

**VIGIE**

(formerly known as Suez S.A.)

A French *société anonyme* with a share capital of €2,558,811,124

Registered office: 21 Rue la Boétie 75008 Paris, France

433 466 570 RCS Paris

LEI: 549300JQIZM6CL7POC81

(the “**Issuer**”)

**HYB-1 Notes**

**FORM OF REQUEST FOR INFORMATION**

To be sent to your Account Holder, who should forward it together with a book entry statement to:  
Société Générale Securities Services - 32, rue du Champ de Tir CS 30812 44308 Nantes Cedex – France  
email: [agobligataire.fr@socgen.com](mailto:agobligataire.fr@socgen.com)

**GENERAL MEETING ON 15 SEPTEMBER 2022 AT 11.30 A.M. (PARIS TIME) AT THE ADMINISTRATIVE OFFICE OF THE ISSUER LOCATED AT 30 RUE MADELEINE VIONNET, 93300 AUBERVILLIERS OF THE HOLDERS OF**

**€600,000,000 Undated Deeply Subordinated Fixed Rate Resettable Notes**

(ISIN: FR0013252061 - COMMON CODE: 159925714)

of which **€600,000,000** are currently outstanding

(the “**HYB-1 Notes**”)

issued by the Issuer

I, the undersigned

LEGAL NAME or FULL NAME: .....

ADDRESS: .....

EMAIL: .....

request that the documents and information referred to in terms and conditions of the Notes comprised in the paragraph entitled “*Documents on display*” of the notice of meeting issued by Vigie in relation to the meeting convened on 15 September 2022 at 11.30 a.m. (Paris time) on first convocation or, if the quorum is not met, on 6 October 2022<sup>1</sup> at the same time on second convocation, being sent to us:

by e-mail (*by default, the document will be delivered by e-mail*)

by mail

**On:** .....

**Signature:** .....

<sup>1</sup> Subject to adjustment as may be specified in the convening notice convening the Meeting(s) on second convocation depending on the consulted series.

**VIGIE**

(formerly known as Suez S.A.)

HYB-1 Notes

A French *société anonyme* with a share capital of €2,558,811,124

Registered office: 21 Rue la Boétie 75008 Paris, France

433 466 570 RCS Paris

LEI: 549300JQIZM6CL7POC81

(the “**Issuer**”)

**PROXY FORM**

To be sent to your Account Holder

**GENERAL MEETING ON 15 SEPTEMBER 2022 AT 11.30 A.M. (PARIS TIME) AT THE ADMINISTRATIVE OFFICE OF THE ISSUER LOCATED AT 30 RUE MADELEINE VIONNET, 93300 AUBERVILLIERS OF THE HOLDERS OF**

**€600,000,000 Undated Deeply Subordinated Fixed Rate Resettable Notes**

(ISIN: FR0013252061 - COMMON CODE: 159925714)

of which **€600,000,000** are currently outstanding

(the “**HYB-1 Notes**”)

issued by the Issuer

I, the undersigned<sup>2</sup>

LEGAL NAME or FULL NAME: .....

ADDRESS: .....

holder of..... HYB-1 Notes of a specified denomination of €100,000 in bearer form each, acting in such capacity, hereby appoint as my agent, without a right of substitution or sub delegation,

.....

..... (LEGAL NAME or FULL NAME & ADDRESS OF THE PROXY)

(i) to represent me at the meeting of the Noteholders convened on **15 September 2022<sup>3</sup> at 11.30 a.m. (Paris time)** on first convocation **at the administrative office of the Issuer located at 30 rue Madeleine Vionnet, 93300 Aubervilliers or, if the quorum is not met, on 6 October 2022<sup>4</sup> at the same time on second convocation (the “Meeting”)**, in order to deliberate on the agenda set out hereinafter,

(ii) to attend the Meeting, sign attendance sheets and any other documents, participate to all deliberations, cast any vote on any matter contained in the agenda set out hereinafter and generally, take any necessary action.

This power shall have effect in respect of any Meeting held on second convocation convened on the same agenda, in case of postponement due to the absence of quorum or any other cause.

