



FY 2025 Results

UK Power Networks acquisition

26 February 2026





AGENDA

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FY 2025 Results

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UK Power Networks

01 Perfect
strategic fit

02 Valuation and
financing plan

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01 Strategic overview

02 Capital allocation
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03 Concluding remarks
and Q&A



FY 2025 RESULTS

CATHERINE MACGREGOR
CEO

FY 2025: EXTENDING OUR TRACK RECORD OF STRONG PERFORMANCE

Another robust financial performance
reaching the top end of the guidance range

Strong strategic achievement
with flagship projects

A pivotal year in Belgium

Proposed dividend of €1.35 per share



EARNINGS AT THE UPPER END OF THE GUIDANCE, WITH PROPOSED DIVIDEND OF €1.35

EBIT ex. Nuclear

€8.8bn

vs. 8.9bn in 2024

NRIs

€4.9bn

vs. 5.5bn in 2024

CFFO¹

€13.6bn

Up €0.6bn

DIVIDEND

€1.35

per share

¹ Cash Flow From Operations = Free Cash Flow before Maintenance Capex and nuclear provisions funding

RENEWABLES AND STORAGE : RECORD YEAR FOR NEW CAPACITY

Significant additional capacity

6.2 GW

commissioned in 2025
o/w 2.4 GW in the US,
1.6 GW in Europe, 1.6 GW
in Latam, 0.6 GW in AMEA

57.2 GW

total installed capacity

7.9 GW

under construction

More integrated in markets where we have recently been expanding

Brazil: commissioning of our largest onshore windfarm in the world (856 MW)

India: award of our first BESS project (280 MW)

Chile: Lile New battery project at the former Mejillones coal plant, (140 MW / 802 MWh)

UAE: 1.5 GW solar PPA signed

A global leader in green PPAs

4.8 GW

of PPAs signed in 2025,
up 11% y-o-y

#1 in corporate PPAs

In 2025 and over last 15 years (Source: BNEF)

A PIVOTAL YEAR IN BELGIUM



Flexible assets

Commissioning of
Flémalle CCGTs (875 MW)
And **Vilvoorde battery**
(200 MW/800 MWh)



Nuclear

- **Successful execution** of works at **Tihange 3** and **Doel 4** now operated via quasi regulated JV
- **Payment** of the second and **final instalment** for the transfer of waste liabilities
- **No merchant nuclear** output in Belgium since December 2025



FY 2025 RESULTS

PIERRE-FRANÇOIS RIOLACCI

EVP in charge of Finance,
ESG and Procurement



FINANCIAL PERFORMANCE HIGHLIGHTS

Solid EBIT progress and excellent cash flow delivery

- EBIT (excluding Nuclear) at €8.8bn, up 2% organically, with a strong H2 2025.
- Excellent cash generation with CFFO at €13.6bn, up €0.6bn vs previous year.
- Net financial debt up €5.7bn due to nuclear agreement in Belgium.
- Economic net debt down €2.7bn. Stable credit ratio, well below 4x threshold.

**Proposed dividend at
€1.35**

FY RESULTS

€bn, unaudited figures¹

	Actual	Δ Gross	Δ Organic ²
EBITDA (excl. Nuclear)	13.4	0%	+3%
EBIT (excl. Nuclear)	8.8	-2%	+2%
NRlgs	4.9	-0.6	
NIgs	3.8	-0.3	
CFFO ³	13.6	+0.6	
Capex ⁴	7.9	-2.0	
Net Financial Debt	38.9	+5.7	
Economic Net Debt	45.2	-2.7	
Economic Net Debt / EBITDA	3.1x	+0.0x	

1. Unaudited figures through the presentation

2. Organic variation = gross variation without scope and foreign exchange effects

3. Cash flow from Operations = Free Cash Flow before Maintenance Capex and nuclear provisions funding

4. Including maintenance capex. Growth capex: net of DBSO and US tax equity proceeds, including net debt acquired

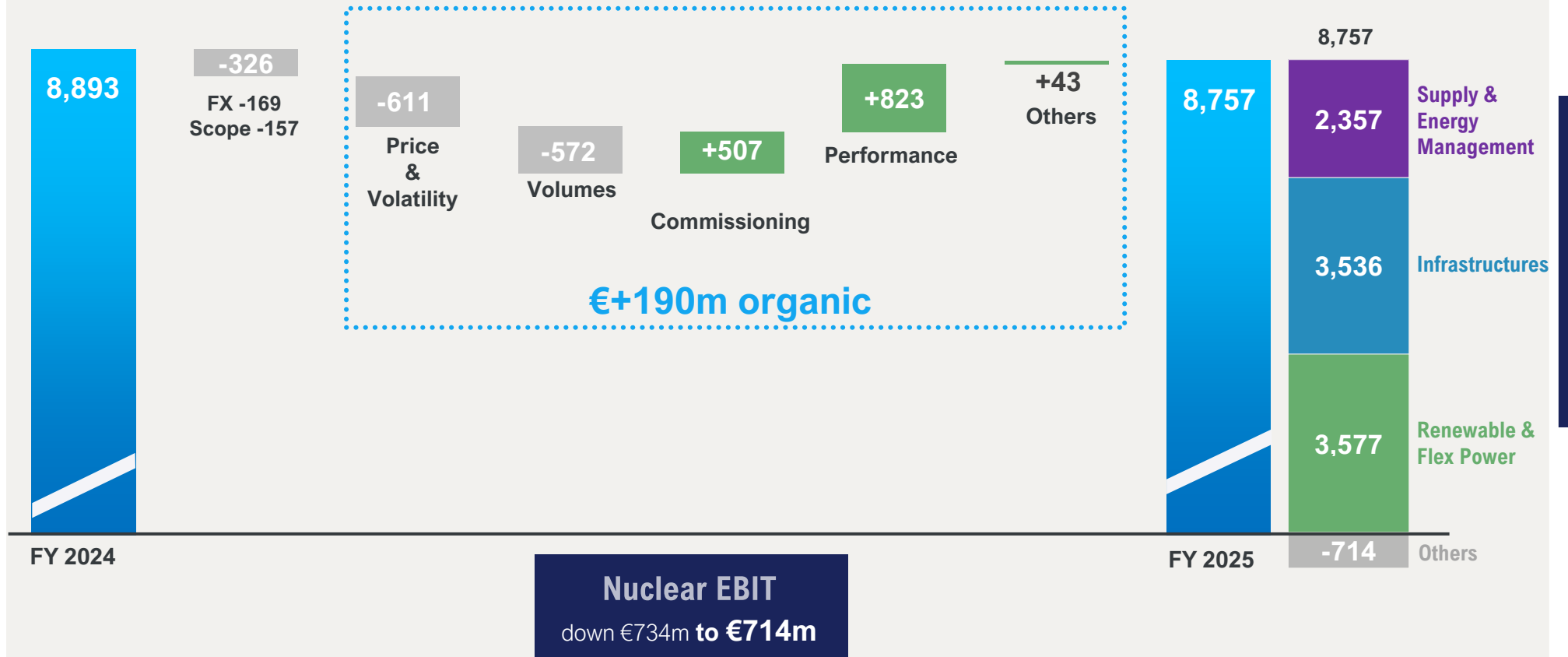


EBIT EVOLUTION ANALYSIS

Growth Momentum

Sustained by
Investments
&
Operational
Excellence

EBIT (excl. Nuclear) (€m)

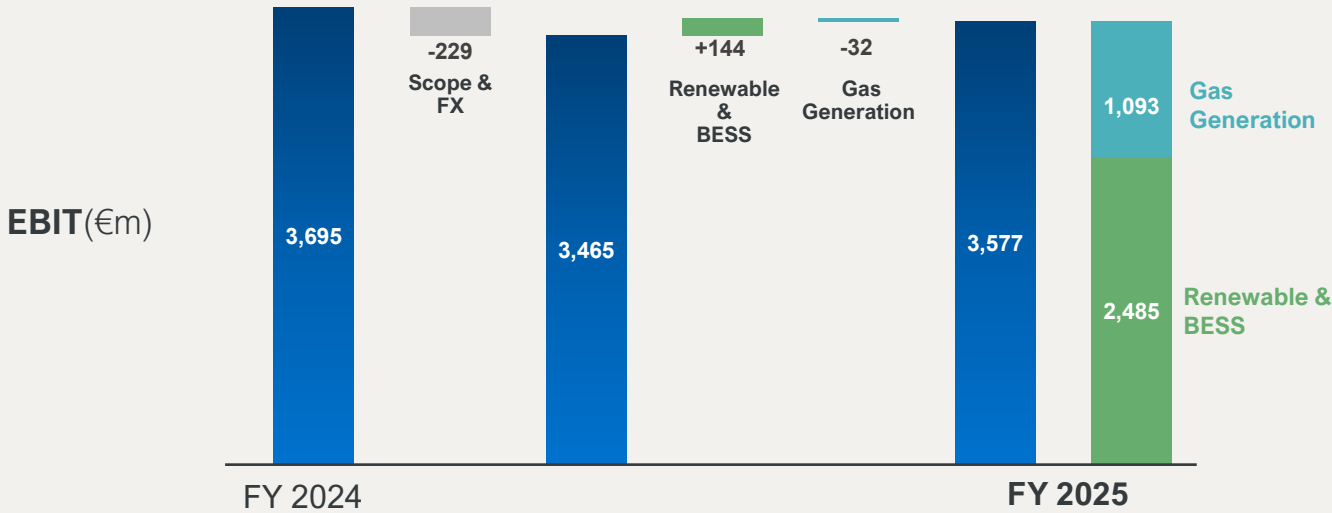




RENEWABLE & FLEX POWER

Investments and performance actions delivering strong contribution

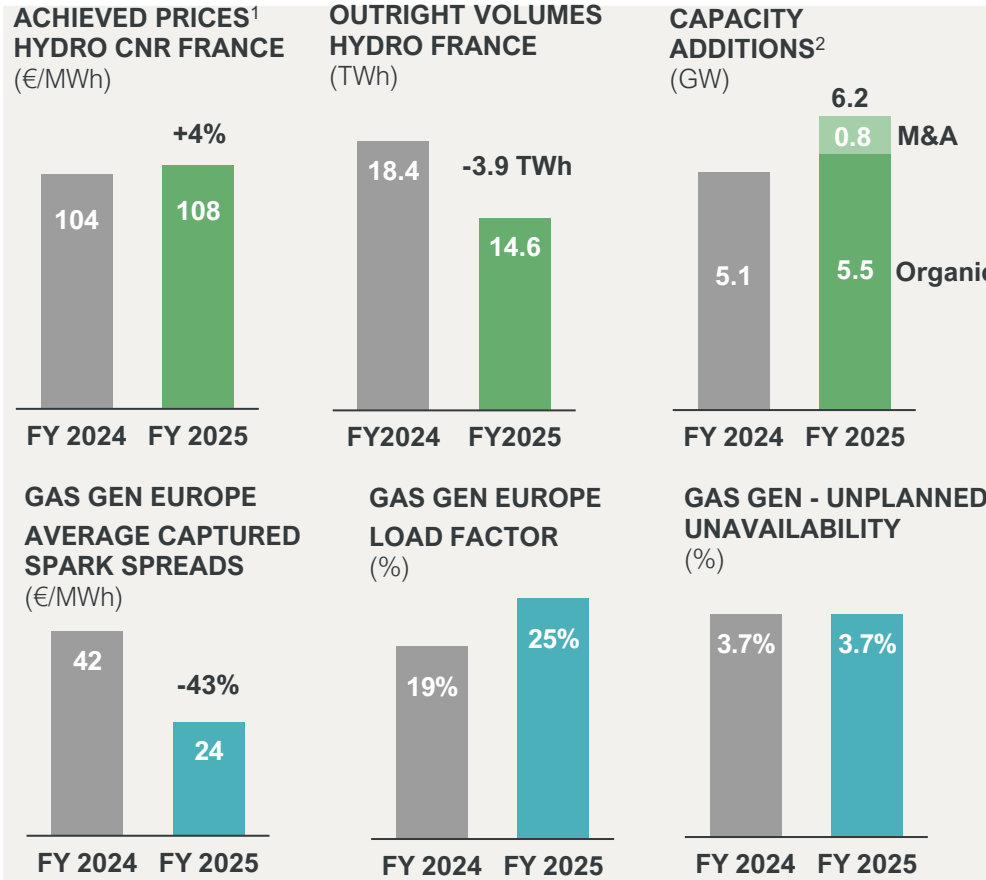
+3%
organic variance



Scope & FX: €-101m FX impact (BRL&USD), €-129m scope effect with coal exit and geographical refocus.

