnergies is actively developing in new electric and hydrogen-based mobilities.



In May this year, TotalEnergies increased its presence in Suriname, a world-class emerging basin, exploring for low technical costs and low GHG emission oil resources, and signed Production Sharing Contracts for shallow offshore Blocks 6 and 8. TotalEnergies will operate the two blocks with a 40% interest, alongside QatarEnergy (20%) and Paradise Oil Company (POC), a subsidiary of Staatsolie (40%).



As part of its commitment to identify, quantify and reduce methane emissions linked to its operations, TotalEnergies is partnering with *Colorado State University* to develop an international protocol for the qualification of methane emissions measurements. Such a transatlantic initiative is needed because there currently exists no agreement on how to validate methane emissions measurement methods, which is indispensable to compare reported emissions, regardless of technology. TotalEnergies is committed to reducing methane emissions in line with its target of reducing them by 80% by 2030, as compared to 2020. The reduction of methane emissions requires an accurate quantification of these emissions. It is therefore crucial to define a standard that certifies the accuracy of measurements and compares measurements between equipment and continents.



In May, TotalEnergies launched its largest battery energy storage project in Europe, at its Antwerp refinery in Belgium. It is designed for energy storage with a power rating of 25 MW and a capacity of 75 Mwh, equivalent to the daily consumption of close to 10,000 households. The installation, which will be operational by the end of 2024, will help meet the needs of the European and Belgian high-voltage transmission network 24/7.



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CONTENTS

02 CHAIRMAN'S MESSAGE

by Patrick Pouyanné

03 LATEST NEWS

Recent key events

04 KEY FIGURES

Key Figures for the first quarter 2023

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05 ANALYSIS & OUTLOOK

by Jean-Pierre Sbraire,
Chief Financial Officer

06 EVENT

Looking back on
the Shareholders' Meeting

07 FOR YOU

Shareholders' information

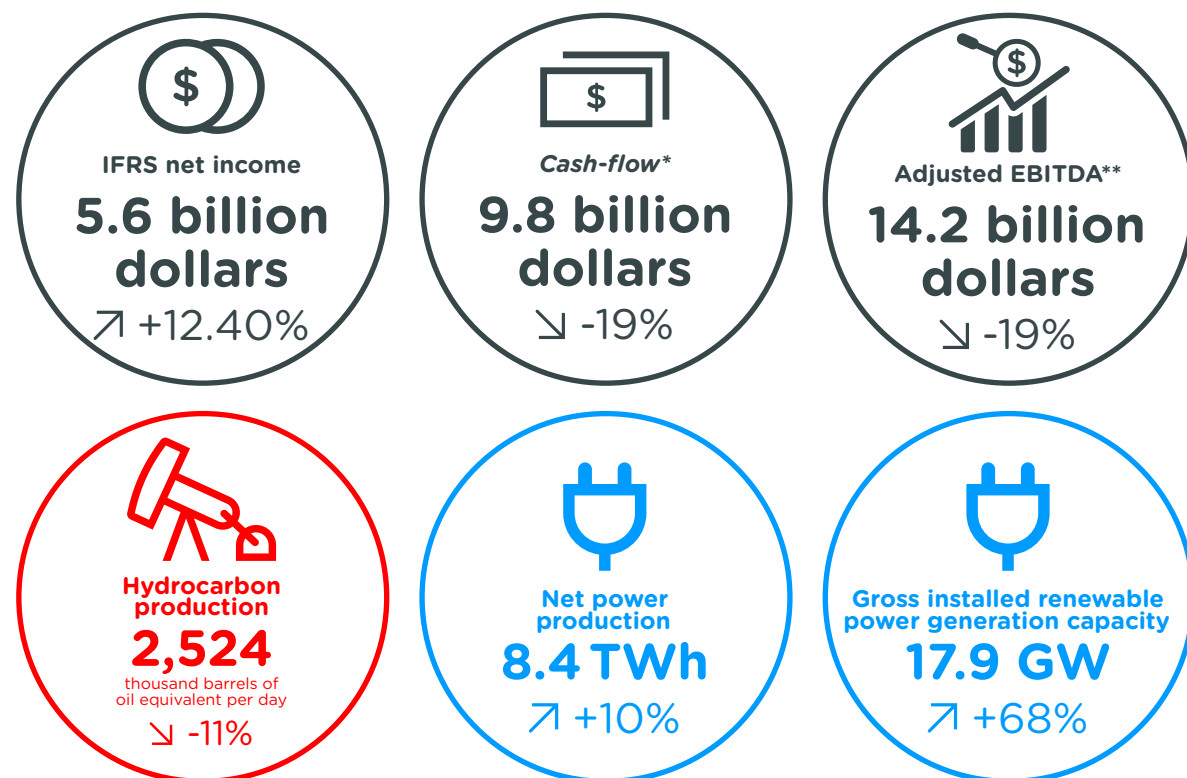


Find all the press releases
on totalenergies.com
under the heading Media.