By ticking this box, I confirm that I am an Eligible Noteholder.

By ticking this box, I confirm that I am an Ineligible Noteholder<sup>5</sup> and hereby acknowledge that, as an Ineligible Noteholder, my vote shall not be taken into account for the quorum and majority.

**On:** .....

**Signature:** .....

<sup>2</sup> The proxy's signatory shall write precisely his name (capital letters), first name, address and email. If these details are in the form, the signatory is kindly asked to check them and to rectify them if needed. If the proxy's signatory is not the bondholder, he shall mention the capacity in which it signs the proxy.

<sup>3</sup> In the case where the Meeting could not validly deliberate due to the absence of quorum, another meeting will be convened subsequently on 6 October 2022 at the same time (subject to adjustment), for deliberating on the same agenda. This proxy form will remain valid for such meeting.

<sup>4</sup> Subject to adjustment as may be specified in the convening notice convening the Meeting on second convocation.

<sup>5</sup> “**Eligible Noteholder**” means a holder of Notes who has confirmed it is located and resident outside the United States and not a U.S. person (as defined in Regulation S under the Securities Act). An “**Ineligible Noteholder**” means a holder of Notes who is not an Eligible Noteholder.

## AGENDA

1. Approval of the Merger;
2. Approval of the amendments to the HYB-1 Notes Conditions;
3. Filing of the documents relating to the Meeting; and
4. Powers to carry out formalities.

### IMPORTANT NOTICE:

Please send this proxy form to your Account Holder, who should forward it, together with a duly executed Account Holder Certificate, to:

**Société Générale Securities Services**  
32, rue du Champ de Tir  
CS 30812  
44308 Nantes Cedex 3  
France  
Telephone: +33 2 51 85 65 93  
Email: [agobligataire.fr@socgen.com](mailto:agobligataire.fr@socgen.com)  
Attention: Elisabeth BULTEAU

Account Holder Certificate shall be dated 13 September 2022 at 00.00 (midnight) (Paris time) at the latest.

Proxy are taken into account only if the present form is duly completed and signed, and received, together with a duly executed Account Holder Certificate, by **Société Générale Securities Services** (details below) on 12 September 2022 at 23.59 (Paris time) at the latest (final reception date).

The proxy shall remain valid for successive meetings convened on the same agenda, for lack of a quorum or any other reason.

A Noteholder cannot send both a voting form and the present proxy form. However, in the case where these two documents are sent back, the proxy will be the only one taken into account.

*In accordance with the provisions of Articles L.228-62 and L.228-63 of the French Code de commerce, please note that noteholders may not be represented at general meetings by (i) managers, directors, managing directors, auditors and employees of the Issuer, as well as their ascendants, descendants and spouses, or (ii) persons to whom the exercise of the profession of banker is prohibited or who are deprived of the right to run, administer or manage any type of company.*

*Please note that the text of the Resolutions is available as specified in the paragraph entitled "Documents on display" in the convening notice.*

**VIGIE**

(formerly known as Suez S.A.)

A French *société anonyme* with a share capital of €2,558,811,124

Registered office: 21 Rue la Boétie 75008 Paris, France

433 466 570 RCS Paris

LEI: 549300JQIZM6CL7POC81

(the “Issuer”)

HYB-1 Notes

**VOTING FORM**

To be sent to your Account Holder

**GENERAL MEETING ON 15 SEPTEMBER 2022 AT 11.30 A.M. (PARIS TIME) AT THE ADMINISTRATIVE OFFICE OF THE ISSUER LOCATED AT 30 RUE MADELEINE VIONNET, 93300 AUBERVILLIERS OF THE HOLDERS OF**

**€600,000,000 Undated Deeply Subordinated Fixed Rate Resettable Notes**

(ISIN: FR0013252061 - COMMON CODE: 159925714)

of which €600,000,000 are currently outstanding

(the “HYB-1 Notes”)

issued by the Issuer

I, the undersigned<sup>1</sup>

LEGAL NAME or FULL NAME: .....