Renewables & BESS: significant contribution from commissioning (€+395m) and performance (€+103m) partly offset by lower hydro volumes, net of hydro tax (€-416m)

Gas Generation: lower captured spread in Europe (€-416m), no inframarginal tax in 2025 (€+165m), higher volatility & prices (€+68m), and positive one-offs in 2025.



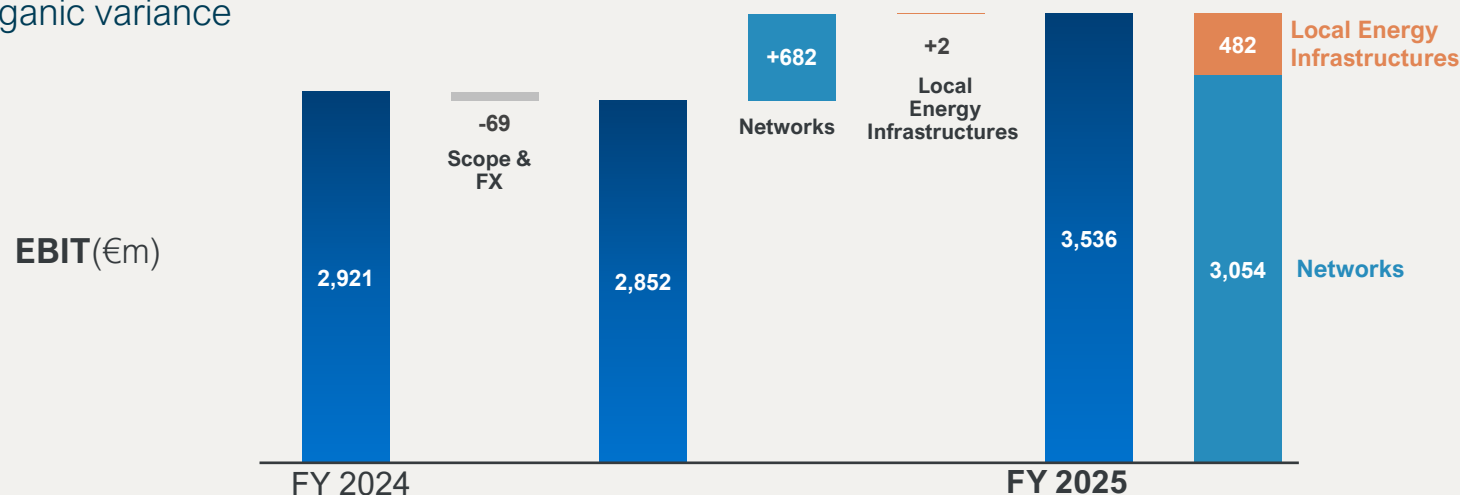
1. Before hydro tax
2. Capacity additions for Renewable & BESS



INFRASTRUCTURES

Organic growth underpinned by Networks

+24%
organic variance



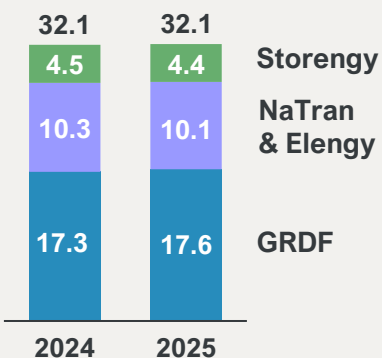
Scope and FX: mostly negative impact from BRL

Networks:

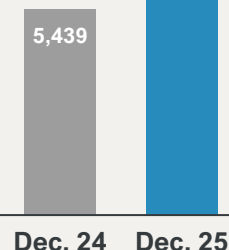
- Positive impact of new tariffs in France, Europe and Latin America
- Colder climate in France & Europe & organic growth in Latam
- Contribution from investments (€+97m) and from performance (€+101m)

LEI: contribution from performance and development offsetting negative price impact on cogenerations.

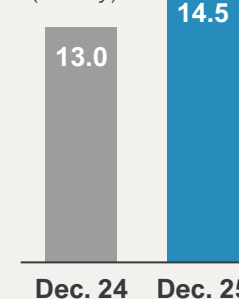
FRENCH RAB¹
(€bn)



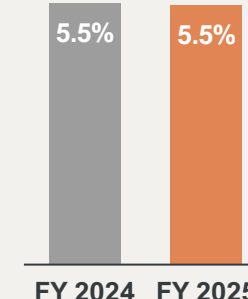
POWER TRANSMISSION LENGTH
(km)



BIOMETHANE PROD. CAPACITY CONNECTED TO FRENCH NETWORKS
(TWh/y)



LEI EBIT MARGIN
(EBIT/Revenue)



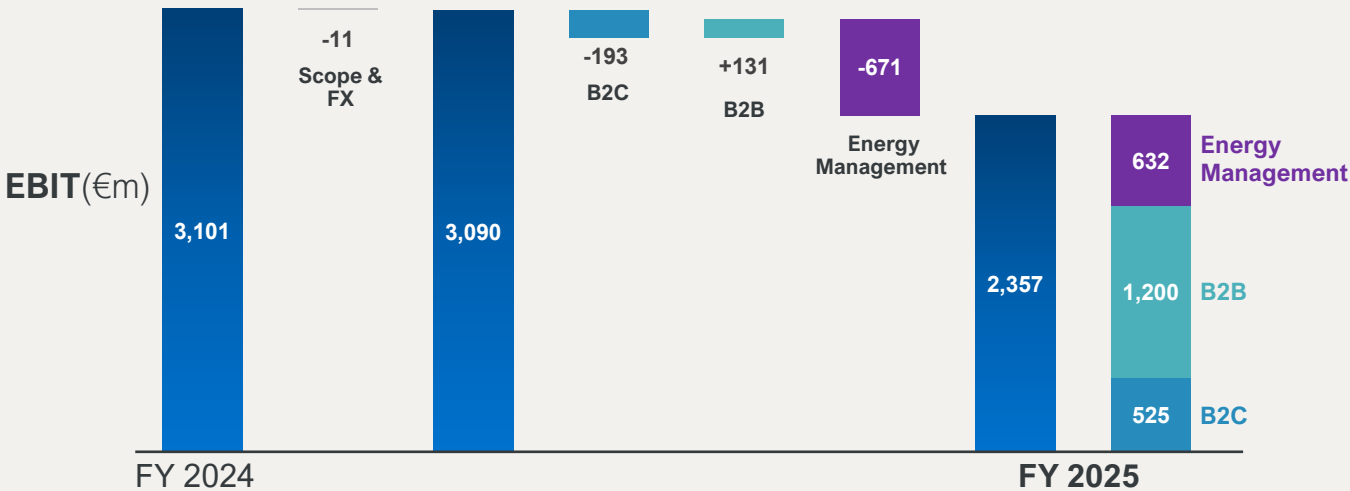
1. RAB as of January 1st with 2025 RAB not totally finalized yet



SUPPLY & ENERGY MANAGEMENT

2025 reflects market normalization, yet commercial momentum remains strong

-24%
organic variance



B2C: high 2024 comparison base linked to one-off and timing tailwinds, partially compensated by strong commercial margins in 2025 and ongoing performance efforts

B2B: organic growth, performance, high margin contracts locked historically, and positive one-offs

Energy Management: 2025 impacted by normalization of market conditions, lower market reserve reversals, a negative one-off on gas transportation tariffs, and a slowdown in activity due to geopolitical volatility.

Key Energy Management drivers ¹ (€/MWh)			FY 2025	Var.
Gas drivers	Price	TTF (€/MWh)	36	+2
	Spread	PEG-TTF (€/MWh)	-0.9	-0.5
	Volatility	TTF (€/day)	1.2	-0.2
Power drivers	Price	Germany (€/MWh)	87	-1
	Spread	France / Germany (€/MWh)	-27	-14
	Volatility	Germany (€/day)	0.9	-0.5

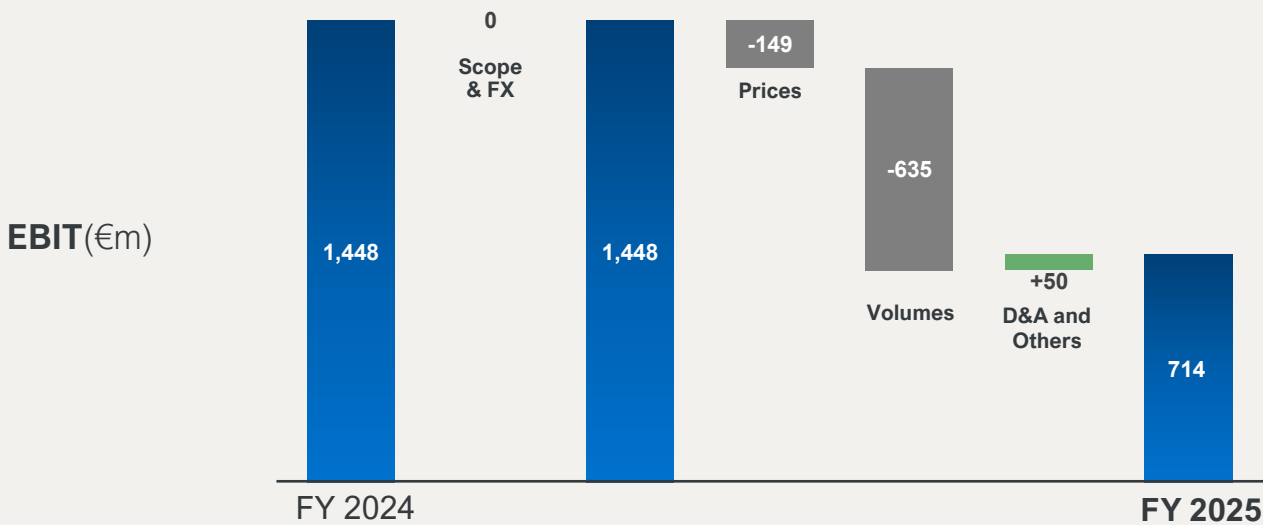
1 Average monthly value (Month Ahead for Gas and Year Ahead for Power)



