INTERIM AGREEMENT ON BELGIAN NUCLEAR

29 JUNE 2023

AN INTERIM AGREEMENT HAS BEEN REACHED WITH THE BELGIAN GOVERNMENT

- 10-year extension of Doel 4 and Tihange 3 targeting a re**-start as of November 2026** and **possibly November 2025**
- Carve-out of **the 2 Units** into a **dedicated JV** that will be co-owned with the Belgian State
- **Balanced risk-sharing**, including a **Contract for Difference-**type mechanism and appropriate incentive for the operator

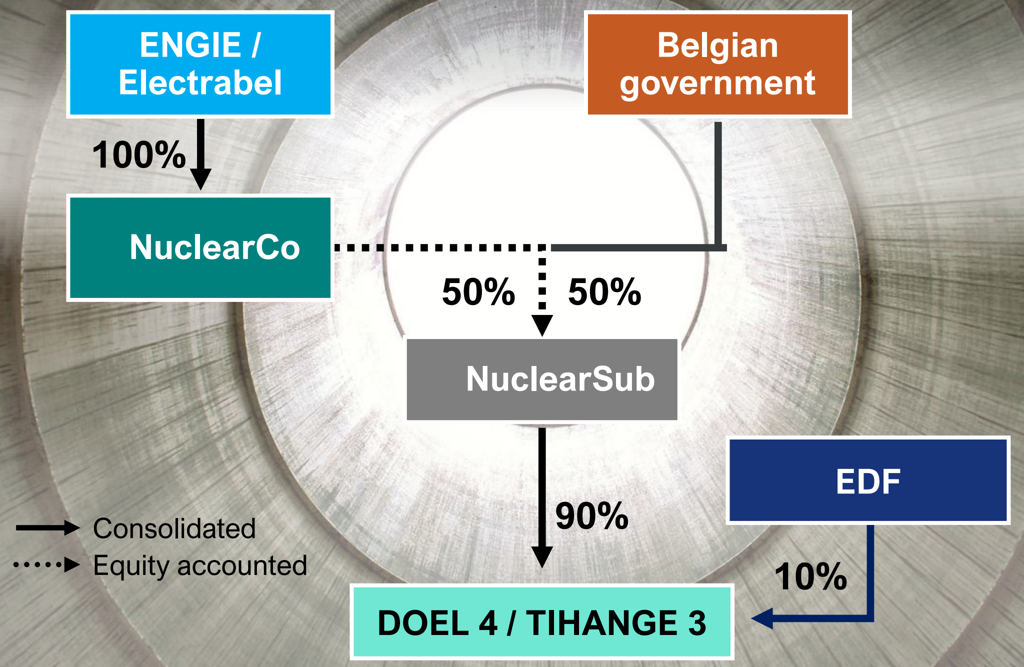
Supports Belgium at a crucial time for energy supply

- **Agreement on a fixed amount (€15bn)** based on estimated volumes in a fixed scenario designed by ONDRAF
- Clear timeline for transfer of all nuclear waste liabilities to the Belgian State by providing **visibility and risk allocation**

