

TotalEnergies Upstream Danmark A/S

CVR-No. 39403706

Annual Report 2023

Approved at the Annual General Meeting: 31 May 2024

Chairman: Morten West

Amerika Plads 29, 2100 Copenhagen Ø

Company information

TotalEnergies Upstream Danmark A/S
Amerika Plads 29
DK-2100 Copenhagen Ø

CVR-No.: 39403706
Date of incorporation: 9 March 2018
Registered office: Copenhagen
Financial year: 1 January - 31 December 2023

Board of Directors

Jean Luc Guiziou (Chairman)
Heidi Kristine Helbo
Martin Rune Pedersen

Executive Board

Christina Sjøberg Heineke Petersen

Auditors

PRICEWATERHOUSECOOPERS
Statsautoriseret Revisionspartnerselskab
CVR-No.: 33771231
Strandvejen 44
DK-2900 Hellerup

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Management's Review

Activities

TotalEnergies Upstream Danmark A/S (the "Company") is a wholly owned subsidiary of TotalEnergies SE, France.

The Company was formed on 9 March 2018. The purpose of the Company is to provide technical, administrative and advisory services to other TotalEnergies entities, referred to as TotalEnergies Country Services ("TCS") for the support functions and OneTech for the technical function.

Financial review

Financial performance for the year

The result for the year is a profit of EUR 3 million, compared to a loss of EUR 7 million in 2022.

Revenue in 2023 amounts to EUR 84 million, which is above the EUR 65 million expectation stated in 2022. The 2023 operating income was expected to be at a level resulting in neither a gain nor a loss but has, to a larger extent than originally anticipated, been impacted by lower administrative cost.

Key figures for TotalEnergies Upstream Danmark A/S are as follows:

| EUR thousand | 2023 | 2022 | 2021 | 2020 | 2019 |
|---|---------|---------|---------|---------|---------|
| Income statement: | | | | | |
| Revenue | 83,608 | 66,629 | 103,374 | 150,594 | 139,815 |
| Result before financial items and tax | 5,169 | (7,433) | (6,027) | 4,751 | (481) |
| Financial items, net | (653) | (222) | (49) | (79) | (61) |
| Result for the year after tax | 3,407 | (6,726) | (4,781) | 3,675 | (559) |
| Balance sheet: | | | | | |
| Total assets | 23,367 | 14,728 | 28,432 | 62,111 | 75,292 |
| Investments in property, plant, equipment and intangible assets | 273 | 1,040 | 2,238 | 12,443 | 14,947 |
| Equity | (4,077) | (7,484) | (758) | 4,023 | 348 |
| Profit margin | 6% | (11%) | (6%) | 3% | 0% |
| Solvency ratio | (17%) | (51%) | (3%) | 6% | 0% |
| Return on equity | (111%) | 102% | 801% | 116% | (156%) |

For definitions, see under accounting policies.

The negative equity in 2023 is covered by the Company's overdraft facilities. These are adjusted on an ongoing basis.

Guidance for 2024

We anticipate similar levels in revenues for 2024 as for 2023. Revenue in 2024 is expected to be within the range of EUR 70 million (revenue in 2023 was EUR 84 million). Expenses are estimated to be reasonably consistent with the nature of the entity and revenue fluctuation are in line with no gain or loss principle.

Corporate Social Responsibility

Social responsibility is important for the Company's business, and in 2023 the Company initiated activities in line with the TotalEnergies strategy.

For more information, reference is made to TotalEnergies SE's Universal Registration Document 2023, page 273 at:

<https://www.totalenergies.com/en/investors/publications-and-regulated-information/regulated-information/annual-financial-reports>

Requirements according to the Danish Financial Statements Act, section 99a have been fulfilled, reference to reporting for parent Company, TotalEnergies SE.

Goals and policies for the underrepresented gender

The Board believes that its members should be elected on the basis of their combined qualifications and, at the same time, recognizes the advantages of a Board comprising a wide range of backgrounds, such as global experience, style, culture and gender.

As of 31 December 2023, there was 1 woman among the 3 board members appointed at the general meeting and there were 3 men among the 7 managers at other management level.

| | 2023 |
|---|--------|
| Board of Directors | |
| Total members of the Board of Directors | 3 |
| Underrepresented gender in percentage | 33.33% |
| Target in percentage | 33.33% |
| Other management | |
| Total members of the Other management | 7 |
| Underrepresented gender in percentage | 42.86% |
| Target in percentage | 28.57% |

Consequently, according to the Danish Companies Act, the Company's board and other management levels are considered to have equal representation of genders among the

Company's shareholder-appointed board members and among the other management levels.

Requirements according to the Danish Financial Statements Act, section 99b have been fulfilled.

Reporting on Data Ethics Policy, cf. Danish Financial Statement Act §99d

The Company has established a policy for data ethics.