ADDRESS: .....

holder of..... HYB-1 Notes of a specified denomination of €100,000 in bearer form each, issued by the Issuer, hereby declares, after having read the Resolutions proposed to the general meeting of the holders of the HYB-1 Notes convened on **15 September 2022<sup>2</sup> on first convocation at 11.30 a.m. (Paris time), at the administrative office of the Issuer located at 30 rue Madeleine Vionnet, 93300 Aubervilliers or, if the quorum is not met, on 6 October 2022<sup>3</sup> at the same time on second convocation (the “Meeting”)** and in accordance with Article L.228-61 of the French *Code de commerce*, hereby votes as follows on the Resolutions:

*(Please tick the corresponding boxes)*

<u>RESOLUTION 1</u>	FOR: <input type="checkbox"/>	AGAINST: <input type="checkbox"/>	ABSTENTION: <input type="checkbox"/>
<u>RESOLUTION 2</u>	FOR: <input type="checkbox"/>	AGAINST: <input type="checkbox"/>	ABSTENTION: <input type="checkbox"/>
<u>RESOLUTION 3</u>	FOR: <input type="checkbox"/>	AGAINST: <input type="checkbox"/>	ABSTENTION: <input type="checkbox"/>
<u>RESOLUTION 4</u>	FOR: <input type="checkbox"/>	AGAINST: <input type="checkbox"/>	ABSTENTION: <input type="checkbox"/>

This form applies to all subsequent Meetings convened on the same agenda.

By ticking this box, I confirm that I am an Eligible Noteholder.

By ticking this box, I confirm that I am an Ineligible Noteholder<sup>4</sup> and hereby acknowledge that, as an Ineligible Noteholder, my vote shall not be taken into account for the quorum and majority.

**On:** .....

**Signature:** .....

<sup>1</sup> Name, first name, address and email. If the signatory is not the bondholder, he shall mention the capacity in which it signs the voting form.  
<sup>2</sup> In the case where the Meeting could not validly deliberate due to the absence of quorum, another meeting will be convened subsequently on 6 October 2022 at the same time (subject to adjustment), for deliberating on the same agenda. This voting form will remain valid for such meeting.  
<sup>3</sup> Subject to adjustment as may be specified in the convening notice convening the Meeting on second convocation.  
<sup>4</sup> “**Eligible Noteholder**” means a holder of Notes who has confirmed it is located and resident outside the United States and not a U.S. person (as defined in Regulation S under the Securities Act). An “**Ineligible Noteholder**” means a holder of Notes who is not an Eligible Noteholder.

**IMPORTANT NOTICE:**

Please send this voting form to your Account Holder, who should forward it, together with a duly executed Account Holder Certificate, to:

**Société Générale Securities Services**

32, rue du Champ de Tir

CS 30812

44308 Nantes Cedex 3

France

Telephone: +33 2 51 85 65 93

Email: [agobligataire.fr@socgen.com](mailto:agobligataire.fr@socgen.com)

Attention: Elisabeth BULTEAU

Any abstention expressed in this form or resulting from the absence of expression of any vote will be considered as a vote against the proposed Resolutions. Any form with two contradictory votes for the Resolutions will be counted as a vote against the Resolutions.

The votes expressed via this form remain valid for successive meetings convened on the same agenda, for lack of a quorum or any other reason.

Account Holder Certificate shall be dated 13 September 2022 at 00.00 (midnight) (Paris time) at the latest.

Votes by correspondence are taken into account only if the present form is received, together with a duly executed Account Holder Certificate, by **Société Générale Securities Services** (details below) on 12 September 2022 at 23.59 (Paris time) at the latest (final reception date).

The voting form received by **Société Générale Securities Services** must include the following details:

- Legal Name or Full Name, and address of the Noteholder; and
- Signature of the Noteholder or a duly representative.

A Noteholder cannot send both a proxy and the present voting form. However, in the case where these two documents are sent back, the proxy will be the only one taken into account.

The text of the Resolutions is available as specified in the paragraph entitled “Documents on display” in the convening notice.