NUCLEAR

Year-on-year decline reflecting the impact of nuclear phase-out, lower prices and high availability

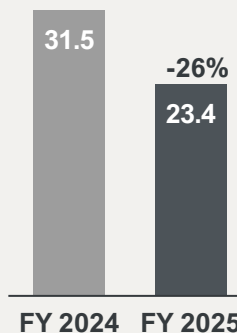
-51%
organic variance



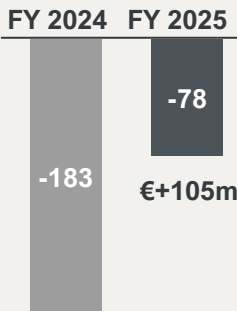
Prices: lower average achieved prices in France & Belgium, partly offset by lower G2 tax in Belgium

Volume: phase-out of Doel 1, Tihange 1 and Doel 2 (resp. in Feb, Sept and Nov 2025) & LTO outage of Doel 4 and Tihange 3. Very low unplanned unavailability

VOLUMES BE+FR
@SHARE
(TWh)

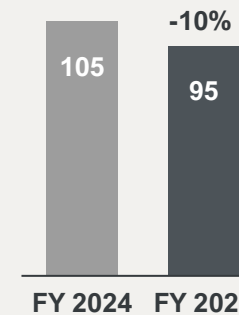


NUCLEAR TAX
BELGIUM
(€m)

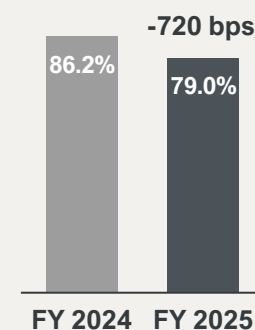


1. before nuclear tax in Belgium and inframarginal rent cap.

CAPTURED
PRICES¹
(€/MWh)



AVAILABILITY
BELGIUM
(%)



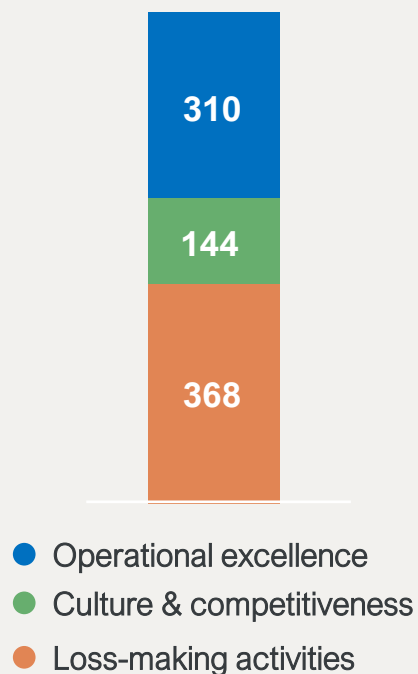


OUTSTANDING PERFORMANCE CONTRIBUTION

All
performance
engines at
work

2025 progress

€823m



Operational excellence

- Renewables : PPA renegotiations, asset optimizations
- LEI : contract portfolio cleaning, pricing improvements
- Others: margin efficiency and lifetime extension for Flex Power, procurement, ...

Culture & Competitiveness (C2)

- LEI: removal of France management layer
- Frugality actions focusing on travel, consulting and events
- Ramping up of efficiency measures in digital and other support functions

Loss-making activities

- Main contribution from turnaround of EV Box and Retail Energy Saving Certificates (CEE).
- Most actions are already executed, limiting further effects in 2026–2028



OVERVIEW OF P&L FROM EBITDA TO NET INCOME

From EBITDA to NRlgs

(€bn)	FY 2025	FY 2024	Delta
EBITDA	14.7	15.6	-0.8
D&A and others	(5.3)	(5.2)	-0.0
EBIT	9.5	10.3	-0.9
Recurring financial result¹	(2.0)	(1.9)	-0.1
Recurring income tax	(1.6)	(2.0)	+0.4
Minorities & Others	(0.9)	(0.9)	-0.1
NRlgs	4.9	5.5	-0.6

1. Mainly cost of net debt + unwinding of discount on long-term provisions

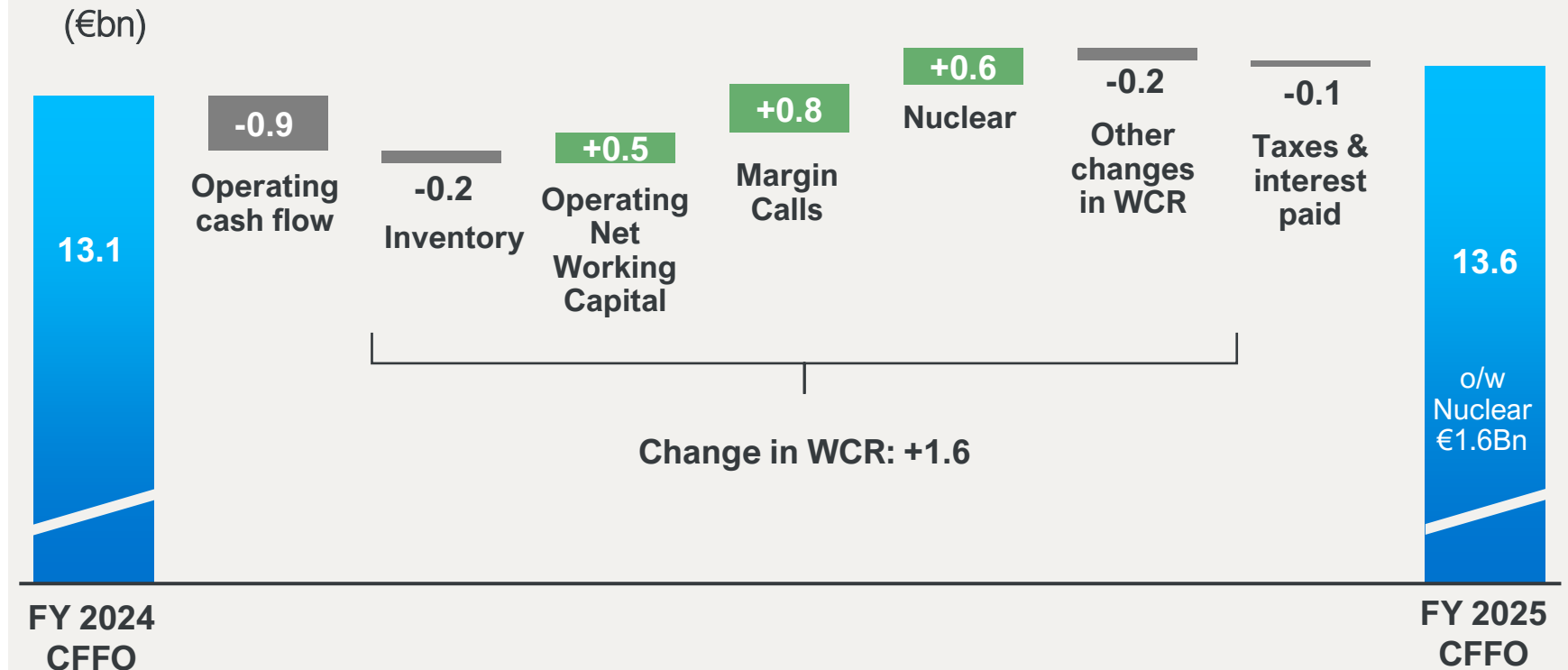
From NRlgs to NIgs

(€bn)	FY 2025
NRlgs	4.9
Impairment	(0.8)
Restructuring costs	(0.3)
Others	0.0
NIgs	3.8



CASH FLOW FROM OPERATIONS

Excellent cash generation supported by positive WCR dynamics



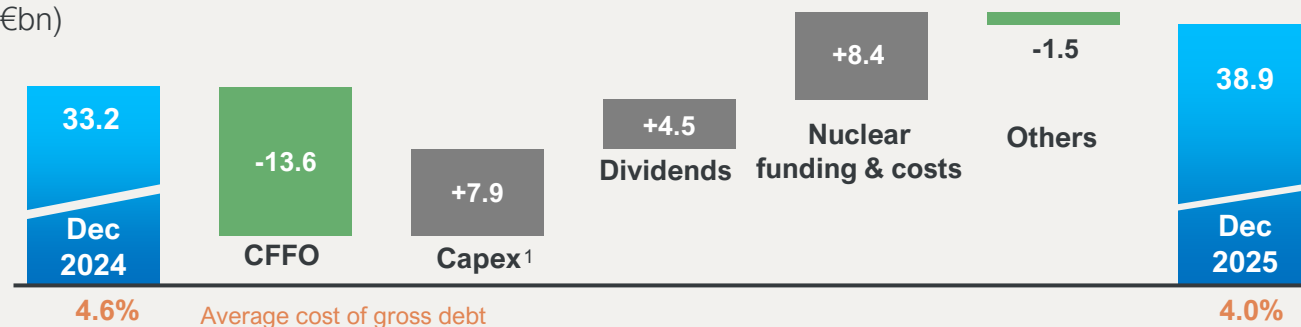


STABLE CREDIT RATIOS, RATING MAINTAINED

Delivering strong cash flow to fund investments & dividends

Net Financial Debt

(€bn)



Economic Net Debt

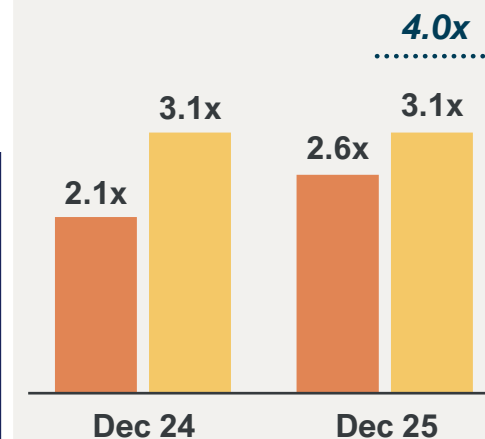
(€bn)



¹ Growth + maintenance Capex, net of sell-downs and US tax incentives, including net debt acquired

² Change in provisions (excluding nuclear, net of tax) & liability

Leverage ratios



● Net Financial Debt / EBITDA
● Economic Net Debt / EBITDA

Rating

'Strong investment grade' maintained



UK Power Networks: acquiring the best-in-class regulated power distribution network in the UK

26 February 2026





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STRATEGIC FIT**

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PERFECT STRATEGIC FIT

CATHERINE MACGREGOR
CEO

ENERGY AT TOP OF COUNTRIES' AGENDAS

Energy Transition continuing momentum

Electrification is underway, molecules are here to stay
Flexibility to bolster system resilience
Maximized by **power grid** strengthening

Geopolitical uncertainty on the rise

More **frequent** political and geopolitical turbulence
Europe: Energy Transition, security and affordability
Balanced geographical mix is crucial