KEY FIGURES for 1st quarter 2023

Find the main results for the 1st quarter 2023 published on April 27 and consult the main indicators for the same period. The variations are expressed relative to the 1st quarter 2022.

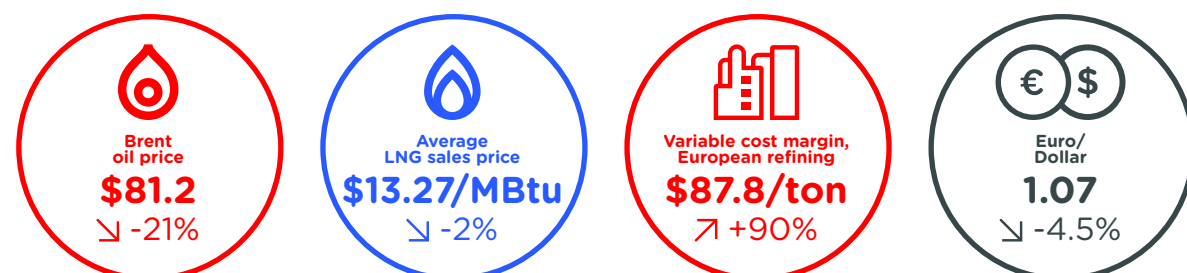
Our results



*Debt-adjusted cash flow (DACF)

** EBITDA = earnings before interest, taxes, depreciation, and amortization of tangible and intangible assets and mining rights; tax charges and cost of net debt, i.e. all the operational products and expenses and income from equity affiliates.

Indicators



ANALYSIS & OUTLOOK

“TotalEnergies once again demonstrates its ability to generate strong results in a softening oil & gas price environment. As part of its multi-energy strategy, TotalEnergies presents for the first time the results of the Integrated Power segment.”



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By Jean-Pierre Sbraire,
Chief Financial Officer

TotalEnergies once again demonstrates its ability to generate strong results, posting in the first quarter 2023 adjusted net income of \$6.5 billion, cash flow of \$9.6 billion, and return on average capital employed of 25%, in an environment of lower oil and gas prices. IFRS net income was \$5.6 billion for the quarter.

In an environment with Brent prices averaging \$81 per barrel, Exploration & Production generated adjusted net operating income of \$2.7 billion and cash flow of \$4.9 billion with production growth of 2% compared to the previous quarter, benefiting in particular from the start-up of gas production on Block 10 in Oman and the acquisition of a 20% interest in the SARB / Umm Lulu oil fields in the United Arab Emirates.

Integrated LNG delivered adjusted net operating income and cash flow of \$2.1 billion, leveraging its integrated global portfolio, in an environment of European and Asian gas prices returning to levels close to Brent parity at \$16-17/Mbtu, given the mild winter and high inventories in Europe. The Company launched this quarter the integrated engineering studies (FEED) on the Papua LNG project, which will contribute to the future growth of the LNG portfolio.

The Integrated Power segment generated adjusted net operating income and cash flow of \$0.4 billion in the first quarter. ROACE was nearly 10% over 12 months, confirming the Company's ability to profitably grow this business. TotalEnergies closed this quarter the acquisition of a 34% interest in Casa Dos Ventos in Brazil, contributing to the growth of its installed renewable power generation capacity to 18 GW.

Downstream posted adjusted net operating income of \$1.9 billion and cash flow of \$2.2 billion, benefiting from strong refining margins. TotalEnergies announced the sale for €3.1 billion to *Alimentation Couche-Tard* of its retail networks in Germany and the Netherlands as well as a 40% / 60% partnership with them to operate the stations in Belgium and Luxembourg.

Given these strong results, the Board of Directors confirmed the increase of 7.25% in the first interim dividend for the 2023 financial year, to €0.74 per share, as well as the repurchase of up to \$2 billion of shares in the second quarter of 2023.

ROACE

Return On Average Capital Employed. This is the ratio between the adjusted net operating income to the average capital employed and the replacement cost at the opening and closing of the period. It is used to facilitate the analysis of the Company's financial performance and the comparison of results between periods.

Looking back on the Shareholders' Meeting

Board of Directors

Renewal of terms of Directors

The Directors' mandates for Ms. Marie-Christine Coisne-Roquette and Mr. Mark Cutifani were renewed for a three-year term.

