

ENGIE
General Meeting, Thursday 21 April 2022

Result of resolutions

CAPITAL SHARES : 2,435,285,011

Resolution		Type	Votes					Presents and Represented		% Capital	Excluded votes	State
			For	%	Against	%	Abstain	Shares	Votes			
1	Approval of transactions and annual financial statements for fiscal year 2021	Ordinary	2,394,259,978	99.612%	9,335,146	0.388%	1,105,176	1,719,301,986	2,404,700,300	70.60%	0	Carried
2	Approval of the consolidated financial statements for fiscal year 2021	Ordinary	2,400,936,088	99.889%	2,671,446	0.111%	1,092,766	1,719,301,986	2,404,700,300	70.60%	0	Carried
3	Appropriation of net income and declaration for fiscal year 2021	Ordinary	2,402,535,349	99.934%	1,586,622	0.066%	578,329	1,719,301,986	2,404,700,300	70.60%	0	Carried
B	Resolution B (to supplement draft resolution 3)	Ordinary	174,234,145	7.509%	2,146,110,292	92.491%	84,355,863	1,719,301,986	2,404,700,300	70.60%	0	Not Carried
4	Approval of the regulated agreements referred to in Article L.225-38 of the French Commercial Code	Ordinary	2,403,742,776	99.991%	227,981	0.009%	649,527	1,719,301,986	2,404,620,284	70.60%	80,016	Carried
5	Authorization of the Board of Directors to trade in the Company's shares	Ordinary	2,389,932,716	99.432%	13,643,807	0.568%	1,123,777	1,719,301,986	2,404,700,300	70.60%	0	Carried
6	Reappointment of Jean-Pierre Clamadieu as a director	Ordinary	2,395,970,290	99.672%	7,891,227	0.328%	838,783	1,719,301,986	2,404,700,300	70.60%	0	Carried
7	Reappointment of Ross McInnes as a director	Ordinary	2,388,049,635	99.339%	15,899,208	0.661%	751,457	1,719,301,986	2,404,700,300	70.60%	0	Carried
8	Appointment of Marie-Claire Daveu as a Director	Ordinary	2,322,188,425	96.793%	76,940,253	3.207%	5,571,622	1,719,301,986	2,404,700,300	70.60%	0	Carried
9	Approval of information relating to the compensation of corporate officers paid during fiscal year 2021 or awarded for said year and referred to in Article L.22-10-9 of the French Commercial Code	Ordinary	2,371,758,006	98.663%	32,151,928	1.337%	790,366	1,719,301,986	2,404,700,300	70.60%	0	Carried
10	Approval of the total compensation and benefits of any kind paid during fiscal year 2021, or awarded for said year, to Jean-Pierre Clamadieu, Chairman of the Board of Directors	Ordinary	2,401,608,912	99.918%	1,980,860	0.082%	1,110,528	1,719,301,986	2,404,700,300	70.60%	0	Carried
11	Approval of the total compensation and benefits of any kind paid during fiscal year 2021, or awarded for said year, to Catherine MacGregor, Chief Executive officer	Ordinary	2,148,444,171	93.688%	144,756,166	6.312%	111,499,963	1,719,301,986	2,404,700,300	70.60%	0	Carried
12	Approval of the compensation policy for directors	Ordinary	2,401,199,570	99.890%	2,639,995	0.110%	860,735	1,719,301,986	2,404,700,300	70.60%	0	Carried
13	Approval of the compensation policy for the Chairman of the Board of Directors	Ordinary	2,401,631,522	99.915%	2,041,204	0.085%	1,027,574	1,719,301,986	2,404,700,300	70.60%	0	Carried
14	Approval of the compensation policy for the Chief Executive Officer	Ordinary	2,109,735,579	95.126%	108,097,601	4.874%	186,867,120	1,719,301,986	2,404,700,300	70.60%	0	Carried
15	Opinion on the climate transition strategy	Ordinary	2,078,940,036	96.735%	70,175,012	3.265%	255,585,252	1,719,301,986	2,404,700,300	70.60%	0	Carried
16	Delegation of authority to the Board of Directors to (i) issue common shares and/or share equivalents of the Company and/or subsidiaries of the Company, and/or (ii) issue securities entitling the allocation of debt instruments, with preferential subscription rights maintained (usable only outside public tender offer periods)	Extraordinary	2,402,222,846	99.920%	1,924,062	0.080%	431,350	1,719,243,960	2,404,578,258	70.60%	0	Carried