ENGIEs “Best Energy transition Utility”
profile more pertinent than ever

DECISIVE MOVE TOWARDS OUR BEST ENERGY TRANSITION UTILITY AMBITION

Unique opportunity to
rebalance ENGIE
portfolio towards
power networks

**Growing, regulated
predictable** cashflows
to enhance our
Utility profile

**Bolstering our
presence in the UK,
now our
2nd largest country**

**Earnings accretive
from first full-year,
with dividend policy
and rating unchanged**



**Delivering on our mid-2024 pledge to
expand in power networks in Europe**

UK POWER NETWORKS, BEST-IN CLASS REGULATED POWER DISTRIBUTION NETWORK IN THE UK

**Leading DNO in UK,
across 3 licenses** (East of England,
London and South-East of England)

192,000km

Network length

76%

Underground lines

71TWh

Annual power distributed

8.5m

Customers



**Track record of
outstanding safety &
operational performance**

#1

Over the first two years ED2, UKPN achieved best-in-class **11.5% RoRe**

#1

Best DNO in Ofgem's broad measure of **customer satisfaction (94.2%)**

#1

Leading innovation with **#1 in the UK for smart grid capabilities¹**

**Mar-2024/25 key
indicators**

+14%

£9.2bn

RAV² end-March
2025

£10.5bn

RAV² estimated
end-March 2028

£1.3bn

Capex

£1.4bn

CFFO³

**6,500 professionals, recognised for
their expertise, excellence & commitment.**

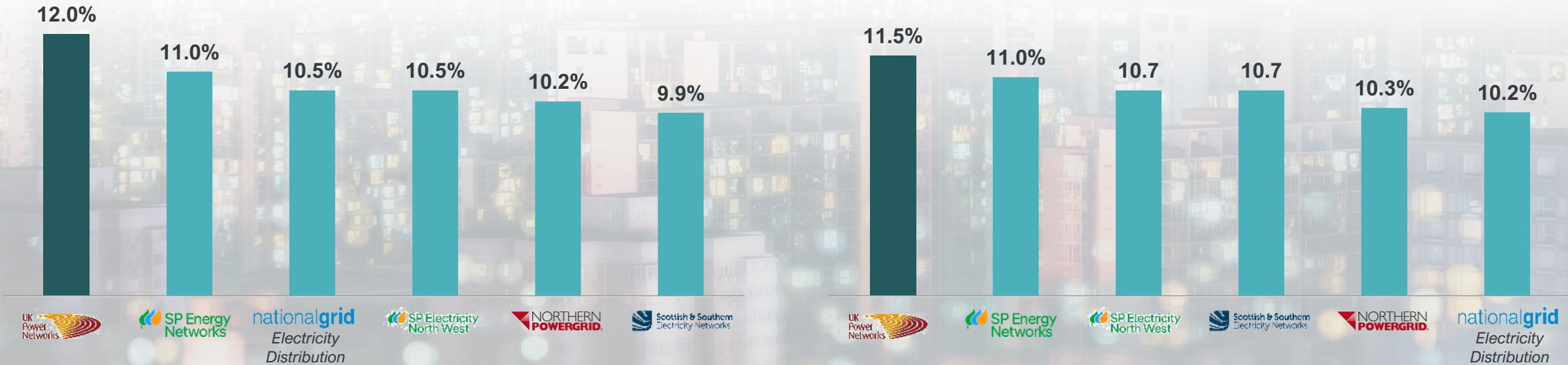
1. Singapore Power Group's Smart Index
2. Regulatory Asset Value
3. Cash Flow From Operations = Free Cash
Flow before Maintenance Capex

A DECADE OF TOP PERFORMANCE AMONGST UK POWER DNOs

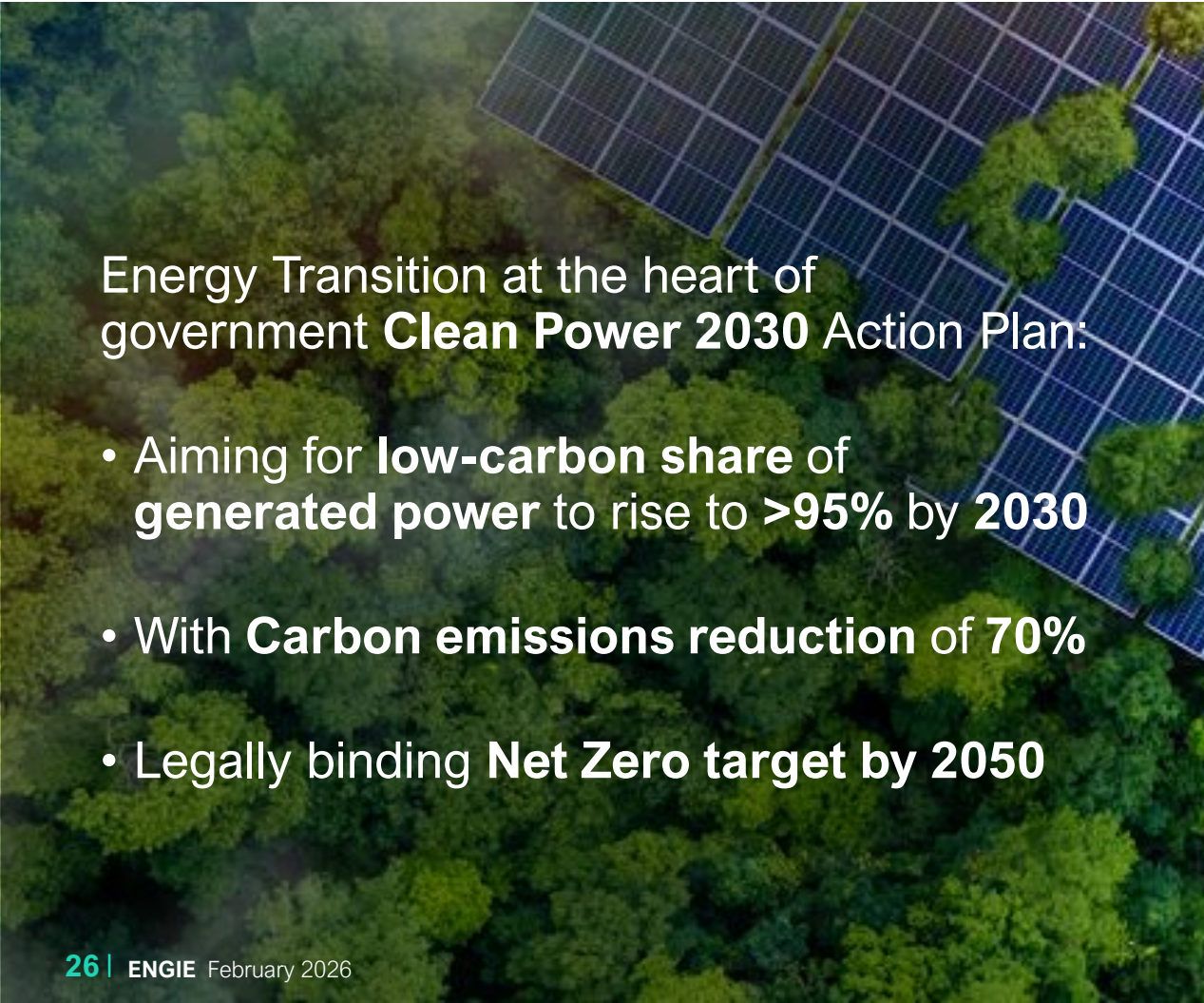
Track record of Outstanding Performance over RII0-ED1 & the first two years of RII0-ED2

RoRE¹ over RII0-ED1 (2015/16-2022/23)

RoRE¹ over the first two years of RII0-ED2 (2023/24-2024/25)



STRONG MOMENTUM FOR ENERGY TRANSITION



Energy Transition at the heart of government **Clean Power 2030** Action Plan:

- Aiming for **low-carbon share** of **generated power** to rise to **>95%** by **2030**
- With **Carbon emissions reduction** of **70%**
- Legally binding **Net Zero target** by **2050**

Massive electrification of usage expected, boosting **networks investments**

x2 by 2050¹

Electricity generation expected in the UK

x2 by 2050²

Electricity demand expected in the UK

Boosting both **expansion of electricity networks** and **reinforcement of existing networks**

£45-60bn by 2050²

Load related capex in distribution networks

1. Source: « Future Energy Scenarios », National Energy System Operator
2. National Infrastructure Commission, February 2025

UK REGULATION: STABILITY, PERFORMANCE, CUSTOMER-ORIENTED

A regulation that brings **stable** and **predictable cash-flows** with **outperformance** shared with customers

01 **Stability & transparency**

Promoting investment, protecting consumers' interests, with long-term planning to meet demand growth

02 **Inflation & volume protection**

Inflation-linked returns and **volume-risk shields** with revenue adjustments

03 **Incentives mechanism**

Totex and operational performance

Customer satisfaction metrics





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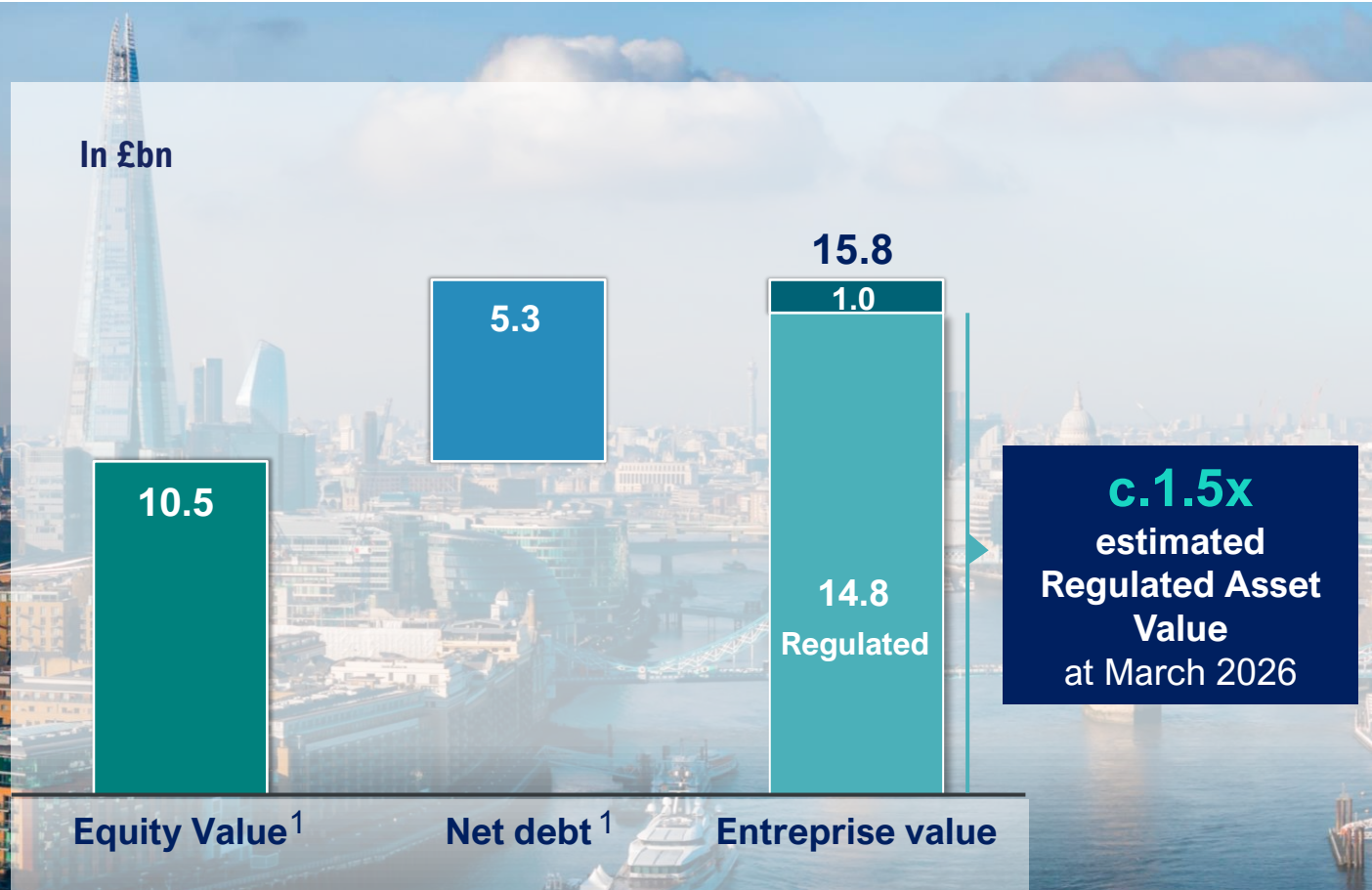


