

MANUAL FOR THE TRANSFER OF SHARES INTO AND OUT OF TECHNIP ENERGIES' SHAREHOLDERS REGISTER¹

1 INTRODUCTION

Shareholders of Technip Energies N.V. ("**TEN**" or the "**Company**") can hold their shares in a securities account held through Euroclear France S.A. ("**Euroclear France**") or on record in TEN's shareholders register (the "**Shareholders Register**"). Only the shares held in a securities account can be traded on the Euronext Paris stock exchange. In this manual, shareholders holding their TEN shares in a securities accounts are referred to as "**Indirect Holders**", and shareholders holding their TEN shares on the TEN shareholder register are referred to as "**Record Holders**".

TMF Netherlands B.V. acts as registrar of the Company (the "**Registrar**") and coordinates the share transfers referred to under paragraph 2 below. The Registrar also maintains the Shareholders Register.

2 PURPOSE OF THIS MANUAL

This manual sets out the steps to be taken by a shareholder in each of the following situations:

- (A) Indirect Holder wants to become a Record Holder;
- (B) Record Holder wants to become an Indirect Holder; and
- (C) transfer of shares between two Record Holders.

3 ACTIONS TO BE TAKEN

3.1 Indirect Holders wishes to become a Record Holder

Question: I hold my TEN shares in a securities account held through Euroclear France and would like to transfer my TEN shares out of Euroclear France into the Shareholders Register to become a Record Holder. What steps do I need to take?

Answer:

- Step 1. Complete and execute the share transfer form attached as Annex A in three-fold and send these forms in PDF scan to the Registrar (see contact details under 4).

If you sign on your own behalf, please add a copy of your passport or other valid identity document. If you sign on behalf of a legal entity, please provide written evidence that you are an authorised signatory of this legal entity and a copy of your passport or other valid identity document.

- Step 2. Reach out to your bank, stockbroker and/or its correspondent/agent and ask them:

¹ This manual applies to share transfers that are not subject to a lock-up commitment or restricted otherwise.

- (a) to confirm to the Registrar in writing that you are the holder of the shares you would like to transfer, and
 - (b) to authorise Euroclear France to debit the shares from the relevant account in the books of Euroclear France.
- Step 3. Upon receipt of the documents referred to under Step 1 by the Registrar, the Registrar will further complete the documents and send back one fully completed version of the share transfer form to you for your files.
 - Step 4. The Registrar will include you, or the legal entity that you represented, in the Shareholders Register for the relevant number of shares.

Required documentation

- Fully completed and executed share transfer form in three-fold (Annex A)
- Natural person: copy passport / identity document OR legal entity: written evidence about the representation by the authorised signatory and copy passport / identity document
- Written confirmation by your bank or stockbroker on the number of TEN shares

3.2 Record Holder wishes to become an Indirect Holder

Question: My shares are included in the Shareholders Register and I would like to have them transferred to my securities account held through Euroclear France . What are the required steps?

Answer:

- Step 1. Complete and execute the share transfer form attached as Annex B in three-fold and send these forms in PDF scan to the Registrar (see contact details under 4).

If you sign on your own behalf, please add a copy of your passport or other valid identity document. If you sign on behalf of a legal entity, please provide written evidence that you are an authorised signatory of this legal entity and a copy of your passport or other valid identity document.

- Step 2. Upon receipt of the documents referred to under Step 1 by the Registrar, the Registrar will further complete the documents and send back one fully executed version of the share transfer form to you for your files.
- Step 3. The Registrar will instruct Euroclear France to credit the shares to the securities account specified in the share transfer form and will debit the relevant shares from your position on the Shareholder Register.
- Step 4. Inform your bank or stockbroker to monitor the crediting of the shares and to take the necessary actions to enable the bank / stockbroker to receive the "dump" of such shares.

Required documentation

- Fully completed and executed share transfer form in three-fold (Annex B)
- Natural person: copy passport / identity document OR legal entity: written evidence about the representation by the authorised signatory and copy passport / identity document

3.3 Ad (C). Transfer of shares between Record Holders

Question: I would like to transfer my TEN shares that are included in the Shareholders Register, and then be registered in the Shareholders Register in the name of the transferee. What are the required steps for myself and the transferee?

