

SUMMARY

Section A – Introduction and Warnings

This summary should be read as an introduction to the prospectus (the "**Prospectus**") relating to the listing and the first admission to trading (the "**Listing**") on Euronext in Paris, a regulated market of Euronext Paris S.A. ("**Euronext Paris**") of ordinary shares in the share capital of Technip Energies N.V. ("**Technip Energies**") with a par value of EUR 0.01 each (the "**Technip Energies Shares**"). Technip Energies will hold the Technip Energies business segment (including Genesis), Loading Systems and Cybernetix (the "**Technip Energies Business**") which will be separated from TechnipFMC plc ("**TechnipFMC**") through a spin-off.

Any decision to invest in the Technip Energies Shares should be based on a consideration of the Prospectus as a whole by the investor. An investor could lose all or part of the invested capital. Where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff investor might, under the relevant national legislation, have to bear the costs of translating the Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary including any translation thereof, but only where the summary is misleading, inaccurate or inconsistent, when read together with the other parts of the Prospectus, or where it does not provide, when read together with the other parts of the Prospectus, key information in order to aid investors when considering whether to invest in the Technip Energies Shares.

The international securities identification number ("**ISIN**") of the Technip Energies Shares is NL0014559478. The issuer of the Technip Energies Shares is Technip Energies, and its legal and commercial name is Technip Energies N.V. Technip Energies' address is 6-8 Allée de l'Arche, Faubourg de l'Arche, ZAC Danton, 92400 Courbevoie, France, its telephone number is +33 (0)1 47 78 21 21, and its website is www.technipenergies.com. Technip Energies is registered in the Trade Register of the Chamber of Commerce (*Handelsregister van de Kamer van Koophandel*) under number 76122654 and its legal entity identifier ("**LEI**") is 724500FLODI49NSCIP70.

The competent authority approving the Prospectus is the Dutch Authority for the Financial Markets (*Stichting Autoriteit Financiële Markten*, the "**AFM**"). The AFM's address is Vijzelgracht 50, 1017 HS Amsterdam, the Netherlands. Its telephone number is +31 (0)20 797 2000 and its website is www.afm.nl. The AFM has approved the Prospectus on 9 February 2021. Technip Energies has requested the AFM to notify its approval in accordance with Article 25(1) of the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the "**Prospectus Regulation**") to the competent authority in France, the French Authority of the Financial Markets (*Autorité des Marchés Financiers*, "**AMF**"), with a certificate of approval attesting that the Prospectus has been prepared in accordance with the Prospectus Regulation.

Section B – Key Information on the Issuer

Who is the issuer of the securities?

Technip Energies is the issuer of the Technip Energies Shares. Technip Energies is a public limited liability company (*naamloze vennootschap*) incorporated under the laws of and is domiciled in the Netherlands. Its LEI is 724500FLODI49NSCIP70 and it operates under the laws of the Netherlands.

Technip Energies, together with its subsidiaries within the meaning of article 2:24b of the Dutch Civil Code (the "**Company**"), offers a full range of design and project development services to its customers spanning the entire downstream value chain, from early engagement technical consulting through final acceptance testing. The Company has a track record of more than 60 years in managing large engineering, procurement, and construction ("**EPC**") projects.

The Company's onshore business focuses on the study, EPC, and project management of the entire range of onshore facilities related to gas monetization, refining, and chemical processing from biofuels and hydrocarbons. The Company conducts large-scale, complex, and challenging projects often in environments with extreme climatic conditions. The Company relies on early engagement and front-end design as well as technological know-how for process design and engineering, either through the integration of technologies from its own proprietary portfolio or belonging to leading alliance partners. The Company seeks to integrate and develop advanced technologies and reinforce its project execution capabilities in each project.

The Company's offshore business focuses on the study, EPC, and project management within the entire range of fixed and floating offshore facilities, many of which were the first of their kind, including the development of floating liquefied natural gas facilities and floating production storage and offloading facilities.