VALUATION AND FINANCING PLAN

PIERRE-FRANÇOIS RIOLACCI

EVP in charge of Finance,
ESG and Procurement

KEY VALUATION METRICS



The transaction

- UKPN for **GBP 15.8bn**
- Estimated **2027 EBITDA multiple of c.10x**, including the contribution of unregulated assets
- As part of this transaction, **ENGIE will own 100 %** and consolidate UKPN
- **Closing of the transaction** expected in mid-2026

UK POWER NETWORKS: SOLID FINANCIAL RESULTS AND OUTLOOK

UKPN's full-year financials (April to March)

£bn	03/22	03/23	03/24	03/25
EBITDA	1.3	1.4	1.2	1.8
EBIT	0.9	1.0	0.7	1.4
Net Income	0.3	0.6	0.3	0.9
CFFO	1.2	1.1	1.0	1.4
Totex	0.9	1.0	1.1	1.3
Gross capex ¹	0.9	0.9	1.1	1.3
RAV	7.2	8.1	8.6	9.2

Strong outlook

£2.2bn gross capex
over April 26 to March 28

£10.5bn RAV at end-
March 2028

Strong EBIT growth
over April 26 to March 28

Mid-single digit growth bottom line
expected in the long-term

FINANCING PLAN SUPPORTED BY STRONG BALANCE SHEET





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STRATEGIC OVERVIEW

CATHERINE MACGREGOR
CEO

ENGIE TODAY

RENEWABLES & FLEX POWER

103 GW

installed capacity
o/w 57 GW Renewables and BESS

NETWORKS

€32bn
Gas RAB

LOCAL ENERGY INFRASTRUCTURES

372

DHC Networks

SUPPLY & ENERGY MANAGEMENT

500 TWh

Sold o/w 232 TWh
power B2B/B2C



INFRASTRUCTURES AND RENEWABLE & BESS, THE TWO PILLARS OF OUR INVESTMENT STRATEGY

2026-28 Total CAPEX¹



Renewables & BESS
~ 44%

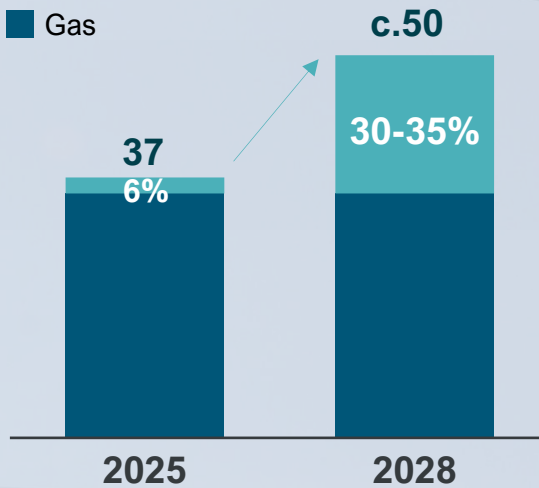
Infrastructures
~ 45%

**DYNAMIC CAPITAL
ALLOCATION**
with ~90% in
renewables, batteries
and Infrastructures

NETWORKS, BEST OF BOTH WORLDS: STRONG CASHFLOW FINANCING GROWTH

RAB¹ (in €bn)

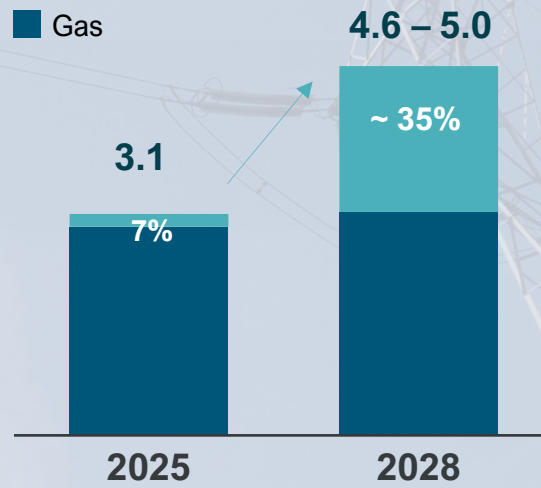
Power
Gas



Power RAB, ~**1/3**
of Networks RAB in 2028
Total RAB up **40%** over 25-28

EBIT (in €bn)

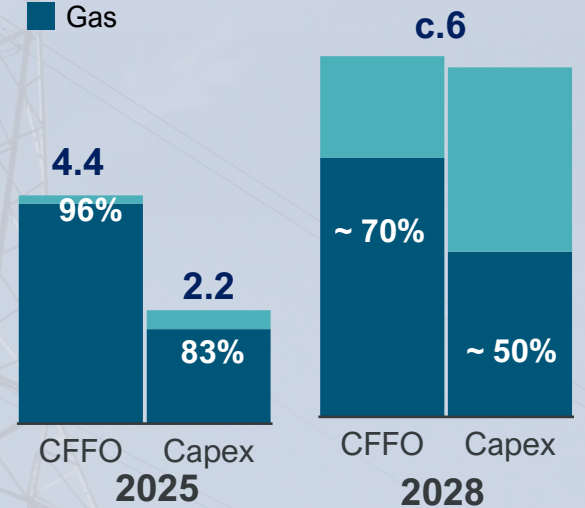
Power
Gas



Power EBIT, ~**35%**
of Networks EBIT in 2028
Total EBIT up ~**50%** over 25-28

CFFO & Capex (in €bn)

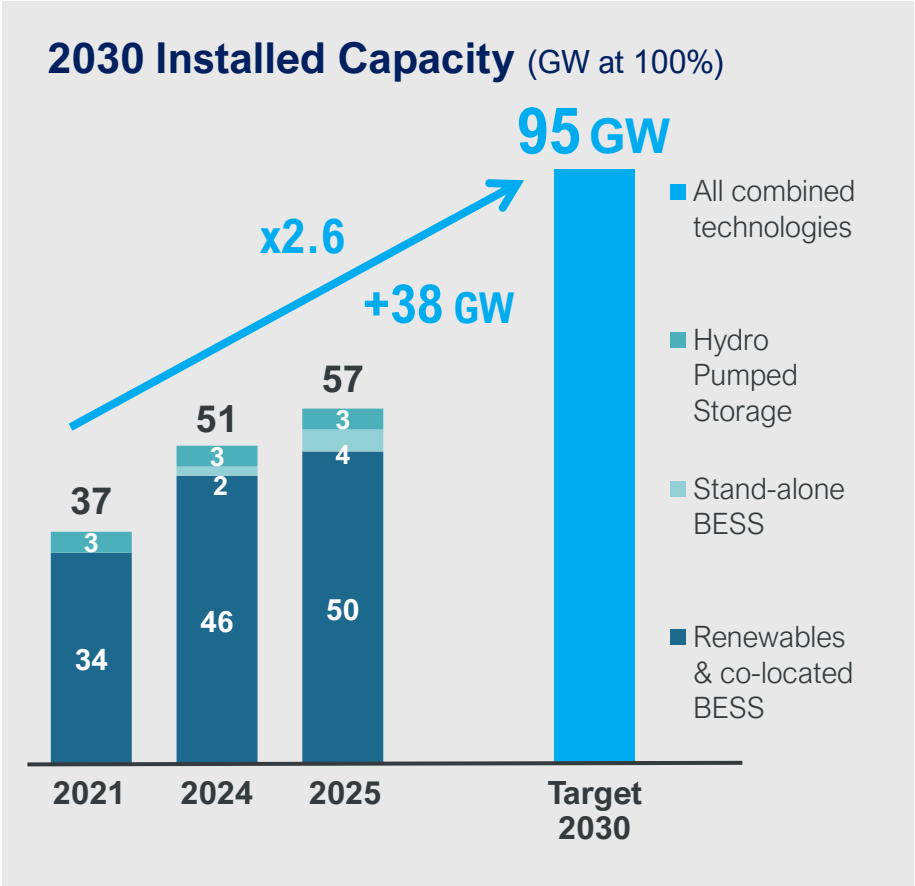
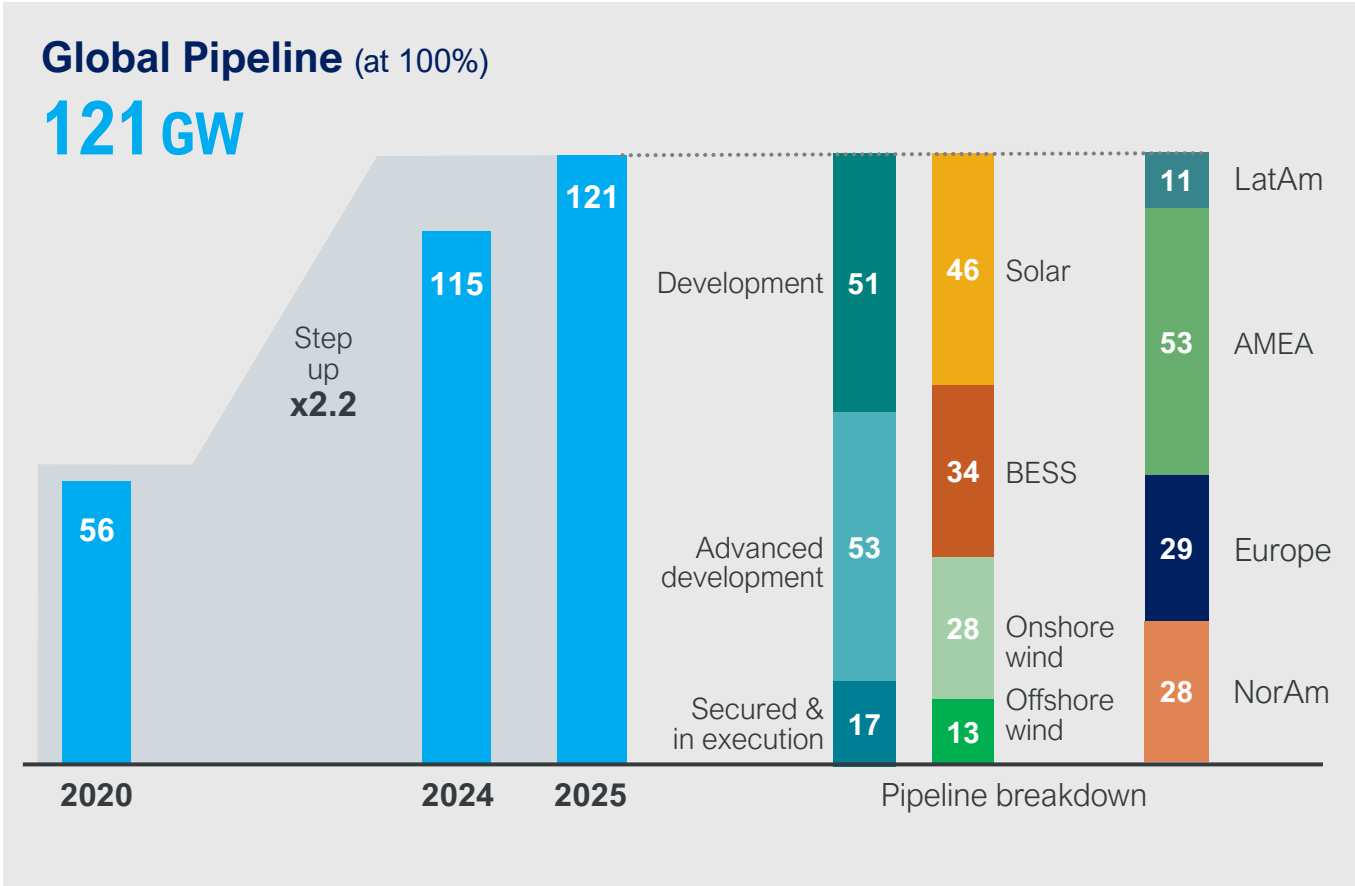
Power
Gas