Answer:

- Step 1. Both you and the transferee must complete and execute a powers of attorney attached as Annex C. This allows the Registrar to sign the relevant documentation on behalf of you and the transferee.

If you sign on your own behalf, please add a copy of your passport or other valid identity document. If you sign on behalf of a legal entity, please provide written evidence that you are an authorised signatory of this legal entity and a copy of your passport or other valid identity document. The same applies to the transferee.

- Step 2. Upon receipt of the documents referred to under Step 1 by the Registrar, the Registrar will execute a share transfer form on your behalf and on behalf of the transferee. You will both receive a copy thereof for your files.
- Step 3. The Registrar will update the Shareholders Register by debiting the relevant shares to your position, and registering the shares in the name of the transferee.

Required documentation

- Fully completed and executed powers of attorney by each of the transferring and accepting registered shareholder (Annex C)
- Natural person: copy passport / identity document OR legal entity: written evidence about the representation by the authorised signatory and copy passport / identity document

4 CONTACT DETAILS REGISTRAR

If you have any questions or comment on the transfer of shares set out in this share transfer manual, feel free to reach out to the Registrar:

TMF Netherlands B.V.

Luna Arena

Herikbergweg 238, 1101 CM Amsterdam, The Netherlands

PO Box 23393, 1100 DW Amsterdam, the Netherlands

T: +31 (0)20 575 5600

E: registrar.and.shareholder.services@tmf-group.com

SCHEDULE A Share transfer form to become a Record Holder



SHARE TRANSFER FORM

FOR THE TRANSFER OF REGISTERED SHARES OUT OF EUROCLEAR FRANCE S.A IN ORDER TO BECOME A REGISTERED HOLDER

FULL NAME TRANSFEREE:	
ADDRESS:	
SECURITIES ACCOUNT:	
EMAIL AND PHONE NR.	

HEREBY (I) ACCEPTS THE TRANSFER OF THE BELOW NUMBER OF SHARES IN THE SHARE CAPITAL OF TECHNIP ENERGIES N.V. BY EUROCLEAR FRANCE S.A. ACTING AS TRANSFEROR, WHO WILL PROCURE THAT FURTHER TO THE RELEVANT INSTRUCTION OF THE SECURITIES ACCOUNTS HOLDER, THE SHARES WILL BE DEBITED FROM THE SECURITIES ACCOUNT MENTIONED ABOVE AND (II) AUTHORISES TMF NETHERLANDS B.V. TO PERFORM ANY ACTS THAT ARE NECESSARY OR DESIRABLE IN THAT CONNECTION.

NUMBER OF SHARES:																				
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SIGNATURE *																	
DATE (DD/MM/YYYY)			/			/	2	0									

* in case a legal entity acts as transferee, an authorized representative of the legal entity should sign.

PLEASE SEE THE REVERSE SIDE OF THIS FORM FOR IMPORTANT INFORMATION AND INSTRUCTIONS

BELOW THIS LINE FOR TMF NETHERLANDS B.V. USE ONLY

TRANSFER AND ACKNOWLEDGMENT BY TMF NETHERLANDS B.V. AS AGENT ON BEHALF OF EUROCLEAR FRANCE S.A AND TECHNIP ENERGIES N.V.

SIGNATURE BY TMF NETHERLANDS B.V. REPRESENTATIVE																	
DATE (DD/MM/YYYY)			/			/	2	0									



PREPARATORY ACTIONS, OTHER IMPORTANT INFORMATION AND INSTRUCTIONS

**FOR THE TRANSFER OF REGISTERED SHARES OUT OF EUROCLEAR FRANCE S.A. IN ORDER
TO BECOME A REGISTERED HOLDER**

PREPARATORY ACTIONS

ANY PREPARATORY ACTIONS TO TRANSFER THE REGISTERED SHARES OUT OF EUROCLEAR FRANCE S.A. IN ORDER TO BECOME A REGISTERED HOLDER ARE INCLUDED IN THE MANUAL THAT IS PUBLISHED ON THE WEBSITE OF TECHNIP ENERGIES N.V. (WWW.TECHNIPENERGIES.COM).

