

COMBINED SHAREHOLDERS' MEETING OF TotalEnergies SE ON MAY 26, 2023

RESOLUTION SUBMITTED TO SHAREHOLDERS VOTING RESULTS

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

Number of shares composing the share capital: 2,490,262,024

Number of shares with voting rights: 2,435,233,726

	Ordinary part			Extraordinary part		
	Shareholders	Shares	Votes	Shareholders	Shares	Votes
Shareholders present	552	1,756,009	2,472,004	548	1,750,639	2,462,430
Proxy to third parties	747	345,750	381,198	747	345,750	381,198
Proxy to the Chairman	13,713	17,926,077	29,013,173	13,623	17,671,546	28,502,420
Mail votes	16,036	1,731,372,900	1,877,279,111	16,029	1,731,367,948	1,877,269,422
Total	31,048	1,751,400,736	1,909,145,486	30,947	1,751,135,883	1,908,615,470

Quorum: 71.92 %

Quorum: 71.91 %

Ordinary Shareholders' Meeting	Votes cast						Abstention	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, 2022	1,751,400,736	70.33%	1,902,998,712	1,901,064,265	99.90%	1,934,447	0.10%	5,751,110	Adopted
Resolution 2: Approval of the consolidated financial statements for the fiscal year ended December 31, 2022	1,751,400,736	70.33%	1,903,049,097	1,901,500,362	99.92%	1,548,735	0.08%	5,747,031	Adopted
Resolution 3: Allocation of earnings and declaration of dividend for the fiscal year ended December 31, 2022	1,751,400,736	70.33%	1,907,590,706	1,907,305,634	99.99%	285,072	0.01%	1,207,630	Adopted
Resolution 4: Authorization granted to the Board of Directors, for a period of eighteen months, to trade in the Corporation shares	1,751,400,736	70.33%	1,689,925,685	1,667,513,841	98.67%	22,411,844	1.33%	218,868,019	Adopted
Resolution 5: Agreements covered by Articles L. 225-38 et seq. of the French Commercial Code	1,750,986,759	70.31%	1,905,076,296	1,904,560,856	99.97%	515,440	0.03%	3,037,666	Adopted
Resolution 6: Renewal of Ms. Marie-Christine Coisne-Roquette's term as director	1,751,400,736	70.33%	1,878,555,918	1,576,840,540	83.94%	301,715,378	16.06%	30,229,074	Adopted
Resolution 7: Renewal of Mr. Mark Cutifani's term as director	1,751,400,736	70.33%	1,906,801,923	1,739,471,860	91.22%	167,330,063	8.78%	1,989,400	Adopted

Ordinary Shareholders' Meeting	Votes cast							Abstention	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 8: Appointment of Mr. Dierk Paskert as director	1,751,400,736	70.33%	1,906,748,450	1,898,753,642	99.58%	7,994,808	0.42%	2,038,233	Adopted
Resolution 9: Appointment of Ms. Anelise Lara as director	1,751,400,736	70.33%	1,906,818,174	1,898,685,733	99.57%	8,132,441	0.43%	1,979,385	Adopted
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	1,751,400,736	70.33%	1,903,987,937	1,787,393,324	93.88%	116,594,613	6.12%	4,804,994	Adopted
Resolution 11: Setting of the amount of directors' aggregate annual compensation and approval of the compensation policy applicable to directors	1,751,400,736	70.33%	1,906,641,754	1,887,324,537	98.99%	19,317,217	1.01%	2,158,189	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 2022 or allocated for that year to Mr. Patrick Pouyanné, Chairman and Chief Executive Officer	1,751,400,736	70.33%	1,900,838,680	1,721,202,002	90.55%	179,636,678	9.45%	7,967,032	Adopted
Resolution 13: Approval of the compensation policy applicable to the Chairman and Chief Executive Officer	1,751,400,736	70.33%	1,903,260,201	1,766,809,478	92.83%	136,450,723	7.17%	5,531,410	Adopted
Resolution 14: Opinion on the Sustainability & Climate – Progress Report 2023, 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	1,751,400,736	70.33%	1,844,177,495	1,636,939,759	88.76%	207,237,736	11.24%	64,606,714	Adopted

Extraordinary Shareholders' Meeting	Votes cast							Abstention	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: Delegation of authority to the Board of Directors, for a period of thirty-eight months, to grant Corporation free shares, existing or to be issued, for the benefit of the Company employees and executive directors, or some of them, which imply the waiver by shareholders of their preemptive subscription right for shares to be issued	1,751,135,883	70.32%	1,906,579,559	1,816,754,180	95.29%	89,825,379	4.71%	1,690,547	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 16: Delegation of competence granted to the Board of Directors, for a period of twenty-six months, to proceed to capital increases, with cancellation of the shareholders' preemptive subscription right, reserved to members of a company or group savings plan	1,751,135,883	70.32%	1,906,505,003	1,842,396,971	96.64%	64,108,032	3.36%	1,748,743	Adopted
Resolution 17: Elimination of double voting rights – Amendment to Article 18 of the Corporation's Articles of Association – Powers to carry out formalities	1,751,135,883	70.32%	1,905,954,547	1,901,747,444	99.78%	4,207,103	0.22%	2,317,902	Adopted

Shareholder resolution (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 A (not approved by the Board of Directors): Shareholder resolution on targets for indirect Scope 3 emissions (advisory vote)	1,751,400,736	70.33%	1,793,880,817	546,025,546	30.44%	1,247,855,271	69.56%	112,550,737	Rejected

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 2023 as approved by the Shareholders' Meeting on May 26, 2023 (11th and 13th resolutions) are available on pages 225-226 and 243-249 respectively of the Universal Registration Document 2022 which can be downloaded on the website https://totalenergies.com/sites/g/files/nytnzq121/files/documents/2023-03/TotalEnergies_URD_2022_EN.pdf.