A statement on data ethics, ref. the Danish Financial Statements Act, Section 99d can be found here:

<https://corporate.totalenergies.dk/data-ethics-policy>

Subsequent events

Reference is made to note 12 in the Financial Statements.

Management's Statement

The Board of Directors and Executive Board have today discussed and approved the annual report of TotalEnergies Upstream Danmark A/S for 2023.

The Annual Report for 2023 of the Company has been prepared in accordance with Danish Financial Statements Act and, in our opinion, gives a true and fair view of the Company's assets, liabilities and the financial position at 31 December 2023 and of the results of the Company's operations for the financial year 2023.

In our opinion, the Management's Review includes a fair review of the development in and the result of the Company's operations and financial conditions, the result for the year and financial position.

We recommend that the annual report be approved at the Annual General Meeting.

Copenhagen, 31 May 2024

Executive Board:



Christina Sjøberg Heineke Petersen

Board of Directors:

Jean Luc Guiziou
(Chairman)

Heidi Kristine Helbo



Martin Rune Pedersen

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Copenhagen, 31 May 2024

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Christina Sjøberg Heineke Petersen



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Copenhagen, 31 May 2024

Executive Board:

Christina Sjøberg Heineke Petersen

Board of Directors:

Jean Luc Guiziou
(Chairman)



Heidi Kristine Helbo

Martin Rune Pedersen

Independent auditors' report

To the shareholder of TotalEnergies Upstream Danmark A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2023, and of the results of the Company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of TotalEnergies Upstream Danmark A/S for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements, or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Management's Responsibilities for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Hellerup, 31 May 2024

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR no. 33 77 12 31



Bo Schou-Jacobsen

State Authorised

Public Accountant

MNE no. 28703



Ming Thieu Son Tang

State Authorised

Public Accountant

MNE no. 49833

Accounting Policies

The Annual Report for 2023 of TotalEnergies Upstream Danmark A/S has been prepared in accordance with the provisions of the Danish Financial Statements Act applicable to class large C companies.

The accounting policies for the Financial Statements are unchanged from last year.

The cash flow statement of the Company is presented in the Consolidated Financial Statements of TotalEnergies SE, Tour Coupole, 2 place Jean Millier, 92078 Paris la Défense, France. Therefore, the cash flow statement is not presented in the annual report of TotalEnergies Upstream Danmark A/S, cf. Danish Financial Statements Act provision 86 section 4.

Fee to auditors appointed at the general meeting has not been disclosed in accordance with section 96 section 3 of the Danish Financial Statements Act. Reference is made to the Consolidated Financial Statements of TotalEnergies SE where this is presented for TotalEnergies as a whole.

Key Figures

The ratios shown in the Management's Review are computed as follows:

$$\text{Profit margin} = \frac{\text{Result before financial items}}{\text{Revenue}}$$

$$\text{Solvency ratio} = \frac{\text{Equity, closing}}{\text{Total assets, closing}}$$

$$\text{Return on equity} = \frac{\text{Result before taxes}}{\text{Equity, closing}}$$

Foreign Currency

The presentation currency is EUR. The Annual Report is presented in EUR, in accordance with provision 16 of the Danish Financial Statements Act. The exchange rate of EUR to DKK was 7.4529 at 31 December 2023 (2022: 7.4365).

Monetary assets and liabilities in currencies other than EUR are translated at the exchange rate at the balance sheet date. Transactions in currencies other than EUR are translated at the exchange rate prevailing at the date of the transaction.

Exchange rate gains and losses are included in the income statement as financial income and expenses.

The Income Statement

Revenue comprises of sale of services rendered to other TotalEnergies entities. Revenue is recognized by the Company on the income statement over the period where services are delivered to customers (time and material).

Other operating income comprises gain from other, secondary activities not related to sales of services rendered to other TotalEnergies entities.

Other external costs comprise of other general administrative expenses such as rent etc. and other personnel expenses not related to Staff costs.

Staff costs comprise salary and wages, pension, social contribution and other security costs of the Company's employees.

Financial items comprise interest and currency exchange rate gains and losses from translation of cash, receivables and debt in foreign currencies other than EUR.

The Company is jointly taxed with a number of Danish companies in TotalEnergies.

Tax on profit for the year includes the amount estimated to be paid for the year as well as adjustments regarding previous years and change in deferred tax.

The Balance Sheet

Intangible assets are measured at cost less accumulated amortisation and impairment losses. Amortisation is calculated on a straight-line basis over the estimated useful lives of the assets.

Assets under construction are assessed and transferred to "in service" when considered final.

IT software is amortised over a useful life of 3 years or 5 years.

Tangible assets are measured at cost less accumulated amortisation and impairment losses. Amortisation is calculated on a straight-line basis over the estimated useful lives of the assets.