Following the completion of the Distribution, TechnipFMC will retain approximately 49.9% of the Technip Energies Shares but intends to significantly reduce its shareholding in Technip Energies over the 18 months following the spin-off, including in connection with the sale of shares to BPI pursuant to the Investment. In connection with the proposed spin-off, TechnipFMC entered into a share purchase agreement, dated 7 January 2021, with Bpifrance Participations S.A., a société anonyme incorporated under the laws of the Republic of France ("**BPI**"), pursuant to which BPI will purchase from TechnipFMC for \$200.0 million, subject to adjustment, a number of Technip Energies Shares determined based upon a

thirty day volume-weighted average price (subject to a certain cap and floor) of Technip Energies Shares, less a six percent discount (the "**Investment**"). The Investment is subject to conditions set out in the share purchase agreement.

At the date of this Prospectus, the number of issued and outstanding TechnipFMC ordinary shares with a nominal value of \$1.00 per share (the "**TechnipFMC Shares**") was 450,433,770. Immediately following the spin-off, based on the public filings of the beneficial owners of TechnipFMC Shares or ownership notifications received from beneficial owners of TechnipFMC Shares, Technip Energies expects the following holders of TechnipFMC Shares (other than nominees) to hold 3% or more of Technip Energies' total voting rights (with the number of Technip Energies Shares to be held by each such holder to be correspondingly reduced after giving effect to a distribution ratio of one Technip Energies Share for every five TechnipFMC Shares and the dilution effect of fractional shares):

Name of Beneficial Owner	Number of TechnipFMC Shares beneficially owned	Percentage of outstanding TechnipFMC Shares beneficially owned⁽¹⁾	Number of Technip Energies Shares beneficially owned	Percentage of outstanding Technip Energies Shares beneficially owned⁽²⁾
The Vanguard Group, Inc. ⁽³⁾	29,406,224	6.53%	5,881,244	3.27%
Bpifrance Participations S.A. ⁽⁴⁾	24,688,691	5.48%	4,937,738	2.75%
BlackRock, Inc. ⁽⁵⁾	24,096,858	5.40%	4,819,378	2.67%
Pzena Investment Management, LLC ⁽⁶⁾	24,671,025	5.40%	4,934,205	2.67%
First Eagle Investment Management, LLC ⁽⁷⁾	21,712,783	4.84%	4,342,556	2.42%
Société Générale SA ⁽⁸⁾	20,017,658	4.45%	4,003,531	2.23%
Norges Bank ⁽⁹⁾	14,087,530	3.13%	2,817,506	1.57%

(1) The calculation of percentage of ownership of each listed beneficial owner is based on 450,433,770 TechnipFMC Shares outstanding on 5 February 2021.

(2) Immediately following the spin-off, Technip Energies estimates that approximately 179,813,880 Technip Energies Shares will be issued and outstanding. The calculation of percentage of outstanding Technip Energies Shares beneficially owned by each holder is based on a distribution ratio of one Technip Energies Share for every five TechnipFMC Shares held by such holder as of the close of business on 17 February 2021, the Record Date.

(3) Based on a Schedule 13G/A filed with the SEC on 12 February 2020. The Vanguard Group, Inc. has sole voting power over 448,097 TechnipFMC Shares, shared voting power over 129,243 TechnipFMC Shares, sole dispositive power over 28,553,856 TechnipFMC Shares, and shared dispositive power over 852,368 TechnipFMC Shares. Vanguard Fiduciary Trust Company, a wholly-owned subsidiary of The Vanguard Group, Inc., is the beneficial owner of 610,922 TechnipFMC Shares as a result of its serving as investment manager of collective trust accounts. Vanguard Investments Australia, Ltd., a wholly-owned subsidiary of The Vanguard Group, Inc., is the beneficial owner of 370,927 TechnipFMC Shares as a result of its serving as investment manager of Australian investment offerings. No natural person is a beneficial owner of more than 5% of any class of The Vanguard Group, Inc.'s voting securities.

(4) Based on a Schedule 13D filed with the SEC on 30 May 2017. Bpifrance Participations S.A., jointly with Caisse des Dépôts et Consignations, EPIC Bpifrance, and Bpifrance S.A., have shared voting power over 24,688,691 TechnipFMC Shares and shared dispositive power over 24,688,691 TechnipFMC Shares. No natural person is a beneficial owner of more than 5% of any class of Bpifrance Participations S.A.'s voting securities.