Gas CFFO, ~**70%**
of Networks CFFO in 2028
Total CFFO, up ~ **40%** over 25-28

¹ and quasi-RAB from southam assets

95 GW RENEWABLES AND STORAGE 2030 TARGET CONFIRMED BENEFITING FROM GROWING AND BALANCED PIPELINE



TECH AND DATA CENTERS: CAPITALIZING ON OUR UNIQUE SKILLSET TOWARDS OUR 2030 TARGETS

SPEED TO CONNECTED LAND

3-4 GW

datacenter load co-sited
by 2030

SPEED TO ADDITIONAL POWER

5 GW

renewable and BESS
enabled by 2030

RELIABLE & COST-EFFECTIVE POWER SUPPLY

50 TWh

power delivered by 2030

6 GW pipeline¹

Advanced

Early Stage

RoW

EU

NORAM

Maturity

Region

6 GW of PPAs
contracted in total end
2025 with tech & data
center sectors

Carbon Free Electricity
Manager Germany
Google

STEADY GROWTH IN EBIT EXCLUDING NUCLEAR FROM 2025

7% EBIT¹ CAGR
over 2025-28

Driven by investment
& performance plan

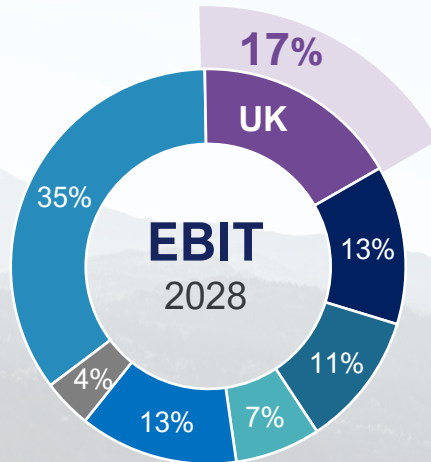
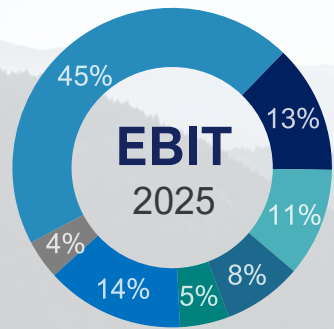
1. EBIT (excluding Nuclear)

€0.8 to 1.0bn
Performance plan
2026-2028 contribution

€2.7 to 3.1bn
2026-2028 contribution from
investments including UKPN

MORE BALANCED GEOGRAPHICAL FOOTPRINT, UK NOW OUR 2ND COUNTRY

EBIT by geography

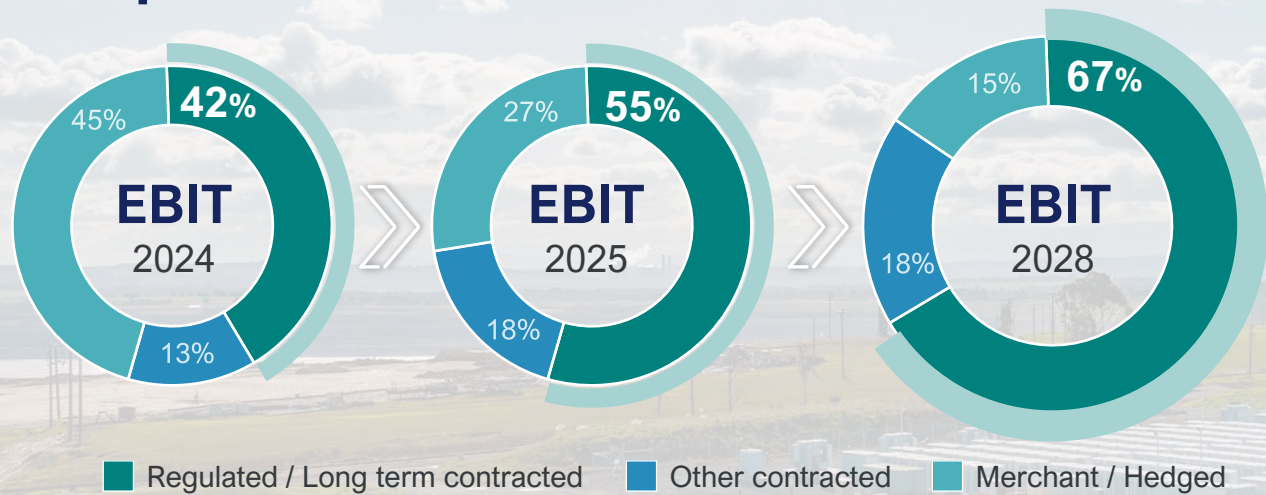


France UK Brazil Belgium US Chile Next 5 countries
Other

- Top **5 countries** in **3 regions** (Europe, Latam, Noram)
- **UK** becomes our **2nd country** with a presence across the whole value chain (R&F, SEM and Networks)

IMPROVED RISK PROFILE, WITH GREATER PREDICTABILITY

Risk profile



- **67% EBIT** regulated & long term contracted in 2028 up from 42% in 2024
- **15% merchant exposure** in 2028 down from 45% in 2024

ENGIE IN 2030

RENEWABLES & FLEX POWER

95 GW

Renewables and storage
installed capacity

INFRASTRUCTURES

€60bn

RAB &
Capital employed

10,000km
transmission
lines

50TWh
of Biomethane capacity
connected to French
networks

550
DHC

SUPPLY & ENERGY MANAGEMENT

300 TWh

Power sales B2B/B2C



2026-2028: MID-SINGLE DIGIT EARNINGS TRAJECTORY

NRIgs	2025	2026	2027	2028
	€4.9bn	€4.6 to 5.2bn	€4.9 to 5.5bn	€5.2 to 5.8bn

DIVIDEND POLICY

Dividend policy reaffirmed

Payout: **65-75%** based on NRIGs

Floor of **€1.10**

CREDIT RATING

‘Strong investment grade’