Assets under construction are assessed and transferred to "in service" when considered final.

Leasehold improvement is amortised over a useful life of 5 years.

Receivables are measured at nominal value which in all material respects corresponds to amortised cost. Write-down is made for anticipated losses on an individual basis.

Deposits recognised under assets include deposits for rent etc.

Prepayments recognised under assets include prepaid expenses.

Dividend for distribution regarding the financial year is included as part of the **equity**.

Payables to group companies, trade and other payables are measured at amortised cost price or lower net realizable value, which in most situations corresponds to the nominal value.

Provision for deferred tax is made on temporary differences between the accounting and tax values of assets and liabilities. Deferred tax on temporary differences which at the time of the transaction does not affect the financial result or the taxable income is not recognised.

TOTALENERGIES UPSTREAM DANMARK A/S**INCOME STATEMENT FOR 2023
(EUR 1,000)**

| Note | | 2023 | 2022 |
|------|-----------------------------------|--------------|----------------|
| 1. | Revenue | 83,608 | 66,629 |
| | Other operating income | 5,321 | 4,738 |
| | Other external costs | (39,663) | (33,473) |
| | Gross profit (loss) | 49,266 | 37,894 |
| 2. | Staff costs | (43,330) | (44,129) |
| 3,4. | Amortisation of intangible assets | (767) | (1,198) |
| | Operating profit (loss) | 5,169 | (7,433) |
| 5. | Financial income | 104 | 8 |
| 6. | Financial expenses | (757) | (230) |
| | Result before tax | 4,516 | (7,655) |
| 7. | Tax on result for the year | (1,109) | 929 |
| 8. | PROFIT (LOSS) FOR THE YEAR | 3,407 | (6,726) |

TOTALENERGIES UPSTREAM DANMARK A/S

**BALANCE SHEET AT 31.12.2023
(EUR 1,000)**

| Note | 2023 | 2022 |
|--------------------------|----------------------------------|---------------------------|
| ASSETS | | |
| NON-CURRENT ASSETS | | |
| 3. | Intangible fixed assets | |
| | Software | 129 826 |
| 4 | Leasehold improvement | 144 214 |
| | | 273 1,040 |
| | Long-term Deposits | 2,335 2,046 |
| 9 | Deferred Tax Assets | 820 666 |
| | | 3,428 3,752 |
| TOTAL NON-CURRENT ASSETS | | |
| CURRENT ASSETS | | |
| | Receivables | |
| | Receivables from group companies | 17,763 7,439 |
| | Deposits | 98 132 |
| | Other receivables | 1,634 2,421 |
| | Prepayments | 304 331 |
| | | 19,799 10,323 |
| | Cash | 140 653 |
| | | 19,939 10,976 |
| | TOTAL CURRENT ASSETS | 19,939 10,976 |
| | TOTAL ASSETS | 23,367 14,728 |

TOTALENERGIES UPSTREAM DANMARK A/S**BALANCE SHEET AT 31.12.2023****(EUR 1,000)**

| Note | 2023 | 2022 |
|-------------------------------------|---------------|---------------|
| LIABILITIES AND EQUITY | | |
| EQUITY | | |
| Share capital | 70 | 70 |
| Retained earnings | (4,147) | (7,554) |
| TOTAL EQUITY | (4,077) | (7,484) |
| CURRENT LIABILITIES | | |
| Trade payables | 1,414 | 286 |
| Payables to group companies | 12,468 | 14,940 |
| Other payables | 13,562 | 6,986 |
| TOTAL CURRENT LIABILITIES | 27,444 | 22,212 |
| TOTAL LIABILITIES | 27,444 | 22,212 |
| TOTAL LIABILITIES AND EQUITY | 23,367 | 14,728 |

- 10. Contingencies etc.
- 11. Related parties
- 12. Subsequent events

TOTALENERGIES UPSTREAM DANMARK A/S

STATEMENT OF CHANGES IN EQUITY AT 31.12.2023
(EUR 1,000)

| | <u>Share capital</u> | <u>Retained earnings</u> | <u>Total</u> |
|---------------------|--------------------------|------------------------------|----------------|
| Equity 01.01 | 70 | (7,554) | (7,484) |
| Result for the year | 0 | 3,407 | 3,407 |
| Equity 31.12 | 70 | (4,147) | (4,077) |

TOTALENERGIES UPSTREAM DANMARK A/S

NOTES AS AT 31.12.2023

(EUR 1,000)

Note 1, Revenue

Sale of services rendered to other TotalEnergies entities

| | 2023 | 2022 |
|--------------------------------|---------------|---------------|
| <u>Segments (geographical)</u> | | |
| France | 54,921 | 50,556 |
| Denmark | 28,151 | 16,073 |
| Others | 536 | 0 |
| | <u>83,608</u> | <u>66,629</u> |

Note 2, Staff costs

| | 2023 | 2022 |
|-----------------------------|---------------|---------------|
| Salaries | 41,112 | 41,777 |
| Pension contribution | 2,177 | 2,172 |
| Other social security costs | 41 | 180 |
| | <u>43,330</u> | <u>44,129</u> |
| Average number of employees | <u>177</u> | <u>185</u> |

Remuneration to the Executive Board has not been disclosed in accordance with section 98 B (3) of the Danish Financial Statements Act. There has been no remuneration to the Board of Directors in 2023 and 2022.