Ms. Marie-Christine Coisne-Roquette, a French national, has been a Director of TotalEnergies SE since May 13, 2011. She served as Lead Independent Director from May 29, 2020 to May 26, 2023. Given her seniority on the Board, Mrs. Marie-Christine Coisne-Roquette can no longer be independent, and will thus no longer be able to assume the function of Lead Independent Director. However, the renewal of her mandate as Director means that your Board will continue to benefit from her international experience as an attorney, as a Corporate Chairwoman and Chief Executive Officer, her experience in risk management and her knowledge in the electrical equipment distribution sector.



Ms. Marie-Christine Coisne-Roquette

Mr. Mark Cutifani, an Australian national, has been a Director of TotalEnergies SE since May 26, 2017. He is Chairman of the Compensation Committee. The renewal of his mandate as Director means that he will continue to provide your Board with his expertise in the industry and the cyclical economy of raw materials, his international expertise and his experience as Chief Executive Officer.



Mr. Mark Cutifani

Mr. Jacques Aschenbroich, new Lead Independent Director

Mr. Jacques Aschenbroich is the new Lead Independent Director of the TotalEnergies SE Board of Directors. Mr. Jacques Aschenbroich, a French national, has been Independent Director of the TotalEnergies SE Board of Directors since May 2021 and Chairman of the Orange Board of Directors since May 2022. Mr. Jacques Aschenbroich will bring to the Board his knowledge in transportation, a key sector in terms of evolution in energy demand, and his experience at the head of a large industrial company.



Mr. Jacques Aschenbroich

Appointment of two new Directors

Two new independent directors, Mr. Dierk Paskert and Ms. Anelise Lara, have been appointed for a three-year term, in replacement of Ms. Patricia Barbizet and Mr. Jérôme Contamine.

Mr. Dierk Paskert, a German national, has extensive experience in the electricity and renewables business, which will contribute to the support provided by the Board for the transformation of the Company. He was CEO of Encavis AG, a listed German renewable energy company, until the end of 2022. He held several positions at E.ON, a large German utility.



Mr. Dierk Paskert

Ms. Anelise Lara, a Brazilian national, has a long experience in the Oil & Gas and Gas & Power sectors, which will usefully complement the various skills existing within the Board. Her knowledge of Brazil is also appreciable given the size of the Company's capital employed in that country, both in terms of oil and gas and renewable energies. She is also committed to promoting diversity by helping young women to progress in their careers.



Ms. Anelise Lara

Sustainability & Climate - Progress Report 2023

89% of you approved the Company's ambition for sustainable development and energy transition toward Net Zero.

In compliance with the resolution approved by the shareholders in May 2022, on TotalEnergies' ambition for sustainable development and the energy transition to carbon neutrality, your Board of Directors explained the progress made in the implementation of the Company's ambition at the Shareholders' Meeting on May 26, 2023. The Board therefore decided to submit the *Sustainability & Climate - Progress Report 2023*, published on March 21, 2023 to you for a consultative vote. 89% of you voted favorably on this report, which explains the implementation of the strategy and progress made in 2022 with respect to the 2030 objectives, and completes the Company's ambition, notably by setting certain emission reduction targets for 2025, and reinforcing the world Scope 1 and 2 emissions reduction objectives for 2025, as well as for Scope 3 oil emissions and carbon intensity by 2030.



To access the replay of the Shareholders' Meeting, go to totalenergies.com, Investors heading > Annual Shareholders' Meeting.

FOR YOU

Dividend

A first interim dividend for 2023 of €0.74 per share, an increase of over 7%.

The Board of Directors met on April 26, 2023, and decided on the distribution of a first interim dividend of €0.74 per share for fiscal year 2023, an increase of 7.25% compared to the three interim dividends paid for fiscal year 2022, and identical to the final ordinary dividend for fiscal year 2022. This increase is in line with the 2023 shareholder return policy confirmed by the Board of Directors in February 2023.

	Shareholders	ADS holders*
Ex-dividend date	September 20, 2023	September 15, 2023
Payment date	October 03, 2023	October 12, 2023

* ADS = American Depositary Shares (TotalEnergies shares quoted in US Dollars on the New York stock exchange)

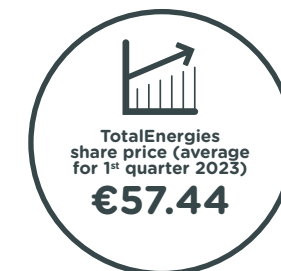
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Find the calendar of financial announcements on totalenergies.com under the heading Media > Calendar.



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