OTHER IMPORTANT INFORMATION

THE LAWS OF THE NETHERLANDS. TECHNIP ENERGIES N.V. ("TECHNIP") IS A PUBLIC LIMITED LIABILITY COMPANY (*NAAMLOZE VENNOOTSCHAP*) UNDER THE LAWS OF THE NETHERLANDS. THIS SHARE TRANSFER FORM CONSTITUTES A DEED OF TRANSFER WITHIN THE MEANING OF SECTION 2:86C OF THE DUTCH CIVIL CODE. THIS SHARE TRANSFER FORM AND THE POWER OF ATTORNEY INCLUDED IN IT ARE GOVERNED BY THE LAWS OF THE NETHERLANDS. **FOR USE BY SHAREHOLDERS HOLDING THEIR TECHNIP SHARES IN A SECURITIES ACCOUNT ONLY.** THIS FORM SHOULD ONLY BE USED BY HOLDERS OF SHARES IN THE SHARE CAPITAL OF TECHNIP WHO CURRENTLY HOLD THEIR SHARES IN A SECURITIES ACCOUNT AND WISH TO BECOME A DIRECT SHAREHOLDER REGISTERED IN THE SHAREHOLDERS REGISTER OF TECHNIP MAINTAINED BY TMF NETHERLANDS B.V. ("TMF") ON BEHALF TECHNIP ("RECORD HOLDERS"). **NO SHARE CERTIFICATE.** THIS DOCUMENT IS NOT A SHARE CERTIFICATE. THIS DOCUMENT AS SUCH DOES NOT EVIDENCE OWNERSHIP OF TECHNIP SHARES. THE SHAREHOLDERS REGISTER OF TECHNIP MAINTAINED BY TMF ON BEHALF OF TECHNIP IS DECISIVE IN DETERMINING WHICH PERSONS ARE REGARDED BY TECHNIP AS ITS DIRECT SHAREHOLDERS. **EFFECTIVENESS OF THE TRANSFER.** THE TRANSFER OF THE SHARES AS ENVISAGED BY THIS SHARE TRANSFER FORM IS LEGALLY EFFECTIVE AS OF THE MOMENT ON WHICH IT HAS BEEN SIGNED AND DATED BY TMF. **WARRANTIES.** BY SIGNING THIS SHARE TRANSFER FORM EUROCLEAR FRANCE S.A. WARRANTS THE TRANSFEREE THAT THE EUROCLEAR FRANCE S.A. IS FULLY ENTITLED TO THE SHARES, THE SHARES ARE FULLY PAID-UP, THEY ARE ENCUMBERED NEITHER WITH A RIGHT OF PLEDGE NOR WITH A RIGHT OF USUFRUCT AND ARE NOT ATTACHED. THE TRANSFEREE ACCEPTS THESE WARRANTIES.

INSTRUCTIONS

**AS SOON AS POSSIBLE AFTER EXECUTION OF THIS FORM,
THE TRANSFEROR SHOULD SEND AN EMAIL TO:**

**REGISTER.AND.SHAREHOLDER.SERVICES@TMF-
GROUP.COM**

AND ATTACH THE FOLLOWING DOCUMENTS TO THE EMAIL:

- ▶ A SCANNED COPY OF THE FRONT SIDE OF THIS **FORM**
- ▶ A SCANNED COPY OF THE PASSPORT, DRIVERS LICENSE OR OTHER **ID DOCUMENT** OF THE PERSON WHO HAS PLACED THEIR SIGNATURE IN THE SIGNATURE BOX ON THE FRONT SIDE OF THIS FORM
- ▶ IN CASE A LEGAL ENTITY ACTS AS TRANSFEROR, A SCANNED COPY OF A **DOCUMENT EVIDENCING THE AUTHORITY** OF THE INDIVIDUAL WHO HAS SIGNED THIS FORM TO REPRESENT THE TRANSFEROR.