Eliminates uncertainty regarding all future nuclear waste liabilities

A WIN-WIN STRUCTURE ALIGNING INTERESTS OF BOTH ENGIE AND THE BELGIAN GOVERNMENT

The 2 units will be held in a JV equally owned by the Belgian State and ENGIE

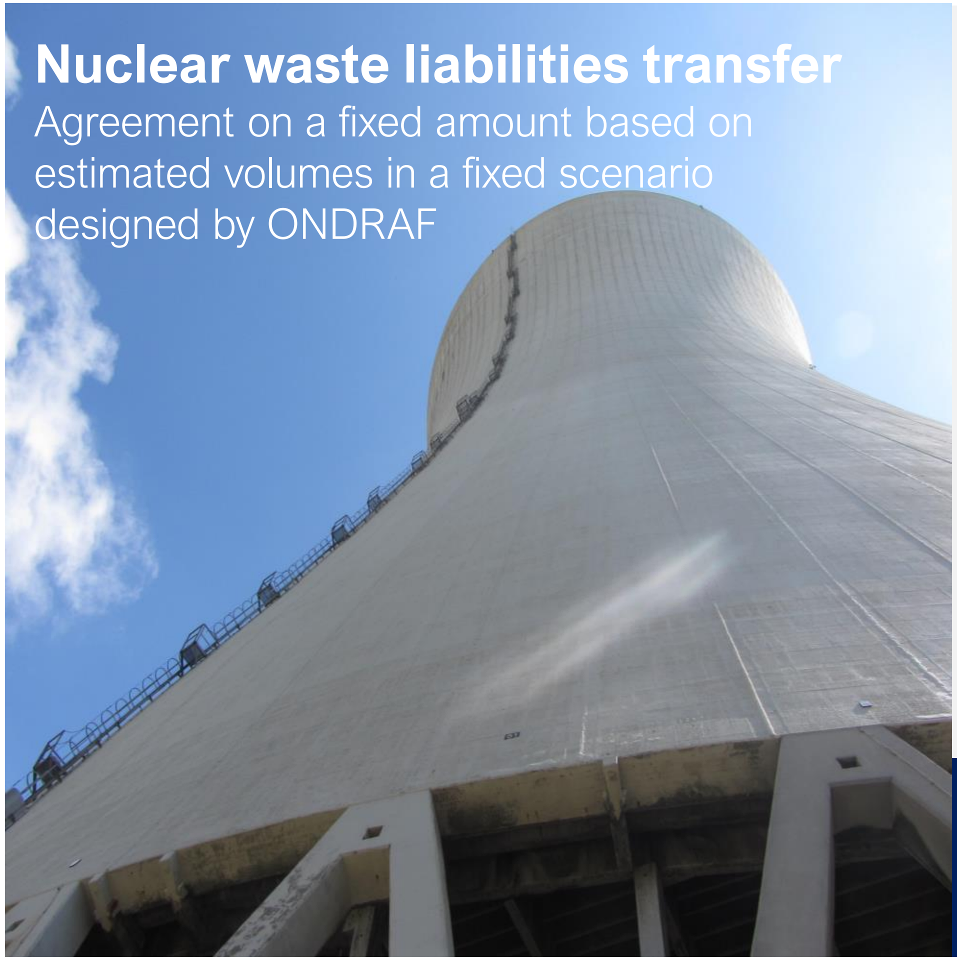


- ✓ **JV co-owned with the Belgian state** expected to be accounted by equity method
- ✓ **Fair and balanced risk-sharing mechanism:**
  - CfD-like Remuneration Agreement with limited exposure to merchant risk
  - Limited risks to unavailability and costs overrun
- ✓ **Incentive for the industrial operator** to achieve **favorable technical and economic performance** at the plants
- ✓ **De-risked nuclear LTO model with return slightly above WACC**

Sharp reduction of ENGIE's exposure to merchant prices

Alignment of interest with balanced risk-sharing

AN AGREEMENT ELIMINATING UNCERTAINTY REGARDING FUTURE NUCLEAR WASTE LIABILITIES



Nuclear waste liabilities transfer

Agreement on a fixed amount based on estimated volumes in a fixed scenario designed by ONDRAF

- ✓ **Agreement on a fixed** amount of €15bn, payable in 2 instalments
  - for categories B and C: transfer at closing in H1 2024
  - for category A: transfer after both units' restart date
- ✓ ENGIE will **no longer be exposed to future costs related to all waste liabilities** reviewed every 3 years by CPN
- ✓ **Impact on 2023 NIgs of c.€4.5bn before tax** (same impact **on economic net debt**) corresponding to
  - higher waste liabilities resulting from this agreement
  - the reallocation of liabilities remaining with ENGIE and their adjustment
- ✓ **No impact on ENGIE's guidance for the medium-term**

Pursue ENGIE's strategy to exit nuclear activities and de-risk its exposure to nuclear waste liabilities