Economic net debt/EBITDA ceiling at **4.0x**

1. Main underlying assumptions are presented in additional material



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UK Power Networks

01 Perfect
strategic fit

02 Valuation and
financing plan

PART 3

Medium-term outlook

01 Strategic overview

**02 CAPITAL ALLOCATION
AND OUTLOOK**

03 Concluding remarks
and Q&A



CAPITAL ALLOCATION AND OUTLOOK

PIERRE-FRANÇOIS RIOLACCI

EVP in charge of Finance,
ESG and Procurement



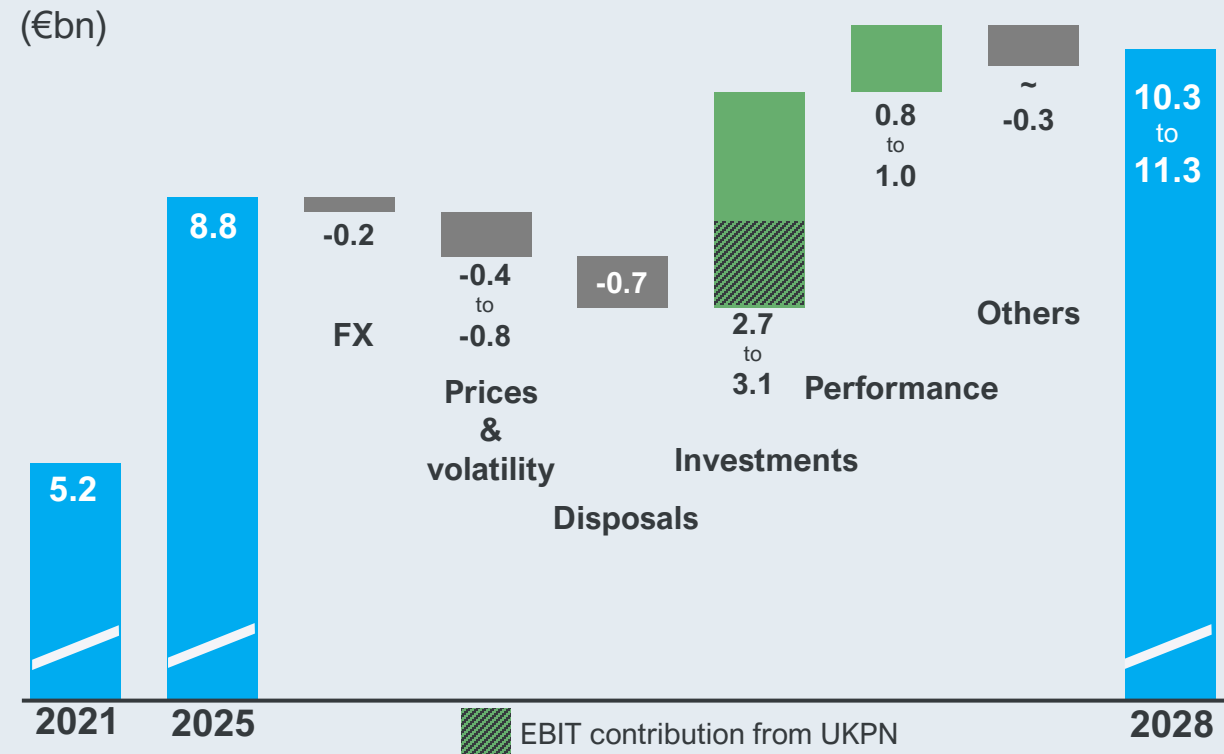
DELIVERING ON THE GROWTH BLUEPRINT

Dynamic Trajectory

7% EBIT¹ CAGR
over 2025-28

Driven by investment &
performance plan

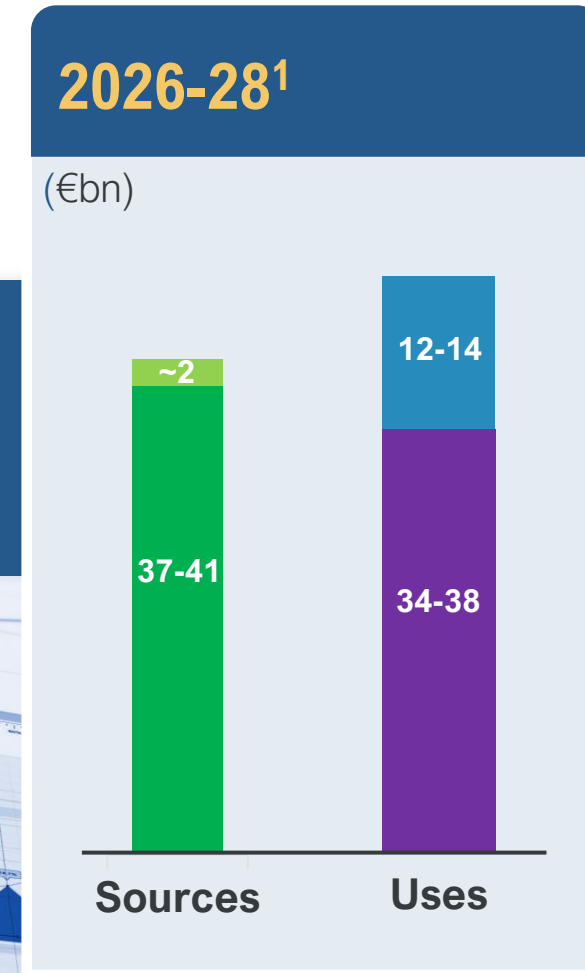
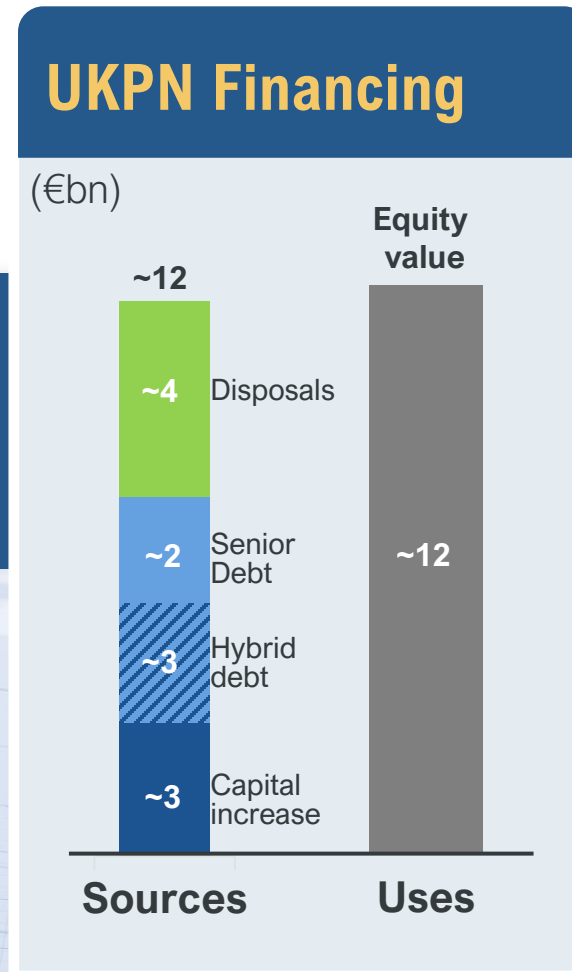
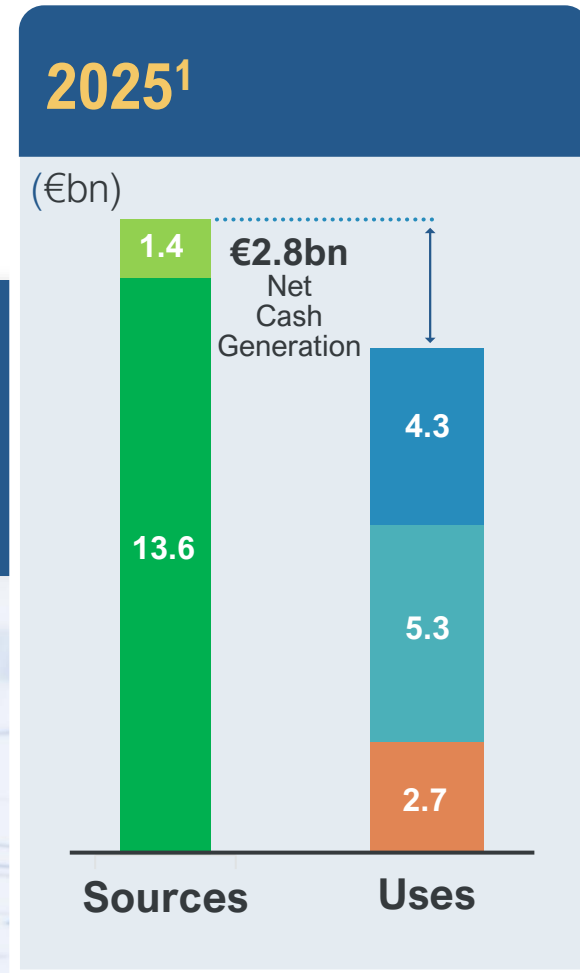
2025-28 EBIT¹ evolution



1. EBIT (excluding Nuclear)



CASH EQUATION & ACQUISITION FINANCING



- CFFO
- Disposals
- Maintenance Capex
- Growth Capex²
- Dividends & others
- UKPN
- Maintenance & Growth Capex²

1. Financial equation (excluding Nuclear phase-out & UKPN Acquisition price & Financing)
2. Growth capex net of sell down, US tax equity proceeds and including net debt acquired

DOUBLE REBALANCING TOWARDS REGULATED INFRASTRUCTURES AND POWER NETWORKS

Networks capital employed

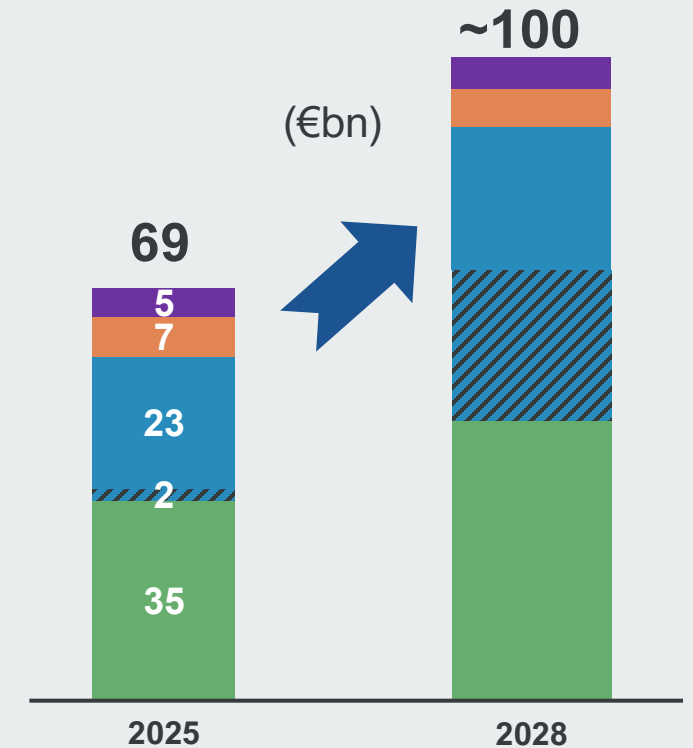
Networks capital employed moving from €25bn to ~€45bn

Power Networks ~50%

of Networks' capital employed by 2028



Group Capital employed

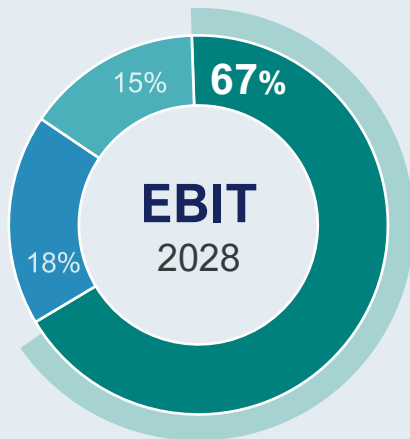


● Renewable & Flex Power ● Power Networks ● Gas Networks ● Local Energy Infrastructures ● Supply & Energy Management



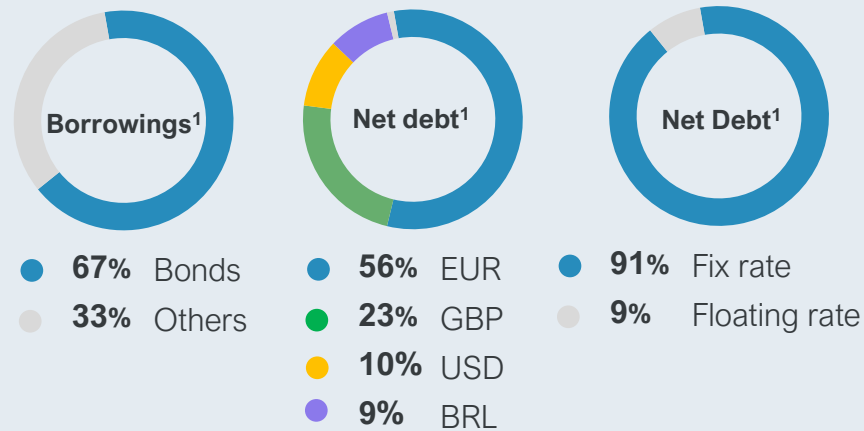
IMPROVING RISK PROFILE, CREDIT METRICS & NET DEBT

Risk Profile

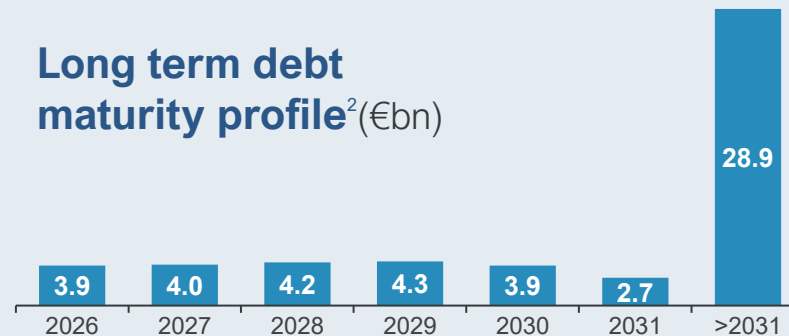


- Regulated / Long term contracted
- Other contracted
- Merchant / Hedged

Targeted Financial Debt structure post acquisition¹

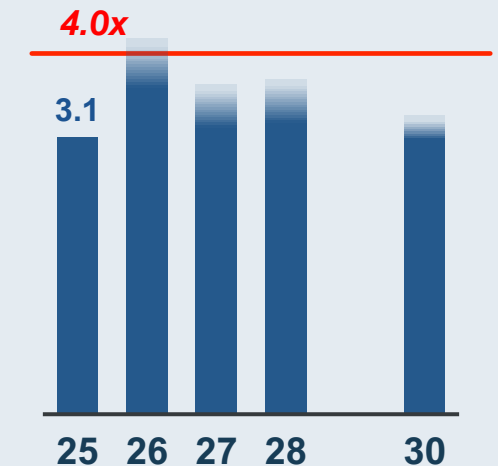


Long term debt maturity profile² (€bn)