AFTER RECEIPT OF THE ABOVEMENTIONED DOCUMENTS AND THE COMPLETION OF THE ABOVEMENTIONED PREPARATORY ACTIONS, TMF (AS AGENT ON BEHALF OF TECHNIP AND EUROCLEAR FRANCE S.A.) WILL COUNTERSIGN THIS FORM FOR TRANSFER OF THE SHARES IN THE NAME OF EUROCLEAR FRANCE S.A. AND ACKNOWLEDGEMENT OF THE TRANSFER IN THE NAME OF TECHNIP AND WILL UPDATE THE SHAREHOLDERS REGISTER OF TECHNIP TO REFLECT THE TRANSFER. TMF RESERVES THE RIGHT TO FIRST REQUEST ADDITIONAL OR OTHER INFORMATION FROM THE TRANSFEREE, IN PARTICULAR REGARDING THE AUTHENTICITY OF THE SIGNATURE, THE VALIDITY OF THE DOCUMENTS PROVIDED OR DOCUMENTS EVIDENCING THE SHAREHOLDING THROUGH A SECURITIES ACCOUNT. INFORMATION RECEIVED BY TMF WILL BE KEPT STRICTLY CONFIDENTIAL AND WILL NOT BE SHARED WITH ANY THIRD PARTY OTHER THAN TECHNIP AND EUROCLEAR FRANCE S.A. AND THE ISSUER AGENT OF THE SHARES IN EUROCLEAR FRANCE S.A. IF ANY.

SCHEDULE B Share transfer form to become an Indirect Holder



SHARE TRANSFER FORM

FOR THE TRANSFER OF REGISTERED SHARES TO EUROCLEAR FRANCE S.A. IN ORDER TO
RECEIVE THE SHARES IN A SECURITIES ACCOUNT

FULL NAME TRANSFEROR:	
ADDRESS:	
SECURITIES ACCOUNT:	
EMAIL AND PHONE NR.	

HEREBY (I) TRANSFERS THE BELOW NUMBER OF SHARES IN THE SHARE CAPITAL OF TECHNIP ENERGIES N.V. TO EUROCLEAR FRANCE S.A., ACTING AS TRANSFEREE IN ITS CAPACITY AS DÉPOSITAIRE CENTRAL DE TITRES UNDER FRENCH LAW, WHO ACCEPTS THE TRANSFER OF THE SHARES UNDER THE OBLIGATION TO PROCURE THAT THE SHARES WILL BE CREDITED TO THE SECURITIES ACCOUNT MENTIONED ABOVE AND (II) AUTHORISES TMF NETHERLANDS B.V. TO PERFORM ANY ACTS THAT ARE NECESSARY OR DESIRABLE IN THAT CONNECTION

NUMBER OF SHARES:				,			,		
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SIGNATURE *									
DATE (DD/MM/YYYY)			/			/	2	0	

* in case a legal entity acts as transferor, an authorized representative of the legal entity should sign.

PLEASE SEE THE REVERSE SIDE OF THIS FORM FOR IMPORTANT INFORMATION AND INSTRUCTIONS

BELOW THIS LINE FOR TMF NETHERLANDS B.V. USE ONLY

ACCEPTANCE AND ACKNOWLEDGMENT BY TMF NETHERLANDS
B.V. AS AGENT ON BEHALF OF EUROCLEAR FRANCE S.A. AND
TECHNIP ENERGIES N.V.

SIGNATURE BY TMF NETHERLANDS B.V. REPRESENTATIVE									
DATE (DD/MM/YYYY)			/			/	2	0	



**PREPARATORY ACTIONS, OTHER IMPORTANT
INFORMATION AND INSTRUCTIONS
FOR THE TRANSFER OF REGISTERED SHARES IN THE SHARE CAPITAL OF TECHNIP
ENERGIES N.V. TO EUROCLEAR FRANCE S.A.**

PREPARATORY ACTIONS

ANY PREPARATORY ACTIONS TO TRANSFER THE REGISTERED SHARES OUT OF THE REGISTER INTO EUROCLEAR FRANCE S.A. ARE INCLUDED IN THE MANUAL THAT IS PUBLISHED ON THE WEBSITE OF TECHNIP ENERGIES N.V. (WWW.TECHNIPENERGIES.COM).