The number of Technip Energies Shares BPI will acquire as part of the Investment is determined based on the volume-weighted average price per share of Technip Energies Shares on Euronext Paris on the first thirty trading days after the Distribution (as defined below). BPI's ownership in this table therefore does not yet reflect BPI's ownership after the Investment. In connection with the agreement signed between BPI and Technip Energies, subject to certain exceptions, BPI has agreed to a lock-up in respect of its Technip Energies Shares for 180 days following the Distribution Date.

(5) Based on a Schedule 13G/A filed with the SEC on 1 February 2021. BlackRock, Inc. has sole voting power over 20,848,596 TechnipFMC Shares and sole dispositive power over 24,096,858 TechnipFMC Shares. BlackRock, Inc. reports that various persons have the right to receive or the power to direct the receipt of dividends from, or the proceeds from, the sale of TechnipFMC Shares, and no one person's interest in the TechnipFMC is more than 5% of the total outstanding TechnipFMC Shares. No natural person is a beneficial owner of more than 5% of any class of BlackRock, Inc.'s voting securities.

(6) Based on a Schedule 13G/A filed with the SEC on 2 February 2021. Pzena Investment, LLC has sole voting power over 18,923,986 TechnipFMC Shares and sole dispositive power over 24,671,025 TechnipFMC Shares. No natural person is a beneficial owner of more than 5% of any class of Pzena Investment, LLC's voting securities.

(7) Based on a form TR-1 filed with the United Kingdom Financial Conduct Authority ("FCA") on 27 May 2020.

(8) Based on a form TR-1 filed with the FCA on 25 January 2021.

(9) Based on a form TR-1 filed with the FCA on 12 October 2020.

At the date of the Prospectus, Mr. Stephen Siegel is the sole director of Technip Energies. Prior to 16 February 2021 (the "**Effective Date**"), Mr. Siegel will resign and the board of directors of Technip Energies (the "**Technip Energies Board**", and each member a "**Director**") as of the spin-off will consist of Mr. Arnaud Pieton, Ms. Alison Goligher and Mr. Nello Uccelletti and from the current TechnipFMC board of directors Mr. Arnaud Caudoux, Mr. Pascal Colombani, Ms. Marie-Ange Debon, Mr. Didier Houssin, and Mr. Joseph Rinaldi. Technip Energies has initiated a search for additional independent non-executive directors and may appoint such additional directors before the closing of the Distribution, or propose their election after the closing, including at the annual shareholders' meeting to be held in 2022. The Company's independent auditor is PricewaterhouseCoopers Audit S.A.S.

What is the key financial information regarding the issuer?

Combined Statements of Income

(EUR millions, except percentages)	Year ended 31 December			Six months ended 30 June	
	2019	2018	2017	2020	2019
Total revenue	5,768.7	5,365.2	7,229.2	2,829.4	2,594.5
Profit before financial expense, net and income taxes	673.2	313.3	479.8	258.6	316.0
Net profit or loss attributable to the owners of the Technip Energies group	146.3	(85.4)	58.6	110.3	66.4
Year on year revenue growth	7.5%	(25.8%)	133.8%	9.1%	2.8%

Combined Statements of Financial Position

(EUR millions)	As at 31 December			As at 30 June	
	2019	2018	2017	2020	2019
Total assets	8,380.6	8,119.3	8,600.7	8,574.6	
Total equity	1,784.4	1,718.7	2,231.6	2,017.6	
Net financial debt (long term debt plus short term debt minus cash)	(2,976.7)	(3,016.8)	(3,303.9)	(3,101.1)	

Combined Statements of Cash Flows

(EUR millions)	Year ended 31 December			Six months ended 30 June	
	2019	2018	2017	2020	2019
Cash provided (required) by operating activities	1,006.4	507.1	48.2	473.3	601.9

The audited combined financial statements of the Company for the years ended 31 December 2019, 2018 and 2017 (the "**Combined Financial Statements**") and the unaudited combined financial statements for the six months ended 30 June 2020 and 2019 (the "**Interim Condensed Combined Financial Statements**") are carve-out financial statements prepared for the purposes of the Listing and present the historical financial information of the Company in the format that it intends to use to report its financial results in the future beginning with the publication of the statutory consolidated financial statements for fiscal year 2021.

