

COMBINED SHAREHOLDERS' MEETING OF TotalEnergies SE ON MAY 25, 2022

RESOLUTION SUBMITTED TO SHAREHOLDERS VOTING RESULTS

(Article R. 22-10-30 of the French Commercial Code)

Number of shares composing the share capital: 2,609,773,274

Number of shares with voting rights: 2,578,378,822

	Ordinary part			Extraordinary part		
	Shareholders	Shares	Votes	Shareholders	Shares	Votes
Shareholders present	23	38,583,299	68,159,677	23	38,583,299	68,159,677
Proxy to third parties	591	291,982	331,711	591	291,982	331,711
Proxy to the Chairman	14,420	18,707,468	26,338,336	14,363	18,504,582	25,933,837
Mail votes	13,641	1,718,701,714	1,818,282,846	13,600	1,718,644,796	1,818,183,675
Total	28,675	1,776,284,463	1,913,112,570	28,577	1,776,024,659	1,912,608,900

Quorum: 68.89 %

Quorum: 68.88 %

Ordinary Shareholders' Meeting	Votes cast						Abstention Number of votes	State Adoption	
	Number of represented shares	Proportion of represented share capital (%)	Total number of votes cast	FOR		AGAINST			
				Number of votes	% of votes cast	Number of votes			% of votes cast
Resolution 1: Approval of the statutory financial statements for the fiscal year ended December 31, 2021	1,776,284,463	68.06 %	1,908,965,274	1,899,395,988	99.50 %	9,569,286	0.50 %	4,147,193	Adopted
Resolution 2: Approval of the consolidated financial statements for the fiscal year ended December 31, 2021	1,776,284,463	68.06 %	1,908,938,661	1,889,369,925	98.97 %	19,568,736	1.03 %	4,173,806	Adopted
Resolution 3: Allocation of earnings and declaration of dividend for the fiscal year ended December 31, 2021	1,776,284,463	68.06 %	1,912,090,243	1,909,333,894	99.86 %	2,756,349	0.14 %	1,022,224	Adopted
Resolution 4: Authorization granted to the Board of Directors, for a period of eighteen months, to trade in the Corporation shares	1,776,284,463	68.06 %	1,704,214,188	1,691,149,509	99.23 %	13,064,679	0.77 %	208,898,279	Adopted

Ordinary Shareholders' Meeting	Votes cast							Abstention Number of votes	State Adoption
	Number of represented shares	Proportion of represented share capital (%)	Total number of votes cast	FOR		AGAINST			
				Number of votes	% of votes cast	Number of votes	% of votes cast		
Resolution 5: Agreements covered by Articles L. 225-38 <i>et seq.</i> of the French Commercial Code	1,775,945,768	68.05 %	1,910,918,504	1,910,208,730	99.96 %	709,774	0.04 %	1,683,155	Adopted
Resolution 6: Renewal of Ms. Lise Croteau's term as director	1,776,284,463	68.06 %	1,909,531,258	1,804,385,500	94.49%	105,145,758	5.51 %	3,581,209	Adopted
Resolution 7: Renewal of Ms. Maria van der Hoeven's term as director	1,776,284,463	68.06 %	1,909,503,131	1,783,281,700	93.39%	126,221,431	6.61 %	3,609,336	Adopted
Resolution 8: Renewal of Mr. Jean Lemierre's term as a director	1,776,284,463	68.06 %	1,902,175,937	1,778,494,597	93.50%	123,681,340	6.50 %	10,936,530	Adopted
Resolution 9 (approved by the Board of Directors) ⁽¹⁾ : Appointment of a director representing employee shareholders in accordance with Article 11 of the Articles of Association	1,776,284,463	68.06 %	1,888,407,605	1,811,755,807	95.94%	76,651,798	4.06 %	24,703,922	Adopted
Resolution A (not approved by the Board of Directors) ⁽¹⁾ : Appointment of a director representing employee shareholders in accordance with Article 11 of the Articles of Association	1,776,284,463	68.06 %	1,840,925,608	286,079,310	15.54%	1,554,846,298	84.46 %	68,888,219	Rejected
Resolution B (not approved by the Board of Directors) ⁽¹⁾ : Appointment of a director representing employee shareholders in accordance with Article 11 of the Articles of Association	1,776,284,463	68.06 %	1,838,505,414	223,147,664	12.14%	1,615,357,750	87.86 %	68,903,132	Rejected
Resolution C (not approved by the Board of Directors) ⁽¹⁾ : Appointment of a director representing employee shareholders in accordance with Article 11 of the Articles of Association	1,776,284,463	68.06 %	1,840,879,223	276,058,621	15.00%	1,564,820,602	85.00 %	68,927,453	Rejected
Resolution 10: Approval of the information relating to the compensation of executive and non-executive directors (" <i>mandataires sociaux</i> ") mentioned in paragraph I of Article L. 22-10-9 of the French Commercial Code	1,776,284,463	68.06 %	1,910,346,251	1,803,196,021	94.39%	107,150,230	5.61 %	2,766,216	Adopted
Resolution 11: Approval of the compensation policy applicable to directors	1,776,284,463	68.06 %	1,910,277,331	1,891,279,320	99.01%	18,998,011	0.99 %	2,835,136	Adopted
Resolution 12: Approval of the fixed, variable and extraordinary components making up the total compensation and the in-kind benefits paid during the fiscal year 2021 or allocated for that year to Mr. Patrick Pouyanné, Chairman and Chief Executive Officer	1,776,284,463	68.06 %	1,910,100,930	1,551,941,664	81.25%	358,159,266	18.75 %	3,011,537	Adopted
Resolution 13: Approval of the compensation policy applicable to the Chairman and Chief Executive Officer	1,776,284,463	68.06 %	1,903,516,388	1,520,994,616	79.90%	382,521,772	20.01 %	9,596,079	Adopted
Resolution 14: Renewal of Ernst & Young Audit as statutory auditor	1,776,284,463	68.06 %	1,911,577,686	1,792,439,415	93.77 %	119,138,271	6.23 %	1,534,781	Adopted