OTHER IMPORTANT INFORMATION

THE LAWS OF THE NETHERLANDS. TECHNIP ENERGIES N.V. ("TECHNIP") IS A PUBLIC LIMITED LIABILITY COMPANY (*NAAMLOZE VENNOOTSCHAP*) UNDER THE LAWS OF THE NETHERLANDS. THIS SHARE TRANSFER FORM CONSTITUTES A DEED OF TRANSFER WITHIN THE MEANING OF SECTION 2:86C OF THE DUTCH CIVIL CODE. THIS SHARE TRANSFER FORM AND THE POWER OF ATTORNEY INCLUDED IN IT ARE GOVERNED BY THE LAWS OF THE NETHERLANDS. **FOR USE BY RECORD HOLDERS ONLY.** THIS FORM SHOULD ONLY BE USED BY HOLDERS OF SHARES IN THE SHARE CAPITAL OF TECHNIP WHO HOLD THEIR SHARES DIRECTLY AND ARE REGISTERED AS SUCH IN THE SHAREHOLDERS REGISTER OF TECHNIP MAINTAINED BY TMF NETHERLANDS B.V. ("TMF") ON BEHALF TECHNIP ("RECORD HOLDERS"). THIS FORM SHOULD NOT BE USED FOR THE TRANSFER OF SHARES WHICH ARE HELD IN A SECURITIES ACCOUNT. **NO SHARE CERTIFICATE.** THIS DOCUMENT IS NOT A SHARE CERTIFICATE. THIS DOCUMENT AS SUCH DOES NOT EVIDENCE OWNERSHIP OF TECHNIP SHARES. THE SHAREHOLDERS REGISTER OF TECHNIP MAINTAINED BY TMF ON BEHALF OF TECHNIP IS DECISIVE IN DETERMINING WHICH PERSONS ARE REGARDED BY TECHNIP AS ITS DIRECT SHAREHOLDERS. **EFFECTIVENESS OF THE TRANSFER.** THE TRANSFER OF THE SHARES AS ENVISAGED BY THIS SHARE TRANSFER FORM IS LEGALLY EFFECTIVE AS OF THE MOMENT ON WHICH IT HAS BEEN SIGNED AND DATED BY TMF. **WARRANTIES.** BY SIGNING THIS SHARE TRANSFER FORM THE TRANSFEROR WARRANTS EUROCLEAR FRANCE S.A. THAT THE TRANSFEROR IS FULLY ENTITLED TO THE SHARES, THE SHARES ARE FULLY PAID-UP, THEY ARE ENCUMBERED NEITHER WITH A RIGHT OF PLEDGE NOR WITH A RIGHT OF USUFRUCT AND ARE NOT ATTACHED. EUROCLEAR FRANCE S.A. ACCEPTS THESE WARRANTIES.

INSTRUCTIONS

AS SOON AS POSSIBLE AFTER EXECUTION OF THIS FORM,
THE TRANSFEROR SHOULD SEND AN EMAIL TO:

**REGISTER.AND.SHAREHOLDER.SERVICES@TMF-
GROUP.COM**

AND ATTACH THE FOLLOWING DOCUMENTS TO THE EMAIL:

- ▶ A SCANNED COPY OF THE FRONT SIDE OF THIS FORM
- ▶ A SCANNED COPY OF THE PASSPORT, DRIVERS LICENSE OR OTHER ID DOCUMENT OF THE PERSON WHO HAS PLACED THEIR SIGNATURE IN THE SIGNATURE BOX ON THE FRONT SIDE OF THIS FORM
- ▶ IN CASE A LEGAL ENTITY ACTS AS TRANSFEROR, A SCANNED COPY OF A DOCUMENT EVIDENCING THE AUTHORITY OF THE INDIVIDUAL WHO HAS SIGNED THIS FORM TO REPRESENT THE TRANSFEROR.

AFTER RECEIPT OF THE ABOVEMENTIONED DOCUMENTS AND THE COMPLETION OF THE ABOVEMENTIONED PREPARATORY ACTIONS, TMF (AS AGENT ON BEHALF OF TECHNIP AND EUROCLEAR FRANCE S.A.) WILL COUNTERSIGN THIS FORM FOR ACCEPTANCE OF THE SHARES AND ACKNOWLEDGEMENT OF THE TRANSFER AND WILL UPDATE THE SHAREHOLDERS REGISTER OF TECHNIP TO REFLECT THE TRANSFER. TMF RESERVES THE RIGHT TO FIRST REQUEST ADDITIONAL OR OTHER INFORMATION FROM THE TRANSFEROR, IN PARTICULAR REGARDING THE AUTHENTICITY OF THE SIGNATURE, THE VALIDITY OF THE DOCUMENTS PROVIDED OR DOCUMENTS EVIDENCING THE SHAREHOLDING. INFORMATION RECEIVED BY TMF WILL BE KEPT STRICTLY CONFIDENTIAL AND WILL NOT BE SHARED WITH ANY THIRD PARTY OTHER THAN TECHNIP AND EUROCLEAR FRANCE S.A. AND THE ISSUER AGENT OF THE SHARES IN EUROCLEAR FRANCE IF ANY.