As the Company did not operate as a stand-alone entity in the past, the Combined Financial Statements and the Interim Condensed Combined Financial Statements may not be indicative of the Company's future performance and what its combined results of operations, financial position and cash flows would have been, had the Company operated as an entity separate from TechnipFMC for the periods presented.

No pro forma financial information has been included in the Prospectus. There are no qualifications in the auditor's report relating to the historical financial information for the years ended 31 December 2019, 2018 and 2017.

The independent auditor's report to the Combined Financial Statements includes the following emphasis of matter: "*We draw attention to the notes 1.3 "Basis of preparation" and 1.4 "Principles applied in preparing the combined financial statements" to the combined financial statements, which describe the key assumptions underlying the preparation of the Company's combined financial statements and the fact that it has not operated as a single entity. These combined financial statements are, therefore, not necessarily indicative of results that would have occurred if the Company had operated as a single business during the years presented or of future results of the Company.*"

These combined financial statements are prepared in connection with the spin-off transaction described in note 1.1 "Background" to these combined financial statements."

Alternative Performance Measures

Certain parts of the Prospectus contain non-IFRS financial measures and ratios. The non-IFRS financial measures presented are not measures of financial performance under IFRS, but measures used by management to monitor the underlying performance of the Company's business and operations and, accordingly, they have not been audited or reviewed. Further, they may not be indicative of the Company's historical operating results, nor are such measures meant to be predictive of the Company's future results. These non-IFRS measures are presented in the Prospectus because management considers them an important supplemental measure of the Company's performance and believes that they and similar measures are widely used in the industry in which the Company operates as a means of evaluating a company's operating performance and liquidity. However, not all companies calculate Alternative Performance Measures ("APMs") in the same manner or on a consistent basis. As a result, these measures and ratios may not be comparable to measures used by other companies under the same or similar names. Accordingly, undue reliance should not be placed on the APMs contained in this Prospectus and they should not be considered as a substitute for revenue, operating profit for the year, cash flow or other financial measures computed in accordance with IFRS.

The Prospectus contains the following non-IFRS measures presented as APMs: Adjusted Revenue, Adjusted Recurring EBIT, Adjusted Recurring EBITDA, Adjusted net (debt) cash, Adjusted Order Backlog and Adjusted Order Intake. The APMs are determined by integrating line by line for their respective share incorporated construction project entities that are not 100% owned by the Company

The key financial APM information regarding the issuer are set forth in the table below:

(EUR millions, except percentages)	Year ended 31 December			Six months ended 30 June	
	2019	2018	2017	2020	2019
Adjusted Revenue	5,529.8	4,467.1	5,242.3	3,011.1	2,394.4
Adjusted Recurring EBIT	393.4	287.5	302.5	164.2	202.2
<i>Adjusted Recurring EBIT / Adjusted Revenue</i>	<i>7.1%</i>	<i>6.4%</i>	<i>5.8%</i>	<i>5.5%</i>	<i>8.4%</i>
Adjusted net (debt) cash	2,466.2	1,816.7	1,926.3	2,936.9	N/A
Year on year Adjusted Revenue growth	23.8%	(14.8%)	N/A	25.8%	N/A

What are the key risks that are specific to the issuer?

The following are the key risks that relate to the Company's industry and business, operations, financial conditions, prospects, capital structure, and structure of the Company, based on the probability of their occurrence and the expected magnitude of their negative impact. In making the selection, the Company has considered circumstances such as the probability of the risk materializing on the basis of the current state of affairs, the potential impact which the materialization of the risk could have on the Company's business, financial condition, results of operations and prospects, and the attention that management of the Company would on the basis of the current expectations have to devote to these risks if they were to materialize.