Credit ratio

Economic net debt / EBITDA



- ENGIE financial debt (as of Dec 2025), plus €2.4bn senior debt to finance UKPN transaction, plus acquired net debt from UKPN (FY25), after hedging and without leases
- Gross financial debt excluding/net of €5.7bn of NEU CP/US CP and €1.6bn drawn credit line



EBIT DRIVERS BY ACTIVITY

2021

EBIT
excl.
Nuclear

€5.2bn

2025

EBIT
excl.
Nuclear

€8.8bn

Renewables & Flex Power

2026-28 drivers

- + Investments contribution in renewable and batteries
- + Performance actions
- Lower prices
- FX
- Portfolio rationalization for international CCGTs

Renewable & BESS

Gas generation

EBIT
2028

2.8 – 3.2

~0.6

Infrastructures

2026-28 drivers

- + Acquisition of UKPN
- + Contribution of investments
- + Performance actions
- + Inflated RAB and tariff indexations
- FX

Power Networks

Gas Networks

Local Energy Infrastructures

EBIT
2028

1.6 – 1.8

3.0 – 3.2

~0.6

Supply & Energy Management

2026-28 drivers

- + Growth
- + Performance actions
- B2B: phasing out of contracts locked-in at high margins
- B2B: no positive one off in 2026 as compared to 2025

B2C

B2B

Energy Management

EBIT
2028

0.5 – 0.7

1.0 – 1.2

0.5 – 0.9

2028

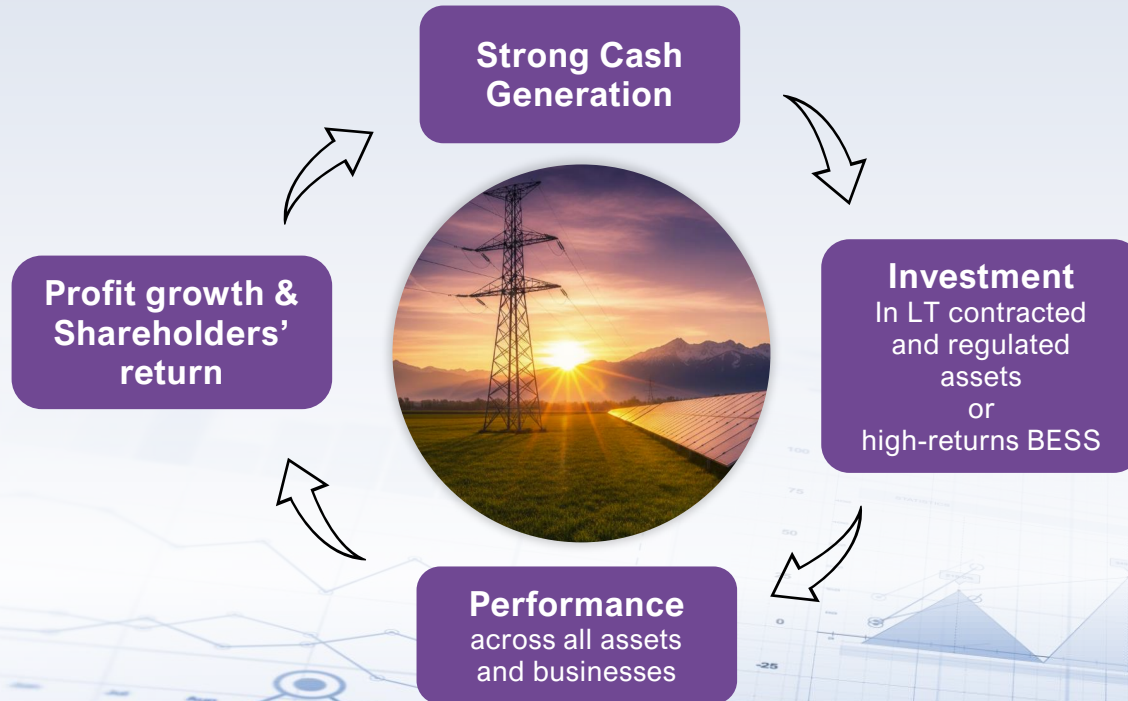
EBIT
excl.
Nuclear
indication

€10.3bn
to
€11.3bn



STRENGTHEN FINANCIAL PROFILE SUPPORTING LONG-TERM VALUE CREATION

Capital Allocation Framework



Optimized framework supporting long term performance

Leveraging improved risk profile to:

-  Preserve strong investment grade
-  Reduce cost of capital

Compelling shareholders' returns

Selective value-accretive capital deployment to:

-  Drive sustained EPS Growth
-  Maintain a disciplined dividend pay-out ratio



2026-28 FINANCIAL OUTLOOK¹

2021	2025	2026	2027	2028
EBITDA excl nuclear	EBITDA excl nuclear	EBITDA excl nuclear indication	EBITDA excl nuclear indication	EBITDA excl nuclear indication
€9.2bn	€13.4bn	€13.8 to 14.8bn	€15.3 to 16.3bn	€16.0 to 17.0bn
EBIT excl nuclear	EBIT excl nuclear	EBIT excl nuclear indication	EBIT excl nuclear indication	EBIT excl nuclear indication
€5.2bn	€8.8bn	€8.7 to 9.7bn	€9.8 to 10.8bn	€10.3 to 11.3bn
NRIGs	NRIGs	NRIGs	NRIGs	NRIGs
€2.9bn	€4.9bn	€4.6 to 5.2bn	€4.9 to 5.5bn	€5.2 to 5.8bn

Shareholder returns

Dividend policy

Payout: **65-75%** based on NRIGs (total Group, including nuclear)

Floor of €1.10 as of 2025

Credit Rating

‘Strong’ investment grade²

Economic net debt/EBITDA ceiling at 4.0x

1. Main underlying assumptions are presented in additional material



AGENDA

PART 1

FY 2025
Results

PART 2

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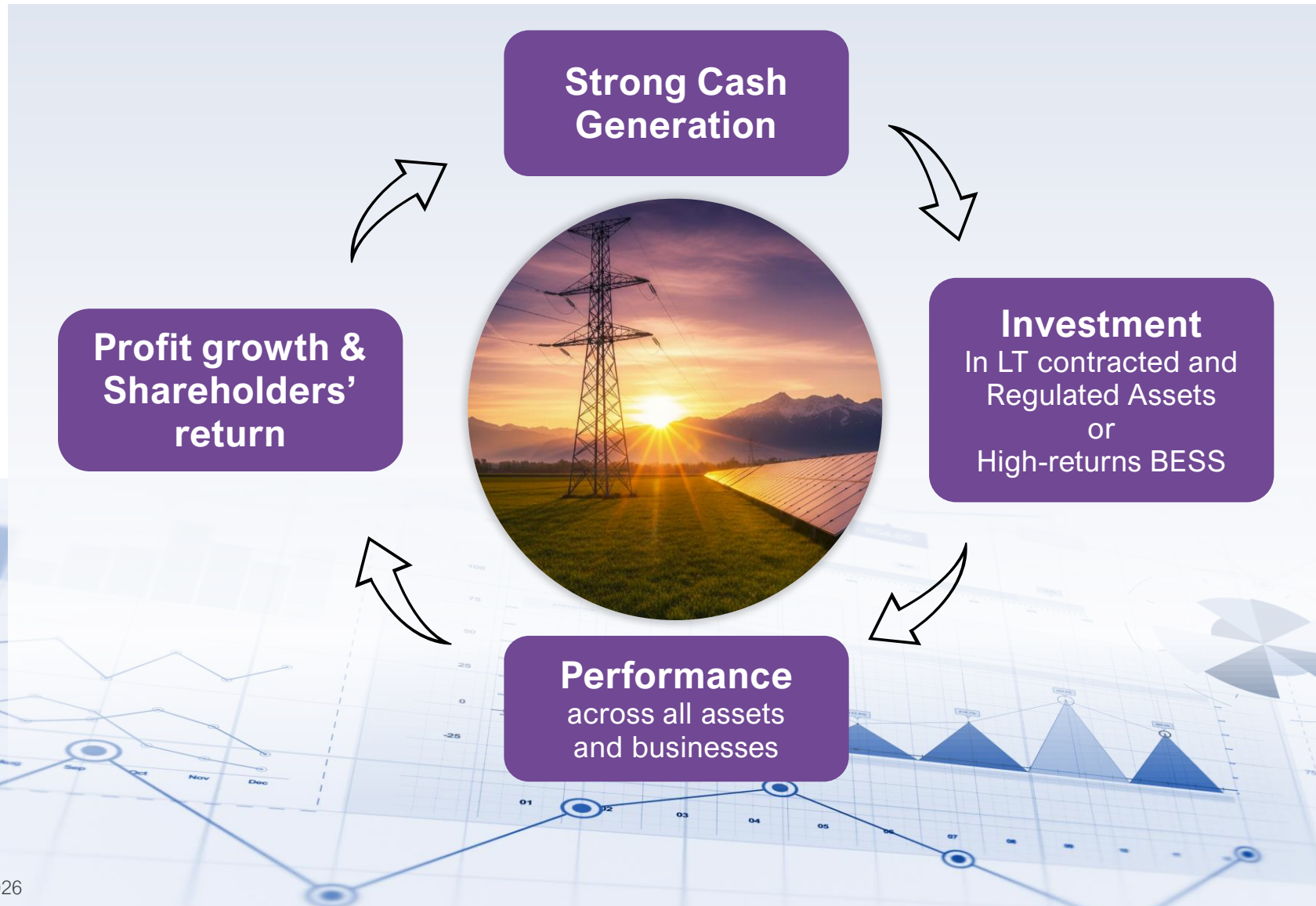
**03 CONCLUDING
REMARKS
AND Q&A**



CONCLUDING REMARKS

CATHERINE MACGREGOR
CEO

OUR CAPITAL ALLOCATION FRAMEWORK



A photograph of a wind farm at sunset. The sun is low on the horizon, creating a warm orange glow. Several wind turbines are visible in the distance, and one is prominently featured in the foreground. The scene is framed by trees on the left and right sides.

Best energy transition utility

Q&A



26 FEBRUARY 2026



FY 2025 Results & UK Power Networks acquisition

26 February 2026

