



SUBMISSION OF A DRAFT RESOLUTION BY THE STATE

Appointment of Lucie Muniesa as a Director

After reviewing the Board of Directors' report, the Shareholders' Meetings, pursuant to the quorum and majority requirements applicable to Ordinary Shareholders' Meetings, appoints Lucie Muniesa as a Director for a term of four years. The appointment of Lucie Muniesa will take effect subject to the agreement of the *Haute Autorité pour la Transparence de la Vie Publique* (French High Authority for the Transparency of Public Life).

Lucie Muniesa's term will expire at the end of the Ordinary Shareholders' Meeting convened in 2027 to approve the 2026 fiscal year financial statements.

Explanatory Memorandum

The term of office as a Director of Mari-Noëlle Jégo-Laveissière expires at the end of this Shareholders' Meeting.

With Mari-Noëlle Jégo-Laveissière having announced her decision not to seek the renewal of her term of office as Director, the French State proposed to the Board of Directors to submit to the Shareholders' Meeting, in accordance with Article 6 of Ordinance 2014-948 dated August 20, 2014 concerning the governance and equity transactions on companies with a public shareholder, the appointment of Lucie Muniesa as Director for a term of four years.

Lucie Muniesa has extensive experience in the public and private sectors. She is currently Director of Sustainable Development, Compliance and Institutional Affairs and a member of the Executive Committee at Paprec Group, the French leader in waste recycling with 13,000 employees. Her expertise in sustainable development, corporate finance and her detailed knowledge of ENGIE will be invaluable to the Group's Board of Directors.

This appointment is subject to the absence of an incompatibility opinion from the *Haute Autorité pour la Transparence de la Vie Publique* (French High Authority for the Transparency of Public Life).

	• LUCIE MUNIESA	Age: 48 Nationality: French  Shares held: 0 shares Business address: PAPREC 128 Bd Haussmann – Paris (8th <i>arrondissement</i>), France
A graduate of ENSAE (Paris school specializing in economics, sociology and statistics), Lucie Muniesa began her career at INSEE (French national institute of statistics and economic studies), before being appointed deputy manager of the <i>Concentrations et Aides d'État</i> (Merger and Aid) department at the French ministerial General Directorate for Competition Policy, Consumer Affairs and Fraud Control in 2002. She joined the French Government Shareholding Agency APE in 2004, as deputy manager of the “Energy, Chemicals and other investments” and “<i>La Poste – France Telecom</i>” offices, before being appointed General Secretary of APE in 2007. In 2010, Lucie Muniesa joined Radio France as Director of Finance and then Executive Vice President in charge of finance, purchasing, legal and development of own resources, before becoming Director and Deputy Secretary General of the French Ministry of Culture and Communications in 2014. In February 2016, Lucie Muniesa was appointed Deputy Director General of APE. From 2018 to 2020, she was Chief of Staff for the French Minister of Culture and from 2020 to March 2022 was Chief of Staff for the French Minister Delegate at the Ministry for Europe and Foreign Affairs. In April 2022, she joined the PAPREC Group, the French leader in recycling and second largest waste management operator in France, as Director of Sustainable Development, Compliance and Institutional Affairs.		
Principal activities outside the Company Director of Sustainable Development, Compliance and Institutional Affairs		
Current offices held Offices and positions in companies outside the Group • None	Offices that have expired in the last five years • Director representing the French State at ENGIE ⁽¹⁾ until 2018 • Director representing the French State at Safran ⁽¹⁾ until 2018 • Director representing the French State at Orange ⁽¹⁾ until 2018 • Director representing the French State at Dexia ⁽¹⁾ until 2018 Areas of expertise • Office of Chair or Director of a large company • Finance • CSR	
⁽¹⁾ Listed company		



Board of directors' position

The Board of Directors recommends a vote in favor of this resolution, which proposes that Lucie Muniesa be appointed to replace Mari-Noëlle Jégo-Laveissière, in accordance with the provisions of Article 6 of *ordonnance* 2014-948. The skill set and considerable experience that she has as a director of listed companies will enable Lucie Muniesa to contribute fully to the work of the Board of Directors.