- The Company operates in a highly competitive environment and unanticipated changes relating to competitive factors in its industry may impact its results of operations.
- Demand for the Company's products and services depends on oil and gas industry activity and expenditure levels, which are directly affected by trends in the demand for and price of crude oil and natural gas.
- COVID-19 has significantly temporarily reduced demand for the Company's products and services, and has had, and may continue to have, an adverse impact on the Company's financial condition, results of operations, and cash flows.
- The Company may lose money on fixed-price contracts.
- The Company's failure to timely deliver its backlog could affect future sales, profitability, and relationships with its customers.
- The Company faces risks relating to its reliance on subcontractors, suppliers, and its joint venture partners.
- The Company may not realize revenue on its current backlog due to customer order reductions, cancellations or acceptance delays, which may negatively impact its financial results.
- Currency exchange rate fluctuations could adversely affect the Company's financial condition, results of operations, or cash flows.
- The Company is subject to an ongoing investigation by the French Parquet National Financier related to historical projects in Equatorial Guinea and Ghana.
- Its operations require the Company to comply with numerous regulations, violations of which could have a material adverse effect on its financial condition, results of operations, or cash flows.
- Compliance with environmental and climate change related laws and regulations may adversely affect the Company's business and results of operations.
- The Company is subject to the tax laws of numerous jurisdictions; challenges to the interpretation of, or future changes to, such laws could adversely affect it.
- Historically, the Technip Energies Business was operated as a business segment of TechnipFMC and the Company's historical financial information is not necessarily representative of the results that the Technip Energies Business would have achieved as an independent public company and may not be a reliable indicator of its future results.
- The Company may not achieve some or all of the expected benefits of the separation and spin-off, and the separation and spin-off may adversely affect its business.

Section C – Key Information on the Securities

What are the main features of the securities?

The Technip Energies Shares are ordinary shares in the issued and outstanding share capital of Technip Energies with a par value of EUR 0.01 each. The Technip Energies Shares are denominated in and will trade in euro. Technip Energies will become an independent public company, no longer part of the group of which TechnipFMC is a part, at 9:00 a.m. Central European Time ("CET") on 16 February 2021 (the "**Ex Date**"), the dividend detachment date in respect of the distribution of the dividend-in-kind of the Technip Energies Shares (the "**Distribution**"). Shareholders of TechnipFMC on 5:00 p.m., New York time, on 17 February 2021 (the "**Record Date**") will be entitled to receive one Technip Energies Share for every five TechnipFMC Shares with a nominal value of \$1.00 per share (each a "**TechnipFMC Share**") that such shareholder owns. The Distribution of Technip Energies Shares will be made on 23 February 2021 (the "**Payment Date**"). Depending on the respective shareholders' bank or broker, it is expected that Technip Energies Shares will be credited to applicable securities accounts either on or as soon as possible after the Payment Date. The actual number of Technip Energies Shares that will be distributed will depend on the total number of issued and outstanding TechnipFMC Shares at the Record Date. The Technip Energies Shares will be admitted for trading on Euronext Paris. The ISIN of the Technip Energies Shares is NL0014559478.

The Technip Energies Shares will rank *pari passu* with each other and holders of Technip Energies Shares will be entitled to dividends and other distributions declared and paid on them. Each Technip Energies Share carries distribution rights and entitles its holder the right to attend and to cast one vote at the general meeting (*algemene vergadering*) of Technip Energies, being the corporate body, or where the context so requires, the physical meeting of shareholders of Technip Energies (the "**General Meeting**"). There are no restrictions on voting rights attaching to the Technip Energies Shares. Each holder of Technip Energies Shares shall, subject to exceptions, have a pre-emptive right in respect of the Technip Energies Shares to be issued in proportion to the number of Technip Energies Shares already held by it.

There are no restrictions under the articles of association of Technip Energies or Dutch law that limit the right of holders of Technip Energies Shares to hold Technip Energies Shares. The transfer of Technip Energies Shares to persons who are located or resident in, citizens of, or have a registered address in jurisdictions other than the Netherlands may, however, be subject to specific regulations or restrictions according to their relevant laws.

In the event of insolvency, the holders of Technip Energies Shares are subordinated to other creditors of Technip Energies. This means that an investor could lose all or part of its invested capital.

The Technip Energies Board may, in its discretion, resolve to make interim distributions if an interim statement of assets and liabilities shows that Technip Energies' equity exceeds the sum of the paid-up and called-up part of the capital plus the reserves required to be maintained by Dutch law. The determination of the Technip Energies Board as to whether to resolve upon a dividend will depend upon many factors, including Technip Energies' financial condition, earnings, corporate strategy, capital requirements of its operating subsidiaries, covenants, legal requirements and other factors deemed relevant by the Technip Energies Board.

