



**Notice to holders of the
EUR 289,525,000 zero coupon bonds due 2024 issued by ENGIE (the "Issuer")
and exchangeable for existing ordinary shares of Gaztransport & Technigaz
(the "Bonds") (ISIN: FR0014003RF1)**

Capitalised terms not otherwise defined herein shall have the meanings given to them in the terms and conditions of the Bonds (the "Conditions").

The Issuer hereby notifies Bondholders that, as a result of the payment of a Cash Dividend of EUR 1.75 per Share to Shareholders on 8 June 2022, which constitutes a Surplus Cash Dividend in accordance with the Conditions, pursuant to Condition 5(a)(8) and with effect from 8 June 2022:

- the Exchange Ratio shall be adjusted from 1 Share per Bond to 1.0111 Share per Bond; and
- the Threshold Amount for each Relevant Period shall be adjusted from EUR 1.75 to EUR 1.7308.

7 June 2022
ENGIE