⁽¹⁾ Resolutions 9, A, B and C: in accordance with Article 11 of the Corporation's Articles of Association, since only one seat of director representing employee shareholders is to be filled, only the candidate who receives the highest number of votes and at least a majority of the votes is appointed.

Ordinary Shareholders' Meeting	Votes cast							Abstention Number of votes	State Adoption
	Number of represented shares	Proportion of represented share capital (%)	Total number of votes cast	FOR		AGAINST			
				Number of votes	% of votes cast	Number of votes	% of votes cast		
Resolution 15: Appointment of PricewaterhouseCoopers Audit as statutory auditor	1,776,284,463	68.06 %	1,911,378,127	1,888,220,371	98.79 %	23,157,756	1.21 %	1,734,340	Adopted
Resolution 16: Opinion on the Sustainability & Climate – Progress Report 2022, reporting on the progress made in the implementation of the Corporation's ambition with respect to sustainable development and energy transition towards carbon neutrality and its related targets by 2030 and complementing this ambition	1,776,284,463	68.06 %	1,803,722,777	1,603,333,942	88.89 %	200,388,835	11.11 %	109,389,690	Adopted

Extraordinary Shareholders' Meeting	Votes cast							Abstention Number of votes	State Adoption
	Number of represented shares	Proportion of represented share capital (%)	Total number of votes cast	FOR		AGAINST			
				Number of votes	% of votes cast	Number of votes	% of votes cast		
Resolution 17: Delegation of competence granted to the Board of Directors, for a period of twenty-six months, to increase the capital either by issuing ordinary shares and/or securities giving access to the Corporation's share capital or by incorporation of reserves, earnings or other, with maintenance of the shareholders' preemptive subscription right	1,776,024,659	68.05 %	1,910,746,018	1,831,080,004	95.83 %	79,666,014	4.17 %	1,862,779	Adopted
Resolution 18: Delegation of competence granted to the Board of Directors, for a period of twenty-six months, to increase the capital, within the framework of a public offering, by issuing ordinary shares and/or transferable securities giving access to the Corporation's share capital, with cancellation of the shareholders' preemptive subscription right	1,776,024,659	68.05 %	1,910,806,049	1,623,359,204	84.96 %	287,446,845	15.04 %	1,802,748	Adopted
Resolution 19: Delegation of competence granted to the Board of Directors, for a period of twenty-six months, to issue, through an offer referred to in Article L. 411-2, 1° of the French Monetary and Financial Code, ordinary shares and/or securities giving access to the share capital of the Corporation, resulting in a capital increase, with cancellation of the shareholders' preemptive subscription right	1,776,024,659	68.05 %	1,910,784,841	1,600,001,689	83.74 %	310,783,152	16.26 %	1,823,956	Adopted

Extraordinary Shareholders' Meeting	Votes cast						Abstention Number of votes	State Adoption	
	Number of represented shares	Proportion of represented share capital (%)	Total number of votes cast	FOR		AGAINST			
				Number of votes	% of votes cast	Number of votes			% of votes cast
Resolution 20: Delegation of competence granted to the Board of Directors, for a period of twenty-six months, to increase the number of shares to be issued in the event of a capital increase with cancellation of the shareholders' preemptive subscription right	1,776,024,659	68.05 %	1,901,557,921	1,577,204,474	82.94 %	324,353,447	17.06 %	11,050,876	Adopted
Resolution 21: Delegation of powers granted to the Board of Directors, for a period of twenty-six months, to carry out the capital by issuing ordinary shares and/or securities giving access to the Corporation's share capital in consideration for contributions in kind granted to the Corporation, with cancellation of the shareholders' preemptive subscription right	1,776,024,659	68.05 %	1,908,424,653	1,527,783,775	80.05 %	380,640,878	19.95 %	4,184,144	Adopted
Resolution 22: Delegation of competence granted to the Board of Directors, for a period of twenty-six months, to carry out capital increases, with cancellation of the shareholders' preemptive subscription right, reserved to members of a company or group savings plan	1,776,024,659	68.05 %	1,908,519,607	1,765,445,316	92.50 %	143,074,291	7.50 %	4,089,190	Adopted
Resolution 23: Authorization granted to the Board of Directors, for a period of five years, to reduce the capital by canceling treasury shares	1,776,024,659	68.05 %	1,908,816,180	1,772,550,200	92.86 %	136,265,980	7.14 %	3,792,617	Adopted

Registered shares for a period of at least two years carry double voting rights.

In accordance with Article R. 22-10-14 IV of the French Commercial Code, the compensation policies of Board members and of the Chairman and Chief Executive Officer for fiscal year 2022 as approved by the Shareholders' Meeting on May 25, 2022 (11th and 13th resolutions) are available on pages 228-229 and 248-254 respectively of the Universal Registration Document 2021 which can be downloaded on the website https://totalenergies.com/system/files/documents/2022-03/DEU_21_VA.pdf.