The Distribution of Technip Energies Shares will be taxable at the level of the TechnipFMC French tax resident shareholders according to applicable tax law on the distribution of dividends. TechnipFMC shareholders who are physical persons with France as their tax residence are reminded that the distribution in kind of Technip Energies Shares is subject, prior to the delivery of the securities or payment in respect of fractional shares, to a 12.8% non-final withholding tax on account of income tax as well as 17.2% social contributions, corresponding to a total of 30% of the gross amount of distributed income. As the case may be, the paying agent will be allowed to sell the number of Technip Energies Shares necessary to pay the currently applicable taxes and social contributions to be withheld. TechnipFMC shareholders are advised to contact their financial intermediary to determine the procedure that will be followed.

Where will the securities be traded?

Prior to the Listing, there has been no public market for the Technip Energies Shares. Application has been made to list all Technip Energies Shares under the symbol "TE" on Euronext Paris (Compartment A). Trading in the Technip Energies Shares will start at 9:00 a.m. CET on 16 February 2021, initially on an if-and-when-delivered (conditional upon delivery) basis with delivery on 23 February 2021 (the Payment Date). Investors should contact their broker or custodian regarding such institution's arrangements and/or ability to participate in as-if-and-when-delivered trading. Regular trading in the Technip Energies Shares will start at 9:00 a.m. CET on 19 February 2021.

What are the key risks that are specific to the securities?

The following is a key risk relating to the Technip Energies Shares. In selecting this risk, the Company has considered circumstances, such as the probability of the risk materializing and the potential impact which the materialization of the risk could have on holders of the Technip Energies Shares.

- The combined post-spin-off value of Technip Energies Shares and TechnipFMC Shares may not equal or exceed the aggregate pre-spin-off value of TechnipFMC Shares.

Section D – Key Information on the Listing

Under which conditions and timetable can I invest in this security?

Shares to be listed

Technip Energies will become an independent public company, no longer part of TechnipFMC, at 9:00 CET on 16 February 2021, the Ex Date or Effective Date, the dividend detachment date in respect of the Distribution of the Technip Energies Shares and Technip Energies Shares will commence trading on an independent basis on Euronext Paris at market open at 9:00 a.m. CET on the same date, initially on an if-and-when-delivered (conditional upon delivery) basis with delivery on 23 February 2021, the Payment Date. Shareholders of TechnipFMC on 5:00 p.m., New York time, on 17 February 2021, the Record Date, will be entitled to receive one Technip Energies Share for every five TechnipFMC Shares that such shareholder owns. The Distribution of Technip Energies Shares will be made on the Payment Date. Depending on the respective shareholders' bank or broker, it is expected that Technip Energies Shares will be credited to applicable securities accounts either on or as soon as possible after the Payment Date. Regular trading in the Technip Energies Shares on Euronext Paris will start at 9:00 a.m. CET on 19 February 2021.

Delivery of Technip Energies Shares

Société Générale Securities Services ("**SGSS**", as the "**Distribution Agent**"), in coordination with Computershare Trust Company, N.A., TechnipFMC's transfer agent, will arrange for the delivery of Technip Energies Shares to Account Holders of TechnipFMC Shares. An "**Account Holder**" is a financial intermediary institution entitled to hold, directly or indirectly, accounts on behalf of its customers with Euroclear France, and includes Euroclear Bank SA/NV and the depository bank for Clearstream Banking, S.A. TMF Netherlands B.V. will act as the Dutch share registrar for the Technip Energies Shares. SGSS will act as the registrar for shares held in registered form through Euroclear France S.A.

Where necessary, the custodian will be allowed to sell the number of Technip Energies Shares necessary to pay the currently applicable withholding taxes. TechnipFMC shareholders should seek advice from their account custodian to determine the procedure that will be put in place in that respect.

