

**The Board of Directors of TotalEnergies confirms  
the relevance and progress of the Company's strategy,  
as the differentiated and profitably growing energy major**

- The Board of Directors confirms the priority given to dividend growth through cycles and decides to adjust the pace of share buybacks to energy environment in order to face economic and geopolitical uncertainties and to retain room to maneuver.
- The Board of Directors approves the 2026 capital increase reserved for employees that will bring employee shareholding to more than 9% of the Company's share capital.
- The Board of Directors also approves the technical project to convert ADRs (American Depositary Receipts) listed on the New York Stock Exchange since 1991 into ordinary shares.

**Paris, September 24, 2025** – During its annual strategic seminar held on September 23 & 24, 2025 and its meeting on September 24, 2025, the Board of Directors of TotalEnergies reviewed the Company's 2030 strategic outlook that will be presented to investors on September 29.

The Board of Directors confirmed the relevance of the Company's profitable growth transition strategy that is anchored on two pillars: oil and gas, mainly LNG, and Integrated Power. The Board of Directors is pleased by the progress of multiple projects that will contribute to the Company's overall energy production (oil, gas, electricity) growth objective of 4% per year through 2030, while reducing emissions from its operations. In this context, the Board of Directors is pleased with the award of the offshore wind project "Centre Manche 2" to TotalEnergies, as the operator, materializing the Company's transition strategy in France.

Thanks to a clear and disciplined investment framework, the update of which will be presented on September 29, alongside strong cash flow growth during 2025-2030, the Board of Directors confirmed its commitment to deliver an attractive shareholder return policy while preserving balance sheet strength.

The Board of Directors therefore confirmed the shareholder return policy of at least 40% of annual cash flow from operations through cycles and reaffirmed the dividend as a priority in a low cycle environment. TotalEnergies' dividend has grown more than 20% over the last three years and it has not been cut in 40 years.

The Board of Directors also confirmed the priority given to preserving a strong balance sheet and retaining maneuverability by maintaining a gearing ratio below 20% in an uncertain economic and geopolitical environment. Therefore, the Board of Directors has decided to adjust the pace of share buybacks to hydrocarbon prices, refining and petrochemical margins and the \$/€ exchange rate. Considering the current environment, the Board of Directors has authorized \$1.5 billion of share buybacks in the fourth quarter 2025, resulting in \$7.5 billion of share buybacks for the full year 2025. In addition, the Board of Directors has approved for 2026 share buyback guidance of between \$0.75 billion and \$1.5 billion per quarter for a Brent price between \$60 and \$70/b and an exchange rate around 1.20 \$/€.

The Board of Directors also approved the terms for the 2026 capital increase reserved for employees. It was delighted by the strong participation of employees, with employee shareholding reaching 8.9% of Company's share capital in 2025 - an increase of more than 50% over the past ten years - making it #1 in employee shareholding in Europe in terms of capitalization held.

Finally, the Board of Directors also approved the technical project to convert the ADRs (American Depositary Receipts) that have been listed on the New York Stock Exchange since 1991 into ordinary shares. This operation will have no impact on holders of ordinary shares listed on Euronext Paris, which will remain the introduction's market for TotalEnergies shares.

### About TotalEnergies

TotalEnergies is a global integrated energy company that produces and markets energies: oil and biofuels, natural gas, biogas and low-carbon hydrogen, renewables and electricity. Our more than 100,000 employees are committed to providing as many people as possible with energy that is more reliable, more affordable and more sustainable. Active in about 120 countries, TotalEnergies places sustainability at the heart of its strategy, its projects and its operations.

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*Cautionary Note to U.S. Investors – U.S. investors are urged to consider closely the disclosure in the Form 20-F of TotalEnergies SE, File N° 1-10888, available from us at 2, place Jean Millier – Arche Nord Coupole/Regnault - 92078 Paris-La Défense Cedex, France, or at the Company website [totalenergies.com](http://totalenergies.com). You can also obtain this form from the SEC by calling 1-800-SEC-0330 or on the SEC's website [sec.gov](http://sec.gov).*