TotalEnergies has a performance shares program, where 57 employees were enrolled in the program for 2023 (in 2022 28 employees).

The Performance Shares will vest 3 years after the grant provided that the vesting conditions (presence and performance conditions) are met. After the vesting period, the employee becomes the owner of the Performance Shares. The employee must own the Performance Shares for 2 years calculated from end of the Vesting Period prior to selling the shares.

The value of the performance shares granted in 2023 is estimated at USD 1.85 million (2022: USD 1.05 million).

Note 3, Intangible assets**Software**

| | 2023 | 2022 |
|-----------------------------|-------------|-------------|
| Cost price at 01.01 | 6,398 | 6,398 |
| Cost price 31.12 | 6,398 | 6,398 |
| Amortisation at 01.01 | 5,572 | 4,442 |
| Amortisation for the period | 697 | 1,130 |
| Amortisation at 31.12 | 6,269 | 5,572 |
| Carrying amount 31.12 | 129 | 826 |

Note 4, Leasehold improvements

| | 2023 | 2022 |
|-----------------------------|-------------|-------------|
| Cost price at 01.01 | 346 | 346 |
| Cost price 31.12 | 346 | 346 |
| Amortisation at 01.01 | 132 | 64 |
| Amortisation for the period | 70 | 68 |
| Amortisation at 31.12 | 202 | 132 |
| Carrying amount 31.12 | 144 | 214 |

Note 5, Financial income

| | 2023 | 2022 |
|--|-------------|-------------|
| Interest received from group companies | 104 | 8 |
| | 104 | 8 |

Note 6, Financial expenses

| | 2023 | 2022 |
|----------------------------------|-------------|-------------|
| Interest paid to group companies | 674 | 113 |
| Interest paid to banks | 0 | 7 |
| Exchange rate adjustments etc. | 82 | 110 |
| | 757 | 230 |

Note 7, Corporate tax

| | 2023 | 2022 |
|-------------------------------|----------------|-------------|
| Current tax for the year | (848) | (248) |
| Prior year tax | (107) | 81 |
| Deferred tax for the year | (154) | 1,096 |
| Total tax for the year | (1,109) | 929 |

Note 8, Proposed distribution of net result

| | 2023 | 2022 |
|-------------------|--------------|----------------|
| Retained earnings | 3,407 | (6,726) |
| | <u>3,407</u> | <u>(6,726)</u> |

Note 9, Deferred tax

| Deferred tax assets | 2023 | 2022 |
|----------------------------|-------------|-------------|
| Deferred tax at 01.01 | 666 | 0 |
| Deferred tax for the year | 154 | 666 |
| Deferred tax at 31.12 | <u>820</u> | <u>666</u> |

Note 10, Contingencies and lease obligations

The Company has entered into operating leasing agreements for the leases of cars and IT hardware in the offices at Amerika Plads 29.

| Maturity | <1 year | 1 - 5 years | >5 years | Total |
|-----------------|-------------------|--------------------|--------------------|---------------|
| Car leases | 76 | 44 | 0 | 120 |
| IT equipment | 321 | 51 | 0 | 372 |
| Office lease | 3,853 | 12,870 | 0 | 16,723 |
| Total | <u>4,250</u> | <u>12,965</u> | <u>0</u> | <u>17,215</u> |

The Company is jointly taxed with Danish companies within the TotalEnergies group of companies. This entails unlimited joint liability for Danish corporation taxes and withholding taxes on dividends, interests, and royalties within the jointly taxed companies. A similar obligation exists for joint registration of VAT. The Company is the administration company, the overall liability is disclosed, and the liability has been settled within the financial statements.

Note 11, Related parties

Parties exercising control and Consolidated Financial Statements

The Company is 100% owned by TotalEnergies SE, France.

The Consolidated Financial Statements of TotalEnergies SE Tour Coupole, 2 place Jean Millier, 92078 Paris la Défense, France are available at:

<https://www.totalenergies.com/en/investors/publications-and-regulated-information/regulated-information/annual-financial-reports>

The Company is included in the ultimate parent company's Consolidated Financial Statements as a subsidiary.

Note 12 - Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.