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17	Delegation of authority to the Board of Directors to (i) issue common shares and/or share equivalents of the Company and/or subsidiaries of the Company, and/or (ii) issue securities entitling the allocation of debt instruments, with preferential subscription rights waived (usable only outside public tender offer periods)	Extraordinary	2,289,274,221	95.223%	114,841,773	4.777%	462,264	1,719,243,960	2,404,578,258	70.60%	0	Carried
18	Delegation of authority to the Board of Directors to resolve to issue, with preferential subscription rights waived, ordinary shares or other securities, in the context of an offer governed by Article L.411-2, 1° of the French Monetary and Financial Code (to be use only outside public tender offer periods)	Extraordinary	2,267,547,465	94.320%	136,543,697	5.680%	487,096	1,719,243,960	2,404,578,258	70.60%	0	Carried
19	Delegation of authority to the Board of Directors to increase the number of shares in the event of a securities issue with or without preferential subscription rights, in application of Resolutions 15, 16, and 17, limited to 15% of the initial issue (to be use only outside public tender offer periods)	Extraordinary	2,269,543,372	94.411%	134,346,093	5.589%	688,793	1,719,243,960	2,404,578,258	70.60%	0	Carried
20	Delegation of authority to the Board of Directors to issue ordinary shares and/or various securities in consideration for contributions of securities made to the Company, up to a limit of 10% of the share capital (to be only outside public tender offer periods)	Extraordinary	2,337,525,102	97.238%	66,389,826	2.762%	663,330	1,719,243,960	2,404,578,258	70.60%	0	Carried
21	Limitation of the overall ceiling for immediate or future capital increase delegations	Extraordinary	2,401,819,711	99.904%	2,299,842	0.096%	458,705	1,719,243,960	2,404,578,258	70.60%	0	Carried
22	Delegation of authority to the Board of Directors to resolve to increase the share capital by capitalizing premiums, reserves, profits or other amounts	Extraordinary	2,403,057,251	99.955%	1,078,618	0.045%	442,389	1,719,243,960	2,404,578,258	70.60%	0	Carried
23	Authorization of the Board of Directors to reduce the share capital by canceling treasury shares	Extraordinary	2,328,904,314	96.871%	75,237,531	3.129%	436,413	1,719,243,960	2,404,578,258	70.60%	0	Carried
24	Delegation of authority to the Board of Directors to increase the share capital by issuing shares or securities granting access to equity securities to be issued, with preferential subscription rights waived, for the benefit of ENGIE group employee savings plan members	Extraordinary	2,355,137,984	97.963%	48,983,773	2.037%	456,501	1,719,243,960	2,404,578,258	70.60%	0	Carried

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25	Delegation of authority to the Board of Directors to increase the share capital by issuing shares or securities granting access to equity securities to be issued, with preferential subscription rights waived, reserved for a category of beneficiaries as part of the implementation of an ENGIE Group's international employee shareholding plan	Extraordinary	2,354,721,384	97.951%	49,268,616	2.049%	588,258	1,719,243,960	2,404,578,258	70.60%	0	Carried
26	Authorization for the Board of Directors to award bonus shares to all employees and corporate officers of companies belonging to the ENGIE Group (except for the corporate officers of ENGIE the Company) and to employees participating in an international employee shareholding plan of the ENGIE Group	Extraordinary	2,318,654,073	96.453%	85,272,921	3.547%	651,264	1,719,243,960	2,404,578,258	70.60%	0	Carried
27	Authorization for the Board of Directors to award bonus shares to certain employees and corporate officers of companies belonging to the ENGIE Group (including for executive corporate officers of ENGIE the Company)	Extraordinary	2,214,532,564	93.649%	150,187,847	6.351%	39,857,847	1,719,243,960	2,404,578,258	70.60%	0	Carried
28	Powers to implement the resolutions adopted by the Shareholders' Meeting and for formalities	Extraordinary	2,403,645,391	99.992%	197,507	0.008%	735,360	1,719,243,960	2,404,578,258	70.60%	0	Carried