SUMMARY OF FINANCIAL IMPACT

Capex

c.€1.6 to 2bn Capex extension split between ENGIE and the Belgian government

NIgs

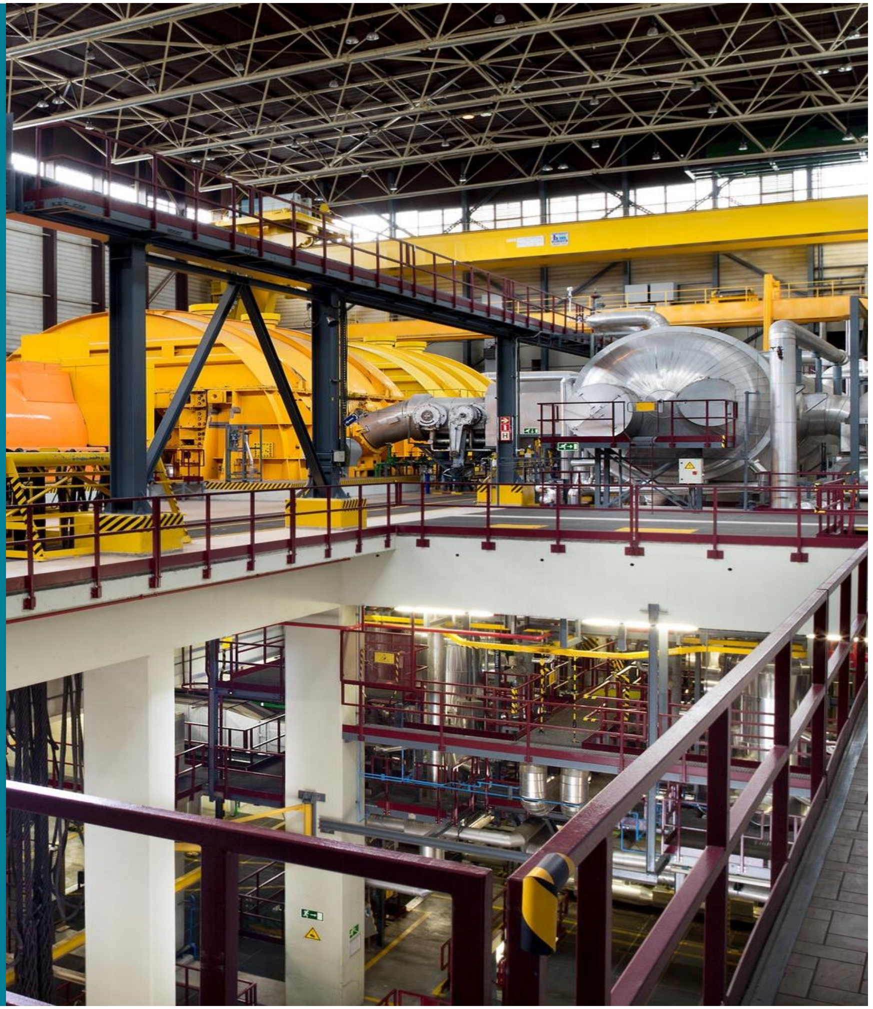
Expense impacting non-recurring income of c.€4.5bn before tax in 2023, incl. the effect of the transfer and the reallocation of liabilities remaining with ENGIE and their adjustment

Financial ratio

Economic net debt / EBITDA remaining below or equal to 4.0x over the long term

Economic net debt

Economic net debt to rise by c.€4.5bn in 2023



INDICATIVE TIMETABLE AND NEXT STEPS

	2023	2024	2025	2026	...	2036
KEY MILESTONES	**End-July** Binding agreement **Q4 2023** Signing of transaction	**H1 24** Closing of transaction following change of 2003 Law Payment for Cat B+C	**Jul / Sep 25** End of LTO units' legal lifetime **Nov 25** LTO earliest restart date Payment for Cat A	**Nov 26** LTO restart date Payment for Cat A Restart of the 2 units **as early as November 2026**, or, subject to the effective implementation of an announced relaxation of regulations, **as early as November 2025.**		**Nov 36** End of LTO units' operations LTO decommissioning phase start-up