Expected timetable

Timing	Event
4 February 2021	Euronext Paris S.A. notice announcing the distribution Euronext Paris S.A. notice announcing the admission to trading of the Technip Energies Shares
15 February 2021	Euronext Paris S.A. notice announcing the technical reference price for Technip Energies Shares
16 February 2021	Ex Date for the TechnipFMC Shares Effective Date of the spin-off Listing Date – Listing of Technip Energies Shares and commencement of trading under the ticker symbol "TE" on an "if-and-when-delivered" (conditional upon delivery) basis
17 February 2021	Record Date
19 February 2021	Technip Energies Shares commence regular trading with standard T+2 settlement cycle
23 February 2021	Payment Date - Delivery of Technip Energies Shares Settlement of trades in Technip Energies Shares made on an "if-and-when-delivered" basis on 16 February 2021, 17 February 2021 and 18 February 2021

Technip Energies and TechnipFMC may adjust the dates, times and periods given in the timetable and throughout this Prospectus. If Technip Energies and TechnipFMC decide to adjust dates, times or periods, they will issue a press release to be published on Technip Energies' and TechnipFMC's websites. Any other material alterations will be published in a press release on Technip Energies' and TechnipFMC's websites and in a supplement to the Prospectus (if required).

American Depositary Receipts

The Company intends to establish a sponsored American Depositary Receipt ("**ADR**") program in the United States as of the Payment Date. ADRs are negotiable U.S. securities issued by a U.S. depository bank that represent a specified number of shares of a non-U.S. company's securities, which non-U.S. securities are deposited with the same depository bank acting as custodian. The ADRs will not be listed on any national securities exchange in the United States or quoted on

any automated inter-dealer quotation system in the United States and will instead trade over-the-counter. ADR holders are generally entitled to the same rights as the underlying shareholders, subject to the terms specified on the ADR certificate and in the deposit agreement that will be filed with the SEC in connection with the establishment of the ADRs. Holders of ADRs are generally entitled to vote by supplying their voting instructions to the depositary bank or its nominee, who will vote the Technip Energies Shares underlying their ADRs in accordance with their instructions. ADR holders are generally eligible for all dividends or other entitlements attaching to the underlying shares of the Company and receive all cash payments in U.S. dollars. A scrip option may be available, allowing shareholders to accumulate more ADRs. ADR holders may be charged fees in accordance with the deposit agreement, including, but not limited to, related to issuance of ADRs, cancellation of ADRs and fees for the exchange and transmission of cash payments. There can be no assurance the Company will be successful in establishing an ADR program. The details of the Company's ADR program, if and when established, will be available on the relevant registration statement on Form F-6 to be filed with the SEC on www.sec.gov.

Dilution

Not applicable.

Estimated expenses

The expenses related to the Listing payable by Technip Energies are estimated at EUR 745,000. No expenses will be charged to investors by Technip Energies or TechnipFMC in respect of the Listing.

Why is this prospectus being produced?

The Prospectus is being produced in furtherance of the Listing following the spin-off of the Technip Energies Business to Technip Energies.

Reasons for the spin-off

The spin-off builds on the results of the successful merger agreed on 14 June 2016 and completed on 16 January 2017, whereby FMC Technologies, Inc., a U.S. Delaware corporation (together with its consolidated subsidiaries, "**FMC Technologies**"), Technip S.A., a French société anonyme (together with its consolidated subsidiaries, "**Technip**") and TechnipFMC, entered into a definitive business combination agreement whereby Technip merged with and into TechnipFMC with TechnipFMC surviving, immediately followed by the merger of FMC Technologies with and into a wholly owned indirect subsidiary of TechnipFMC (the "**Merger**").

The performance of TechnipFMC since the Merger has made the spin-off possible and, when completed, Technip Energies believes that the spin-off will enable the two companies to unlock additional value. The spin-off is expected to allow each company to highlight its specialized attributes and distinct value propositions.

Technip Energies believes that the strategic rationale for the spin-off is compelling based primarily on the following reasons:

- Diverging customer bases and absence of substantial operational synergies between Technip Energies and TechnipFMC;
- Distinct and compelling market opportunities;
- Strong individual balance sheets with tailored capital structures;
- Distinct business profiles with differentiated investment appeal;
- Increased management focus; and
- Enhanced ability to attract, retain and develop talent.

The Listing completes the process of spinning off and establishing Technip Energies and its affiliates as a separate group, well-placed to capitalize on market opportunities and to unlock greater value than if it were to remain a part of TechnipFMC.

Use of proceeds

Technip Energies will not receive any proceeds in connection with the spin-off.