SCHEDULE C Powers of Attorney (transfer by Record Holder to new Record Holder)

POWER OF ATTORNEY

THE UNDERSIGNED

[name of a company recorded as registered shareholder], [a company organized under [] law, having its registered seat in [] and its office address at [], registered with the trade register of [] under number []] / [name of a private individual recorded as registered shareholder], residing at [address], acting in [its/his/her] capacity as shareholder of Technip Energies N.V. (the "**Company**") registered in the shareholders register of the Company (the "**Transferee**"),

HEREBY GRANTS a power of attorney to:

TMF Netherlands B.V., a private company with limited liability (*besloten vennootschap met beperkte aansprakelijkheid*) under Dutch law, having its corporate seat in Amsterdam, the Netherlands (address: Luna Arena, 1101 CM Amsterdam, the Netherlands, Herikerbergweg 238, trade register number: 33126512) (the "**Attorney**"),

to act for and on behalf of the Transferee by accepting the transfer of shares in the share capital of the Company by [] (the "**Transferor**"), in accordance with the private deed of transfer of shares substantially in the form attached as Annex A to this power of attorney,

and to sign the necessary deed, documents and forms and to perform all other acts that the Attorney considers necessary, useful or advisable in this regard.

The Transferee may revoke this power of attorney by written notice to the Attorney.

The Attorney is authorised also to act as an attorney of one or more of the counterparties of the Transferee.

The relationship between the Transferee and the Attorney under this power of attorney shall be governed exclusively by the laws of the Netherlands.

(signature page follows)

Signature page to a power of attorney Transferee.

[name of Transferee]

Name :

Title :

Date :

ANNEX A

**DEED OF TRANSFER OF SHARES
TECHNIP ENERGIES N.V.**

THE UNDERSIGNED:

1. [Name of Transferor], registered/residing at [], in [its/his/her] capacity as shareholder of the Company (as defined under 3.) and registered in the shareholders register of the Company (the "**Transferor**"), for the purposes hereof represented by TMF Netherlands B.V., a private company with limited liability (*besloten vennootschap met beperkte aansprakelijkheid*) under Dutch law, having its corporate seat in Amsterdam, the Netherlands (address: Luna ArenA, 1101 CM Amsterdam, the Netherlands, Herikerbergweg 238, trade register number: 33126512) ("**TMF Netherlands**"), on the basis of a power of attorney dated [];
2. [Name of Transferee], registered/residing at [], in [its/his/her] capacity as shareholder of the Company (as defined under 3.) and registered in the shareholders register of the Company (the "**Transferee**"), for the purposes hereof represented by TMF Netherlands, on the basis of a power of attorney dated []; and
3. **Technip Energies N.V.**, a public limited liability company (*naamloze vennootschap*), with corporate seat in Amsterdam, the Netherlands, and having its address at 6-8 Allée de l'Arche, Faubourg de l'Arche, ZAC Danton, 92400 Courbevoie, France, and registered with the trade register of the Chamber of Commerce under number 76122654 (the "**Company**"), for the purposes hereof represented by TMF Netherlands;

WHEREAS:

- a. The Transferor is holder of [amongst others] [] shares in the share capital of the Company, each share having a nominal value of EURO 0.01 each (the "**Shares**"). The Shares have been registered in the shareholders register of the Company in the name of the Transferor;
- b. The Transferor wishes to transfer the Shares to the Transferee. The Transferee wishes to accept the Shares from the Transferor and to be recorded as registered shareholder of the Shares in the shareholders register of the Company;
- c. The Company wishes to acknowledge the transfer of the Shares in accordance with the provisions of section 2:86c Dutch Civil Code.

AND DECLARE THAT:

1. The Transferor hereby transfers the Shares to the Transferee and the Transferee accepts the transfer of the Shares by the Transferor.
2. The Company acknowledges the transfer of the Shares.
3. Each of the parties agrees that the courts in Amsterdam, the Netherlands have jurisdiction to settle any disputes in respect of the agreement included in this deed of transfer of shares.

This agreement is signed in Amsterdam,

Transferor []
Represented by: TMF Netherlands B.V.
Date:

Transferee []
Represented by: TMF Netherlands
Date

Company (Technip Energies N.V.)
Represented by: TMF Netherlands B.V.
Date:

POWER OF ATTORNEY

THE UNDERSIGNED

[name of a company recorded as registered shareholder], [a company organized under [] law, having its registered seat in [] and its office address at [], registered with the trade register of [] under number []] / **[name of a private individual recorded as registered shareholder]**, residing at [address], acting in [its/his/her] capacity as shareholder of Technip Energies N.V. (the "**Company**") registered in the shareholders register of the Company (the "**Transferor**"),

HEREBY GRANTS a power of attorney to:

TMF Netherlands B.V., a private company with limited liability (*besloten vennootschap met beperkte aansprakelijkheid*) under Dutch law, having its corporate seat in Amsterdam, the Netherlands (address: Luna ArenA, 1101 CM Amsterdam, the Netherlands, Herikerbergweg 238, trade register number: 33126512) (the "**Attorney**"),

to act for and on behalf of the Transferor by transferring [] shares in the share capital of the Company to [] (the "**Transferee**") in accordance with the private deed of transfer of shares substantially in the form attached as Annex A to this power of attorney,

and to sign the necessary deed, documents and forms and to perform all other acts that the Attorney considers necessary, useful or advisable in this regard.

The Transferor may revoke this power of attorney by written notice to the Attorney.

The Attorney is also authorised to act as an attorney of one or more of the counterparties of the Transferor.

The relationship between the Transferor and the Attorney under this power of attorney shall be governed exclusively by the laws of the Netherlands.

(signature page follows)

Signature page to a power of attorney Transferor.

[name of Transferor]

Name :

Title :

Date :

ANNEX A

**DEED OF TRANSFER OF SHARES
TECHNIP ENERGIES N.V.**

THE UNDERSIGNED:

1. [Name of Transferor], registered/residing at [], in [its/his/her] capacity as shareholder of the Company (as defined under 3.) and registered in the shareholders register of the Company (the "**Transferor**"), for the purposes hereof represented by TMF Netherlands B.V., a private company with limited liability (*besloten vennootschap met beperkte aansprakelijkheid*) under Dutch law, having its corporate seat in Amsterdam, the Netherlands (address: Luna ArenA, 1101 CM Amsterdam, the Netherlands, Herikerbergweg 238, trade register number: 33126512) ("**TMF Netherlands**"), on the basis of a power of attorney dated [];
2. [Name of Transferee], registered/residing at [], in [its/his/her] capacity as shareholder of the Company (as defined under 3.) and registered in the shareholders register of the Company (the "**Transferee**"), for the purposes hereof represented by TMF Netherlands, on the basis of a power of attorney dated []; and
3. **Technip Energies N.V.**, a public limited liability company (*naamloze vennootschap*), with corporate seat in Amsterdam, the Netherlands, and having its address at 6-8 Allée de l'Arche, Faubourg de l'Arche, ZAC Danton, 92400 Courbevoie, France, and registered with the trade register of the Chamber of Commerce under number 76122654 (the "**Company**"), for the purposes hereof represented by TMF Netherlands;

WHEREAS:

- a. The Transferor is holder of [amongst others] [] shares in the share capital of the Company, each share having a nominal value of EURO 0.01 each (the "**Shares**"). The Shares have been registered in the shareholders register of the Company in the name of the Transferor;
- b. The Transferor wishes to transfer the Shares to the Transferee. The Transferee wishes to accept the Shares from the Transferor and to be recorded as registered shareholder of the Shares in the shareholders register of the Company;
- c. The Company wishes to acknowledge the transfer of the Shares in accordance with the provisions of section 2:86c Dutch Civil Code.

AND DECLARE THAT:

1. The Transferor hereby transfers the Shares to the Transferee and the Transferee accepts the transfer of the Shares by the Transferor.
2. The Company acknowledges the transfer of the Shares.
3. Each of the parties agrees that the courts in Amsterdam, the Netherlands have jurisdiction to settle any disputes in respect of the agreement included in this deed of transfer of shares.

This agreement is signed in Amsterdam,

Transferor []
Represented by: TMF Netherlands B.V.
Date:

Transferee []
Represented by: TMF Netherlands
Date

Company (Technip Energies N.V.)
Represented by: TMF Netherlands B.V.
Date: