

SUEZ S.A. Condensed Interim Consolidated Financial Statements for the first half-year of 2025

Limited review procedures on the consolidated financial statements have been performed. The limited review report will be issued once the auditors' reports on the financial statements of listed associates have been obtained.

1. Consolidated financial statements

1.1 Consolidated statement of financial position

<i>(in millions of euros)</i>	Note	June 30, 2025	December 31, 2024
Non-current assets			
Goodwill	8	4,570	4,574
Intangible assets	8	3,719	3,943
Tangible assets	8	2,289	2,261
Right-of-use assets		667	701
Non-current financial assets	11	412	387
Investments in joint ventures and associates	10	2,651	2,738
Non-current contract assets	9.1	63	56
Deferred tax assets		449	474
Other non-current assets	9.1	12	11
Total non-current assets		14,832	15,145
Current assets			
Current financial assets	11	314	301
Inventories	9.1	321	312
Trade and other receivables	9.1	3,315	3,035
Current contract assets	9.1	284	313
Current tax assets		72	109
Cash and cash equivalents	11	1,214	1,282
Other current assets	9.2	923	844
Total current assets		6,444	6,196
Total assets		21,275	21,341
Shareholders' equity, Group share		5,400	5,797
Non-controlling interests	12.2	403	452
Total shareholders' equity		5,803	6,249
Non-current liabilities			
Non-current provisions	13	1,149	1,154
Non-current financial liabilities	11	6,307	6,362
Non-current contract liabilities		158	164
Deferred tax liabilities		1,114	1,159
Other non-current liabilities		49	37
Total non-current liabilities		8,776	8,877
Current liabilities			
Current provisions	13	139	161
Current financial liabilities	11	742	390
Trade and other payables	9.1	2,354	2,375
Current contract liabilities	9.1	572	589
Current tax payables		64	96
Other current liabilities	9.2	2,825	2,605
Total current liabilities		6,696	6,216
Total shareholders' equity and liabilities		21,275	21,341

1.2 Consolidated income statement

<i>(in millions of euros)</i>	Note	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Revenue		4,598	4,550
Purchases		(1,088)	(1,112)
Personnel costs		(1,311)	(1,237)
Depreciation, amortization and provisions		(438)	(445)
Other operating expense		(1,831)	(1,838)
Other operating income		61	93
Current operating income	4	(10)	12
Impairment on tangible, intangible and financial assets		(5)	(16)
Restructuring		(32)	(18)
Scope effects		(6)	(4)
Gains and losses on disposals and other non-recurring items		(24)	(5)
Income from operating activities	5	(76)	(31)
Share in net income of joint ventures and associates		97	82
<i>of which: share in net income (loss) of joint ventures</i>	10.1	16	24
<i>of which: share in net income (loss) of associates</i>	10.2	81	57
Income from operating activities after share in net income of joint ventures and associates		21	51
Cost of net debt		(98)	(86)
Other financial income and expense		3	(3)
Net financial income (loss)	6	(96)	(88)
Income tax expense	7	(39)	(27)
Net income (loss)		(114)	(64)
Net income (loss) - Group share		(121)	(83)
Net income (loss) - non-controlling interests		7	19

Over the first half of 2025, net income (loss) – Group share included €(81) million of PPA effects, net of taxes, and €(88) million for the net income (loss) compared to €(79) million and €(85) million as of June 30, 2024, respectively.

1.3 Consolidated statement of comprehensive income

(in millions of euros)	Half-year ended June 30, 2025	of which Group share	of which Non controlling interests	Half-year ended June 30, 2024	of which Group share	of which Non controlling interests
Net income	(114)	(121)	7	(64)	(83)	19
Net investment hedge ^(a)	60	60	-	1	1	-
Cash flow hedges (excluding commodities)	(14)	(15)	1	(16)	(16)	(0)
Commodities Cash flow hedges	-	-	-	0	0	-
Deferred taxes on items above	(1)	(1)	(0)	(2)	(2)	-
Translation adjustments ^(b)	(351)	(327)	(24)	68	66	2
Total reclassifiable items	(306)	(283)	(24)	51	48	2
Of which share of joint ventures in reclassifiable items, net of taxes ^(c)	(57)	(57)	-	3	3	-
Of which share of associates in reclassifiable items, net of taxes ^(d)	(76)	(76)	-	3	3	-
Actuarial gains and losses	9	9	(0)	11	11	-
Deferred taxes on actuarial gains and losses	(3)	(3)	(0)	(3)	(3)	-
Equity instrument	(2)	(2)	-	(4)	(4)	-
Deferred taxes on equity instrument	-	-	-	-	-	-
Total non-reclassifiable items	5	5	(0)	4	4	-
Of which share of joint ventures in non-reclassifiable items, net of taxes	-	-	-	-	-	-
Of which share of associates in non-reclassifiable items, net of taxes	-	-	-	1	1	-
Other comprehensive income	(301)	(278)	(24)	54	52	2
Comprehensive income	(416)	(399)	(17)	(10)	(31)	22

(a) In June 2024, the Group put in place derivatives (cross-currency swaps) qualifying as net investment hedges, for a nominal amount of €600 million, to hedge its equity interests held in China. The effective portion recognized in equity amounts to €60 million in June 2025 compared to €1 million in June 2024. The ineffective portion recognized in the income statement was €(3) million in June 2025 and €4 million in June 2024.

(b) At June 30, 2025, the €(351) million in translation adjustments arose mainly from the Chinese yuan for €(174) million, the Hong Kong dollar for €(86) million and the pound sterling for €(56) million. At June 30, 2024, the €68 million translation adjustments arose mainly from the pound sterling for €46 million and the Chinese yuan for €9 million.

(c) At June 30, 2025, the €(57) million are due to the Chinese Yuan.

(d) At June 30, 2025, the €(76) million are mainly due to the Chinese Yuan for €(77) million.

1.4 Statement of changes in consolidated shareholders' equity

(in millions of euros)

	Number of shares	Share capital	Premiums	Consolidated reserves	Change in fair value and Other	Translation adjustments	Shareholder s' equity Group share	Non controlling interest	Total
Shareholders' equity at December 31, 2024	6,182,090,860	62	5,808	(142)	167	(96)	5,797	452	6,249
Net income				(121)			(121)	7	(114)
Other comprehensive income				5	44	(327)	(278)	(24)	(301)
Comprehensive income				(116)	44	(327)	(399)	(17)	(416)
Dividends distributed in cash approved ^(a)							-	(46)	(46)
Capital increase / (decrease) in non controlling interest							-	3	3
Transactions between shareholders				(1)			(1)	(1)	(2)
Business combinations ^(b)							-	14	14
Other changes				3			3	(2)	1
Shareholders' equity at June 30, 2025	6,182,090,860	62	5,808	(255)	211	(425)	5,400	403	5,803

(a) In the first half of 2025, dividend distributions to non-controlling interests were approved for an amount of €46 million.

(b) At June 30, 2025, €13 million are attributable to the acquisition of Gruppo Ecosistem in Italy (see Note 2.1).

(in millions of euros)

	Number of shares	Share capital	Premiums	Consolidated reserves	Change in fair value and Other	Translation adjustments	Shareholder s' equity Group share	Non controlling interest	Total
Shareholders' equity at December 31, 2023	6,180,415,958	62	5,808	88	202	(267)	5,892	424	6,316
Net income				(83)			(83)	19	(64)
Other comprehensive income				4	(18)	66	52	2	54
Comprehensive income				(80)	(18)	66	(31)	22	(10)
Dividends distributed in cash approved							-	(14)	(14)
Capital increase		-	-	-			-		1
Business combinations							-	2	2
Other changes				3			3	(0)	3
Shareholders' equity at June 30, 2024	6,180,415,958	62	5,808	11	185	(201)	5,864	435	6,298

1.5 Consolidated statement of cash flows

(in millions of euros)		Half-year ended June 30, 2025	Half-year ended June 30, 2024
	Note		
Net income		(114)	(64)
Depreciation, amortization and provisions		418	442
Dividends received from joint ventures and associates		60	67
Share in net income (loss) of joint ventures		(16)	(24)
Share in net income (loss) of associates		(81)	(57)
Financial income	6	96	88
Scope effects, other gains and losses on disposal		(3)	0
Other items with no cash impact		7	3
Income tax expense	7	39	27
Cash flows from operations before financial income/(expense) and income tax		406	480
Tax paid including withholding tax on royalties		(31)	(38)
Change in working capital requirements	9	(119)	(20)
Cash flows from operating activities		256	422
Acquisitions of subsidiaries, net of cash and cash equivalents acquired ^(a)		(151)	(8)
Acquisitions of interests in associates and joint-ventures		(24)	(8)
Acquisitions of equity instrument		(5)	(11)
Disposals of interests in associates and joint-ventures		28	-
Disposal of equity instrument		0	2
Loss of controlling interests in subsidiaries net of cash and cash equivalents sold		(2)	(1)
Investments in property, plant and equipment and intangible assets	8	(300)	(239)
Disposals of property, plant and equipment and intangible assets		9	5
Other net interest on financial assets		4	4
Financial interest received		16	18
Dividends received on non-current financial assets		1	1
Change in loans and financial receivables		22	16
Cash flows from investing activities		(403)	(220)
Capital increase/ reduction of non controlling interests		2	1
Dividends paid to non-controlling interests ^(a)		(45)	(26)
Increase in loans and financial debt ^(b)	11	792	53
Repayment of lease liabilities	11	(71)	(87)
Repayment of borrowings and financial debts ^(b)	11	(496)	(23)
Financial interest on lease liabilities		(10)	(7)
Financial interest paid		(70)	(73)
Flows on financial derivatives qualifying net investment hedges and compensation payments on financial derivatives		(5)	2
Cash flows from financing activities		97	(159)
Total cash flows for the period		(50)	44
Impact of changes in exchange rates and other		(19)	6
Opening cash and cash equivalents		1,282	1,204
Closing cash and cash equivalents		1,214	1,253

(a) Including €36 million in dividends paid to minority shareholders in Asia, €3 million to a minority shareholder in a partnership in Australia, and €3 million paid to minority shareholders in France over the first half of 2025

(b) Including €744 million drawn and €(402) million repaid of financial debts linked to the implementation of commercial papers in 2025 (see Note 11)

2. Notes to the Condensed Interim Consolidated Financial Statements

Note 1 Basis of presentation, principles, and accounting policies

1.1 Group presentation

SUEZ S.A. was created on July 15, 2021, to allow the acquisition, from Veolia, of a set of activities of the former SUEZ group following the completion on January 18, 2022 of Veolia's takeover bid, the takeover of this perimeter having occurred on January 31, 2022. It is 97% owned by SUEZ Holding S.A.S. (held by Meridiam Sustainable Water & Waste Fund – 40%, GIP IV Highbury Luxco – 40% and Caisse des Dépôts and CNP Assurances – 20%) and 3% by employees.

The Group activities, made of SUEZ S.A. and all its affiliates, are mainly structured around:

- Municipal water (Water France) and waste recycling and recovery (R&R France) in France;
- Water activities in the following geographies: Italy (including participation in Acea), Czech Republic, Africa, Central Asia, India, China, Australia;
- Waste activities in the United Kingdom, in Asia and in Africa, as well as hazardous waste activities in France, South Africa and Italy.

1.2 Framework and basis for preparation of condensed interim consolidated financial statements

Pursuant to Regulation No. 1606/2002 of July 19, 2002, amended by European Regulation No. 297/2008 of March 11, 2008, the financial statements, prepared for the six-month period ended June 30, 2025, have been prepared in accordance with the provisions of IAS 34 – Interim Financial Reporting. This standard makes it possible to present a selection of explanatory notes. The financial statements therefore do not include all the notes and information required by IFRS for the annual financial statements and should therefore be read in conjunction with the consolidated financial statements for the 2024 financial year, subject to the specific features of the preparation of the interim accounts described below.

The Group's condensed interim consolidated financial statements for the first half of 2025 (hereinafter "the financial statements") have been prepared according to the historical cost convention, apart from assets and liabilities acquired in business combinations that are recognized in accordance with IFRS 3, and financial instruments that are recognized in accordance with the treatment of different classes of financial assets and liabilities defined by IFRS 9. The comparative figures as of December 31, 2024, correspond to the Group's consolidated financial statements as defined above. The comparative figures as of June 30, 2024, correspond to the accounts of SUEZ S.A. prepared for the period from January 1, 2024, to June 30, 2024.

The financial statements have been prepared using accounting and calculation methods identical to those used in the consolidated financial statements for the financial year 2024, the Group's most recent annual financial statements, apart from the particularities described in Note 1.4.

The financial statements are presented in millions of euros and rounded to the nearest million euros. They were approved by the Board of Directors of SUEZ S.A. on 29 July 2025.

Standards, amendments, and interpretations issued by the IASB and applied for the first time by the Group as of January 1, 2025

The standards, amendments and interpretations issued by the IASB, applicable for the first time by the Group as of January 1, 2025, are as follows:

IFRS Standards	Impacts
Amendments to IAS 21 – Lack of convertibility	These amendments have no impact on the Group.

IFRS standards and amendments applicable after 2025 and unanticipated

- Amendments to IFRS 9 and IFRS 7 – Classification and measurement of financial instruments
- Amendments to IFRS 9 and IFRS 7 – Contracts referencing nature-dependent electricity
- Targeted amendments to IFRS (annual improvements)
- IFRS 18 – Presentation and disclosures in the financial statements

The analysis of the possible impact of these amendments and of IFRS 18 is ongoing.

1.3 Use of estimates and judgment

The economic and financial environment leads the Group to maintain its risk monitoring procedures on financial instruments and operational assets. This environment leading to significant market volatility is considered by the Group in estimates such as business plans and the different discount rates used for both value tests and provision calculations. The preparation of financial statements requires the use of estimates and assumptions for determining the value of assets and liabilities, assessing positive and negative contingencies at the balance sheet date, and income and expenses for the year. Due to the uncertainties inherent in any valuation process, the Group revises its estimates based on regularly updated information. It is possible that the future results of the operations concerned may differ from these estimates.

In addition to the use of estimates, management exercises its judgment to define the appropriate accounting treatment of certain activities and transactions, particularly when the IFRS standards and interpretations in force do not precisely address the accounting issues concerned.

The financial statements have been prepared based on estimates and areas of judgment similar to those described in note 1.4 of the Group's consolidated financial statements as of December 31, 2024.

1.4 Particularities specific to the preparation of condensed interim consolidated financial statements

1.4.1 Seasonality of activities

The Group activities are by nature seasonal but climatic variations have a greater impact than seasonality on the various indicators of activity and operating income. Consequently, the interim results as of June 30, 2025 are not necessarily indicative of those that can be expected for the full year 2025.

1.4.2 Income taxes

For interim periods, the tax expense (current and deferred) is calculated for each tax entity by applying to the result of the period the estimated annual effective tax rate for the current year.

1.4.3 Post-employment benefits

The cost of pensions for an interim period is calculated on the basis of actuarial valuations carried out at the beginning of the financial year. These valuations are adjusted to take into account reductions, liquidations or other significant non-recurring events that occurred during the half-year. In addition, the amounts recognized in the statement of financial position for defined benefit plans are adjusted, where appropriate, to take into account significant changes in the yield of bonds issued by senior companies in the area concerned (the reference used to determine discount rates) and the actual return on plan assets.

1.4.4 Provisions for site restoration

These provisions are recalculated once a year for the preparation of the statement of financial position as of December 31 (see Note 13.4 of the consolidated financial statements as of December 31, 2024). As of June 30, 2025, these provisions have been adjusted to reflect changes in discount and inflation rates over the period.

Note 2 Main events of the semester

2.1 Scope changes

On April 30, 2025, SUEZ finalized the acquisition of Gruppo Ecosistem and now holds 85% of the company, a reference player in industrial waste management in Italy. Founded in 1988, Gruppo Ecosistem and its 400 staff provides hazardous and non-hazardous waste treatment solutions to its industrial clients located in southern Italy.

This development in the Italian market represents a key step in achieving the Group's international growth objectives. It allows SUEZ to strengthen its European presence in R&R activities and its positioning in the strategic market of industrial waste treatment, including hazardous waste.

Gruppo Ecosistem is reported in the Hazardous Waste Business Unit within the Recycling & Recovery operating segment.

The purchase price allocation exercise is ongoing at June 30, 2025 and results in a preliminary goodwill of €107 million.

The contribution of Gruppo Ecosistem to the financial statements of June 30, 2025, to revenue, EBITDA and Net income amounts to €20 million, €5 million and €3 million respectively.

Had the acquisition occurred on January 1st, 2025, estimated revenue and EBITDA would be respectively €67 million and €15 million, respectively over the first half of 2025.

Note 3 Operating segments information

Three operating segments grouping the activities of the various business units were defined to present the Group segment information. They were identified based on the internal reporting notably followed by the Co-Chief Executive Officers, members of the Executive Committee, and considered as the Group chief operating decision maker:

- Water,
- Recycling and Recovery,
- Other activities.

The indicators presented correspond to those regularly provided to the chief operating decision maker via the internal reporting, namely revenue, EBITDA, EBIT, and capital expenditure, as well as the information included in these indicators referred to in paragraph 23 of IFRS 8, namely depreciation and amortization charges, and the share of net profit in joint ventures and associates.

3.1 Reportable segments

Operating segments are as follows:

- **Water:** provision of water distribution and treatment services, particularly under concession contracts (water management). These services are provided to individuals, local authorities, or industrial clients.
- **Recycling and Recovery:** service provision and waste treatment for local authorities and industrial clients. This includes collection, sorting, recycling, composting, energy recovery, and landfilling for both ordinary and hazardous waste.
- **Other activities:** primarily consists of Digital Solutions and holdings, including SUEZ S.A.

The accounting methods and valuation techniques used for internal reporting are consistent with those used for the preparation of the consolidated financial statements. The EBITDA and EBIT indicators are reconciled to the consolidated financial statements herebelow.

3.2 Key indicators by reportable segment

3.2.1 Revenue

(in millions of euros)	Half-year ended June 30, 2025			Half-year ended June 30, 2024		
	External	Intragroup	Total	External	Intragroup	Total
Water	1,719	25	1,744	1,641	23	1,664
Recycling and Recovery	2,847	33	2,880	2,875	32	2,907
Other activities	33	79	111	34	68	102
Intragroup eliminations	-	(136)	(136)	-	(124)	(124)
Revenue	4,598	-	4,598	4,550	-	4,550

3.2.2 EBITDA

EBITDA by sector can be broken down as follows:

(en millions d'euros)	Half-year ended June 30, 2025				Half-year ended June 30, 2024			
	Water	Recycling and Recovery	Other activities	Total	Water	Recycling and Recovery	Other activities	Total
Revenues	1,719	2,847	33	4,598	1,638	2,877	34	4,550
Purchases	(371)	(691)	(26)	(1,088)	(319)	(773)	(20)	(1,112)
Personnel costs	(510)	(658)	(143)	(1,311)	(496)	(612)	(129)	(1,237)
(-) Share-based payments	-	(0)	22	22	-	-	24	24
Depreciation, amortization and provisions	(179)	(219)	(41)	(438)	(183)	(207)	(55)	(445)
(-) Depreciation and amortization	172	209	41	422	175	218	50	444
(-) Net allocations for provisions (risks and commercial)	7	9	(1)	16	8	(12)	4	1
Other operating expenses	(626)	(1,246)	41	(1,831)	(662)	(1,214)	39	(1,838)
(-) Net cash outflows from concessions	93	65	-	158	85	69	-	154
(-) Net of taxes under IFRIC 21	4	9	1	14	4	7	2	12
(-) Others	(0)	(0)	7	7	-	-	3	3
Other operating income	15	25	21	61	24	45	24	93
(+) Share in net income of equity-accounted companies	88	9	-	97	79	8	(5)	82
EBITDA	412	360	(46)	726	350	410	(27)	733
of which PPA effects	(5)	(1)	-	(6)	(5)	(1)	-	(6)

3.2.3 Share in net income of joint ventures and associates

(in millions of euros)	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Water	88	80
Recycling and Recovery	9	7
Other activities	-	(5)
Share in net income of joint ventures and associates	97	82

3.2.4 EBIT

The reconciliation between EBIT and Current operating income is as follows:

(in millions of euros)	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Current operating income	(10)	12
(+) Share in net income of joint ventures and associates	97	82
(-) Net of taxes under IFRIC 21	14	12
(-) Others	-	(0)
EBIT	102	106

EBIT by sector can be broken down as follows:

(in millions of euros)	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Current operating income	(10)	12
(+) Share in net income of joint ventures and associates	88	82
(-) Net of taxes under IFRIC 21	14	12
(-) Others	-	(0)
EBIT	102	106

3.2.5 Depreciation and amortization

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	of which PPA	Half-year ended June 30, 2024	of which PPA
Water	(172)	(54)	(177)	(55)
Recycling and Recovery	(209)	(48)	(216)	(47)
Other activities	(41)	(6)	(50)	(6)
Depreciation and amortization	(422)	(108)	(444)	(107)

3.2.6 Capital expenditure

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Water	(77)	(76)
Recycling and Recovery	(189)	(144)
Other activities	(34)	(19)
Capital expenditure	(300)	(239)
<i>of which maintenance capital expenditure</i>	<i>(132)</i>	<i>(117)</i>
<i>of which development capital expenditure</i>	<i>(168)</i>	<i>(122)</i>

3.3 Revenue by geographical area

Revenue presented below is broken down by destination.

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
France	2,622	2,606
United Kingdom	706	694
Rest of Europe	486	527
Asia	295	274
Rest of the world	490	449
Revenues	4,598	4,550

Note 4 Current operating result

4.1 Revenue

Revenue can be disaggregated as follows:

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Municipal water	1,391	1,323
Municipal and industrial waste recycling and recovery	2,842	2,877
Construction contracts, equipment sales, engineering and other services	364	350
TOTAL	4,598	4,550

4.2 Personnel costs

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Short-term benefits	(1,279)	(1,206)
Share-based payments	(22)	(24)
Post-employment benefit obligations and other long-term benefits	(10)	(7)
TOTAL	(1,311)	(1,237)

4.3 Amortization, depreciation, and provisions

The amounts shown below are net of reversals.

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Amortization	(422)	(444)
<i>of which PPA-related amortization</i>	<i>(108)</i>	<i>(107)</i>
Net depreciation of inventories, trade receivables and other assets	(16)	(9)
Net change in provisions ^(a)	-	8
TOTAL	(438)	(445)

(a) Excluding post-employment benefit obligations presented in Note 13.1.

The breakdown by type of asset is provided in Note 8.

4.4 Other operating income and expense

Other operating income and expense can be broken down as follows:

(in millions of euros)	Half-year ended June 30, 2025		Half-year ended June 30, 2024	
	Value	% Revenue	Value	% Revenue
Other operating income	61	1%	93	2%
Other operating expenses	(1,831)	(40)%	(1,838)	(40)%
Sub-contracting	(792)	(17)%	(732)	(16)%
Taxes excluding corporate income tax	(247)	(5)%	(211)	(5)%
Maintenance expenditure	(219)	(5)%	(229)	(5)%
Concession renewal costs	(158)	(3)%	(154)	(3)%
External staff	(58)	(1)%	(70)	(2)%
Rental costs	(62)	(1)%	(61)	(1)%
Costs of buildings	(75)	(2)%	(78)	(2)%
Insurance costs	(47)	(1)%	(49)	(1)%
Transport costs	(52)	(1)%	(53)	(1)%
Bad debts losses	(16)	0%	(11)	0%
Other expense	(107)	(2)%	(191)	(4)%
TOTAL	(1,770)	(39)%	(1,745)	(38)%

Note 5 Income from operating activities

(in millions of euros)	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Current operating income	(10)	12
Impairment on tangible, intangible and financial assets	(5)	(16)
Restructuring costs	(32)	(18)
Scope effects	(6)	(4)
Gains and losses on disposals and other non-recurring items	(24)	(5)
Income from operating activities	(76)	(31)

Over the first half of 2025, restructuring costs of €32 million mainly include the cost of individual terminations for €10 million (compared to €8 million in the first half of 2024), mainly in France, as well as the cost of transformation plans for €6 million (€6 million in the first half of 2024) incurred by French entities. In 2025, they also include non-recurring costs related to the transfer of the Group headquarters for €14 million.

Gains and losses on disposals and other non-recurring items of €(24) million notably include the estimated cost of the damage on the Batignolles sorting center (see Note 13), as well as implementation costs of SaaS projects that could not be capitalized.

Over the first semester of 2024, impairment losses on tangible, intangible, and financial assets mainly corresponded to the impairment of a SUEZ R&R France site for €6 million, and of assets relating to activities in Mexico and Chile for €4 million and €3 million, respectively. Scope effects mainly consisted in the loss on the disposal of SUEZ Brazil for €11 million and the revaluation of the share of SEG (Gournay) following its takeover for €4 million.

Note 6 Net financial result

(in millions of euros)	Half-year ended June 30, 2025			Half-year ended June 30, 2024		
	Expenses	Income	Total	Expenses	Income	Total
Cost of net debt	(123)	24	(98)	(113)	27	(86)
Other financial income and expenses	(19)	22	3	(15)	12	(3)
Financial income/(loss)	(142)	47	(96)	(128)	40	(88)

6.1 Cost of net debt

Cost of net debt primarily includes interest expense related to gross borrowings (calculated using the effective interest rate) including the effect of interest rate hedges, gains and losses arising from foreign currency and interest rate hedging transactions on gross borrowings, as well as interest income on cash investments and changes in the fair value of financial assets measured at fair value through income.

(in millions of euros)	Half-year ended June 30, 2025			Half-year ended June 30, 2024		
	Expenses	Income	Total	Expenses	Income	Total
Interest expense on gross borrowings	(100)	-	(100)	(102)	-	(102)
Interest expense on lease liabilities	(10)	-	(10)	(7)	-	(7)
Exchange gain/(loss) on borrowings and hedges	(10)	9	(1)	(4)	9	5
Unrealized income/(expense) from economic hedges on borrowings	-	-	-	-	-	-
Income/(expense) on cash and cash equivalents, and financial assets at fair value through income	-	15	15	-	18	18
Financial income (expense) relating to a financial debt or receivable restructuring	(3)	-	(3)	(1)	-	(1)
Cost of net debt	(123)	24	(99)	(113)	27	(86)

The Group uses derivatives (cross-currency swaps) qualified as net investment hedge of its investments held in China. As of June 30, 2025, the ineffective portion recognized in profit and loss is € (3) million (€4 million as of June 30, 2024).

6.2 Other financial income and expense

(in millions of euros)	Half-year ended June 30, 2025			Half-year ended June 30, 2024		
	Expenses	Income	Total	Expenses	Income	Total
Net interest expenses related to post employment and other long term benefits	(4)	-	(4)	(5)	-	(5)
Unwinding of discounting adjustment to long term provisions	-	9	9	(1)	-	(1)
Change in fair value of derivatives not included in net debt	(3)	-	(3)	(1)	-	(1)
Income from non-current financial assets at fair value through P&L / Non-recyclable equity	-	1	1	-	0	0
Other	(12)	13	1	(8)	12	4
Other Financial Income and Expenses	(19)	22	3	(15)	12	(3)

Note 7 Income tax

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Net income	(114)	(64)
- Share in net income of associates and joint ventures	97	82
- Income tax expense	(39)	(27)
Income before tax and share in net income of fully consolidated entities	(172)	(119)
Effective tax rate	-22.92%	-22.35%

The tax expense recognized in profit or loss for the period amounts to €(39) million. The effective tax rate is (22.92)%, compared to the Group statutory rate of 25.83%.

This situation is mainly due to the absence of tax consolidation in France at the level of SUEZ S.A. French entities belong to the tax consolidation group formed by SUEZ Holding (parent of SUEZ S.A.). In accordance with tax rules and the tax consolidation agreements entered into with SUEZ Holding, losses incurred during a financial year by the subsidiaries during their time in the tax group are automatically transferred to SUEZ Holding and only a partial compensation of these losses is recorded in the accounts of SUEZ S.A.

The tax expense relating to French entities amounts to €(7) million, of which €(4) million correspond to the CVAE (French tax). The tax expense of foreign entities amounts to €(33) million, including the EGL tax in the United Kingdom for an amount of €(2) million.

No activation of carryforward losses on the tax integration France scope took place over the first half of 2025.

With regard to Pillar II requirements, based on preliminary estimates of the jurisdictions which could be subject to a top-up tax, it was determined that only SUEZ Holding would be liable for such a tax. Therefore, no top-up tax was booked in SUEZ S.A. interim consolidated financial statements for the first semester of 2025.

Note 8 Goodwill, tangible and intangible assets

<i>(in millions of euros)</i>	Goodwill	Intangible assets	Property, plant and equipment	Total
A. Gross amount				
At December 31, 2024	4,574	4,949	4,028	13,552
Increase	-	42	184	226
Disposals	-	(6)	(30)	(36)
Translation adjustments	(114)	(90)	(34)	(238)
Changes in scope of consolidation	111	2	39	152
Other	(1)	6	(25)	(20)
At June 30, 2025	4,570	4,903	4,162	13,636
B. Accumulated depreciation and impairment				
At December 31, 2024	-	(1,006)	(1,767)	(2,773)
Depreciation	-	(190)	(155)	(345)
Impairment losses	-	-	(4)	(4)
Disposals	-	3	27	30
Translation adjustments	-	12	4	16
Changes in scope of consolidation	-	-	-	-
Other	-	(2)	21	19
At June 30, 2025	-	(1,183)	(1,874)	(3,057)
C. Carrying Amount				
At December 31, 2024	4,574	3,943	2,261	10,778
At June 30, 2025	4,570	3,720	2,288	10,578

Goodwill and other intangible assets with an indefinite useful life are tested for impairment at least annually or more often whenever events or circumstances indicate that a cash generating unit may be impaired. Such events and circumstances include in particular significant deviations of the economic performance of the asset compared to the budget, a significant deterioration of the economic environment or any loss of a major market for cash generating unit.

The Group is currently reviewing its mid-term plan. It will be finalized over the second half of the year. In the absence of triggering event over the first half of 2025, no impairment test was performed as of June 30, 2025.

8.1 Goodwill

Changes in goodwill mainly correspond to:

- The recognition of the preliminary goodwill on the acquisition of Gruppo Ecosistem for €107 million (see Note 2.1),
- Translation differences on the British pound (€36 million) and on the Yuan (€78 million).

8.2 Intangible assets

Intangible asset movements over the first half of 2025 are mainly explained by:

- Investments for €6 million and €36 million of intangible rights arising from concession contracts,
- Amortization expense for €190 million, of which €73 million related to intangible rights arising from concession contracts.
- Translation differences are mainly coming from the British pound (€(25) million), the Yuan (€(23) million) and the Macao pataca (€(16) million).

8.3 Property, plant and equipment

Movements in property, plant and equipment over the first half of 2025 are mainly explained by:

- Investments for the period for €184 million, including mainly €90 million in France and €29 million in the United Kingdom.

- Depreciation for €155 million,
- Translation differences on the net value of tangible assets are mainly coming from the Yuan (€(13) million), the British pound (€(9) million) and the Rand (€(7) million).

Changes in scope have a net impact of €39 million, which correspond mainly to the acquisition of Gruppo Ecosistem for €35 million.

Note 9 Net working capital

9.1 Net working capital evolution

The table below details the evolution of the net working capital requirement over the first half of 2025, and the reconciliation with the change in working capital requirement presented in the consolidated statement of cash flows.

(in millions of euros)		December 31, 2024	Business-related movements	Scope and forex impacts	Other movements	June 30, 2025
Inventories	(+)	312	11	(2)	-	321
Trade and other receivables	(+)	3,035	240	35	6	3,315
Current contract assets	(+)	313	(9)	(14)	(5)	284
Current tax assets	(+)	109	(38)	1	(0)	72
Other current assets	(+)	844	86	0	(7)	923
Non-current contract assets	(+)	56	7	-	(0)	63
Other non-current assets	(+)	11	0	(0)	1	12
Trade and other payables	(-)	2,375	(27)	2	4	2,354
Current contract liabilities	(-)	589	(1)	(6)	(11)	572
Current tax payables	(-)	96	(30)	(0)	(1)	64
Other current liabilities	(-)	2,605	223	(3)	0	2,825
Non-current contract liabilities	(-)	164	(10)	1	2	158
Other non-current liabilities	(-)	37	15	(3)	(0)	49
Net working capital		(1,185)	125	28	1	(1,032)
Reclassification of payables on acquisition			(4)			
Reclassification of concession assets and liabilities			(30)			
Reclassification of current tax assets and payables			8			
Reclassification of dividends to be received and to be paid			2			
Reclassification of derivative instruments related to operating working capital			(3)			
Other non significant adjustments			20			
Change in working capital requirements in the consolidated cashflow statement			119			

9.2 Other current assets and liabilities

The evolution of other current assets and liabilities over the first half of 2025 is as follows:

(in millions of euros)	December 31, 2024	Scope and forex impacts	Business-related movements	Other movements	June 30, 2025
Tax receivables (except income tax receivables)	564	5	2	(6)	565
Social receivables	7	0	1	(0)	8
Accrued expenses	36	2	34	(0)	71
Advances and deposits paid	88	(3)	(18)	(0)	67
Current account assets of partnerships and transparent companies	1	(0)	2	-	3
Other gross current assets	152	(4)	66	(0)	213
Depreciation of current assets	(4)	0	(0)	0	(4)
Other current assets	844	0	86	(7)	923
Debt to be reimbursed on behalf third parties ^(a)	924	-	76	-	1,000
Social payables ^(b)	825	(2)	(29)	(0)	794
Tax payables (except income tax payables) ^(c)	533	(3)	153	(0)	683
Other accrued income	152	1	27	(0)	179
Current account liabilities of partnerships and transparent companies	1	(0)	2	-	3
Other current liabilities	170	2	(5)	0	167
Other current liabilities	2,605	(3)	223	0	2,825

(a) The debt to be reimbursed on behalf of third parties corresponds to amounts (royalty fees, various taxes) collected on behalf of either public authorities or other private operators when water supply and wastewater activities are carried out by two different operators.

(b) The change of social payables include the change in liabilities related to share-based payments for €22 million.

(c) The increase of the period is mainly due to the General Tax on Polluting Activities of the French Recycling & Recovery entities which is settled at the end of the year.

9.3 Factoring

In the first half of 2024, the Group implemented a factoring program for a total amount financed by the factor of €180 million. This program covers subsidiaries of the Recycling and Recovery BU in France.

The terms of this factoring program provide that SUEZ assigns to BNP Paribas Factor, at a specified frequency, the balance of certain trade receivables.

After acceptance and payment of the receivables by the factor, SUEZ transfers to the factor all its rights, guaranteed actions and ancillary attached to the receivables. SUEZ also transfers the benefit of an insurance policy that covers the risk of non-payment of receivables by its customers. This is a non-recourse factoring contract.

SUEZ is responsible for collecting the factored receivables and the amounts collected are remitted to BNP Paribas Factor.

Since SUEZ transfers the contractual rights related to the cash flows and almost all the risks and rewards attached to the receivables assigned, this factoring program meets IFRS 9 requirements for SUEZ to derecognize these trade receivables in the statement of financial position when the cash is received.

Transfer of receivables are made at their nominal value, reduced by a discount that covers the cost of financing the receivables, the risk of late payment and the credit risk.

As of June 30, 2025, the amount financed by the factor amounts to €152 million, compared with €137 million at December 31, 2024.

Note 10 Investments in joint ventures and associates

<i>(in millions of euros)</i>	Investments in joint ventures	Investments in associates	Total
December 31, 2024	612	2,126	2,738
Acquisitions and capital increase	-	16	16
Disposals	-	(6)	(6)
Dividends	(7)	(55)	(61)
Net income	16	81	97
Translation adjustments	(57)	(83)	(140)
Other	(2)	9	7
June 30, 2025	562	2,089	2,651

10.1 Investments in joint ventures

As of June 30, 2025, the most significant investments are the Chinese joint ventures jointly owned by local concession-granting authorities. They encompass 33 different legal entities, of which 2 entities representing over 44% of the amount presented in investments in joint ventures.

<i>(in millions of euros)</i>	Carrying amount of investments in joint ventures		Share in net income/ (loss) of joint ventures	
	June 30, 2025	December 31, 2024	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Chinese JVs	522	567	18	23
<i>of which Jiangsu Sino French Water Company Ltd</i>	95	103	3	4
<i>of which Chongqing Sino French Water Supply Co. Ltd.</i>	150	167	2	4
Other (individual contributions < 5% of the total amount)	40	45	(2)	2
Total	562	612	16	24

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Net income	16	24
Other comprehensive income (OCI)	(57)	3
Comprehensive income	(41)	28

10.2 Investments in associates

The equity interests and share in net income in associates can be broken down as follows:

<i>(in millions of euros)</i>	Carrying amount of investments in associates		Share in net income/ (loss) of associates	
	June 30, 2025	December 31, 2024	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Acea Group	931	928	51	34
Suyu Group	624	676	16	19
Other (individual contributions < 10% of the total amount)	534	522	15	5
Total	2,089	2,126	81	57

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Net income	81	57
Other comprehensive income (OCI)	(76)	3
Comprehensive income	6	61

The most significant investments in associates are the Acea Group and the Suyu Group.

The Acea Group, in which SUEZ holds a 23.33% stake, is listed on the Milan stock exchange market. As of June 30, 2025, the carrying value of Acea in the Group statement of financial position amounts to € 931 million, compared to 928 million euros at December 31, 2024. Based on the share price as of June 30, 2025, the market value of the Acea Group amounts to €968 million.

Note 11 Financial assets and liabilities

The following table shows the different categories of financial assets and liabilities:

(in millions of euros)	June 30, 2025			December 31, 2024		
	Non-current	Current	Total	Non-current	Current	Total
Financial assets measured at fair value through P&L	64	48	112	29	37	66
<i>Derivative financial instruments</i>	55	48	104	19	37	56
<i>Other financial assets measured at fair value through income</i>	9	-	9	10	-	10
Financial assets at fair value through equity	51	-	51	49	-	49
Loans and receivables carried at amortized cost	297	3,581	3,878	310	3,299	3,609
<i>Trade and other receivables</i>	-	3,314	3,314	-	3,035	3,035
<i>Other loans and receivables at amortized cost</i>	297	266	563	310	264	574
Financial assets (including trade and other receivables)	412	3,629	4,041	388	3,336	3,724
Cash and cash equivalents	-	1,214	1,214	-	1,282	1,282
Total financial assets and cash	412	4,843	5,255	388	4,618	5,006
Borrowings and debt	6,307	742	7,049	6,362	390	6,753
<i>Borrowings and debt</i>	5,717	561	6,279	5,752	204	5,956
<i>Lease liabilities</i>	579	130	709	592	145	736
<i>Derivative financial instruments</i>	9	51	60	16	42	58
<i>Other financial liabilities</i>	2	-	2	3	-	3
Trade and other payables	-	2,353	2,353	-	2,375	2,375
Financial liabilities (including trade and other payables)	6,307	3,095	9,402	6,362	2,765	9,128

Net debt

(in millions of euros)	June 30, 2025			December 31, 2024		
	Non-current	Current	Total	Non-current	Current	Total
<i>Bonds issues</i>	5,501	-	5,501	5,524	-	5,524
<i>Commercial paper</i>	-	342	342	-	-	-
<i>Draw downs on credit facilities</i>	104	-	104	87	3	90
<i>Other bank borrowings</i>	93	63	156	122	74	196
<i>Other borrowings</i>	55	32	87	59	50	109
<i>Overdrafts and current cash accounts</i>	-	28	28	-	22	22
<i>Impact of measurement at amortized cost ^(a)</i>	(36)	96	60	(40)	55	15
Borrowings and debt	5,717	561	6,279	5,752	204	5,956
Lease liabilities	579	130	709	592	145	736
Debt-related derivatives under liabilities ^(b)	9	20	29	16	16	32
Gross debt	6,305	711	7,016	6,359	365	6,724
Cash and cash equivalents	-	(1,214)	(1,214)	-	(1,282)	(1,282)
Debt-related derivatives under assets ^(b)	(55)	(18)	(73)	(18)	(12)	(30)
Net cash	(55)	(1,232)	(1,287)	(18)	(1,294)	(1,313)
Net debt	6,250	(521)	5,729	6,341	(930)	5,411
Impact of measurement at amortized cost	36	(96)	(60)	40	(55)	(15)
Derivative instruments	46	(2)	44	2	(4)	(2)
Net debt excluding amortized cost and impact of derivative financial instruments	6,333	(619)	5,713	6,383	(988)	5,395

^(a) Includes accrued interest on gross debt as well as issue premiums and fees on borrowings.

^(b) This refers to the fair value of derivative instruments related to debt, whether designated as hedges or not.

Variations by flows of net debt over the first half-year of 2025 are presented in the following table:

(in millions of euros)	Non cash flows						June 30, 2025		
	December 31, 2024	Cash flows	Forex effect	Scope effect	Change in fair value and amortized cost	Other	Total	of which Current	of which Non-Current
<i>Bonds issues</i>	5,524	-	(22)	-	-	-	5,501	-	5,501
<i>Commercial paper</i>	-	342	-	-	-	-	342	342	-
<i>Draw downs on credit facilities ^(a)</i>	90	4	(1)	-	-	10	104	-	104
<i>Other bank borrowings</i>	196	(30)	(13)	13	-	(10)	156	63	93
<i>Other borrowings ^(b)</i>	109	(19)	(3)	(0)	-	-	87	32	55
<i>Overdrafts and current cash accounts</i>	22	0	(0)	6	-	0	28	28	-
<i>Impact of measurement at amortized cost</i>	15	(3)	1	-	48	(1)	60	96	(36)
Borrowings and debt	5,956	295	(38)	19	48	(1)	6,279	561	5,717
Lease liabilities	736	(71)	(4)	(1)	(3)	51	709	130	579
Debt-related derivatives under liabilities	32	-	13	-	4	(20)	29	20	9
Gross debt	6,724	224	(29)	18	49	30	7,016	711	6,305
Other cash and cash equivalents	(1,282)	75	18	(25)	-	1	(1,214)	(1,214)	-
Debt-related derivatives under assets	(30)	-	(11)	-	(53)	20	(73)	(18)	(55)
Net cash	(1,313)	75	7	(25)	(53)	21	(1,287)	(1,232)	(55)
Net debt	5,411	300	(22)	(7)	(4)	51	5,729	(521)	6,250

^(a) As of June 30, 2025, this item solely comprises drawdowns on credit facilities carried by subsidiaries. The 750 million euros credit facility carried by Suez S.A. remains undrawn.

^(b) Other borrowings notably include financial debt owed to Veolia corresponding to ongoing economic transfers and amounting to €3 million as of June 30, 2025. (€1 million at December 31, 2024).

In 2025, the Group started using its commercial paper program set up with Banque de France. At June 30, 2025, outstanding commercial papers drawn amounted to €342 million.

On July 2, 2025, SUEZ issued a tap for €250 million on its bonds maturing November 2033, bearing a 4.50% interest rate.

Undiscounted contractual flows related to borrowings

So as to best reflect the economic reality of operations, cash flows related to derivatives recognized as liabilities or assets shown below correspond to net positions. Values presented in the table below are positive for a liability and negative for an asset.

Undiscounted contractual payments of the principal of borrowings by maturity and type of lenders are as follows:

June 30, 2025 (in millions of euros)	Total	< 1Y	[1 to 2Y]	[2 to 5Y]	> 5Y
<i>Bonds issues</i>	5,501	-	750	1,650	3,101
<i>Commercial paper</i>	342	342	-	-	-
<i>Draw downs on credit facilities</i>	104	-	40	19	46
<i>Other bank borrowings</i>	156	63	35	44	14
<i>Other borrowings</i>	87	32	4	19	32
Borrowings	6,191	437	829	1,732	3,193
Lease liabilities	709	130	119	247	213
Overdrafts and current accounts	28	28	-	-	-
Outstanding borrowings	6,927	595	948	1,979	3,406

Note 12 Shareholders' equity

12.1 Share capital

As of June 30, 2025, the individual share capital of SUEZ S.A. is made up of 6,328,187,416 ordinary shares and 51,800,662 preferred shares with a nominal value of €0.01. Out of this number of shares, 146,096,556 ordinary shares and 51,800,662 preference shares are considered debt instruments in the consolidated financial statements.

		Value (in millions of euros)			
	Number of shares (including treasury shares)*	Ordinary shares	Preference shares	Share capital	Additional paid- in capital
Nb of shares part of the statutory share capital	6,379,988,078	6,328,187,416	51,800,662	63	5,946
Employee share plan (reclassification in debt instruments)	(197,897,218)	(146,096,556)	(51,800,662)	(1)	(138)
As of December 31, 2024	6,182,090,860	6,182,090,860	-	62	5,808
Nb of shares part of the statutory share capital	6,379,988,078	6,328,187,416	51,800,662	63	5,946
Employee share plan (reclassification in debt instruments)	(197,897,218)	(146,096,556)	(51,800,662)	(1)	(138)
As of June 30, 2025	6,182,090,860	6,182,090,860	0	62	5,808

* Of which 21,726,948 as ordinary shares, 6,912,353 as preference shares and 7,099,494 as share warrants as of June 30, 2025 (16,759,406 as ordinary share, 5,199,734 as preference shares and 5,175,981 as share warrants as of December 31, 2024)

In accordance with the adopted resolution passed by the General Meeting of Shareholders of SUEZ S.A. on June 27, 2025, no dividend was paid by SUEZ S.A. over the first half 2025.

12.2 Non-controlling interests

Non-controlling interests for fully consolidated subsidiaries are considered as equity items.

As of June 30, 2025, non-controlling interests amount to €403 million and can be broken down as follows:

(in millions of euros)	June 30, 2025	December 31, 2024
Macau Water & Shanghai Chemicals industrial (Asia Pacific)	132	173
Nuove Acque (Italy)	70	66
Prospect Water Partnership (Australia)	52	56
Boone Comenor	38	41
Czech Republic	41	42
EnviroServ (South Africa)	35	39
Other	35	35
TOTAL	403	452

Note 13 Provisions and contingent liabilities

13.1 Change in provisions

(in millions of euros)	December 31, 2024	Additions	Releases (used)	Releases (unused)	Unwinding effects ^(a)	Reclassification	Translation adjustments	Scope effects	Others	June 30, 2025
Post-employment benefit obligations and other long-term	281	9	(13)	-	4	1	(3)	1	(9)	271
Risks on subsidiaries	8	0	(0)	-	-	(2)	-	0	-	6
Warranties	8	1	(1)	-	-	0	(0)	0	-	8
Tax risks, other disputes and claims	47	2	(19)	-	-	(0)	(0)	(0)	-	29
Site restoration ^(b)	793	38	(40)	-	(15)	(0)	(5)	-	-	770
Restructuring	17	3	(4)	-	-	0	(0)	-	-	17
Reinsurance costs ^(c)	65	31	(9)	-	-	-	-	-	-	87
Other contingencies ^(d)	97	16	(16)	(0)	0	4	(1)	-	-	99
Total Provisions	1,315	100	(102)	(0)	(11)	3	(9)	2	(9)	1,287
Total current provisions	161	20	(36)	(0)	0	(5)	(1)	(0)	0	139
Total non-current provisions	1,154	80	(67)	-	(11)	8	(8)	2	(9)	1,149

(a) The discount effect on post-employment and other long-term benefits is the interest expense calculated on the net amount of pension liabilities and the fair value of plan assets.

(b) Restoration and long-term monitoring of landfills provisions concern the Recycling and Recovery activity.

(c) Corresponds to the reinsurance activity of SUEZ Ré.

(d) See Note 13.4.

Provisions amounted to €1,287 million as of June 30, 2025, including €699 million in R&R France, €139 million in the Hazardous Waste activity and €131 million in the Water France activity.

Movements in provisions presented in the table above are broken down as follows in the consolidated income statement:

(in millions of euros)	Net reversals 2025	Net reversals 2024
Income from operating activities	(3)	(9)
Other financial income and expense	(11)	(2)
Total	(13)	(12)

Analysis by nature of provisions and the principles applicable to their calculation are set out below.

13.2 Tax risks, other disputes and claims

This item includes provisions related to ongoing proceedings with staff or social organizations (litigations on social security contributions, etc.), ongoing litigations in the normal course of the Group activity (customer claims, disputes with suppliers), and tax disputes.

The Group is engaged in the normal course of its business in several disputes and litigations with third parties or with the tax authorities of certain countries.

As of June 30, 2025, provisions raised in this respect amount to €29 million, including:

- €8 million for tax litigation excluding corporate tax;
- €13 million for numerous disputes on contracts, mainly in France;
- €9 million relating to disputes towards staff and social organizations in France.

13.3 Site restoration

Regarding provisions for restoration and long-term monitoring of landfills, they are calculated site by site and are built during the operating life of the site in proportion to the consumption of the excavation void. Costs that will have to be incurred at the time the site is closed or during the long-term monitoring period (30 years in general within the European Union once the site is closed, 20 years in France pursuant to the ministerial decree of February 15, 2016, followed by a 5-year renewable monitoring period, and 60 years in Great Britain) are updated on a regular bases. An asset is recognized against the provision and is amortized at the rate of the consumption of the excavation void or the need for cover, i.e. during the financial year.

The calculation of the provision for restoration (when the storage center is closed) depends on the type of cover chosen semi-permeable, semi-permeable with drain, or waterproof. This choice has a significant impact on the level of future leachate production and therefore on the future costs of treating this effluent. The calculation of this provision requires an

assessment of the cost of restoration of the surface left to be covered. The provision recorded in the statement of financial position at the end of the period must allow for the restoration of the part not yet treated (difference between the filling rate and the percentage of the surface of the site already restored). Each year, the provision is reassessed based on the work carried out to date and the work left to be performed.

The calculation of the provision for long-term monitoring depends on the costs associated with the production of leachate and biogas. The main components of long-term follow-up expense are:

- The construction of infrastructure (biogas recovery unit, leachate treatment plant) and demolition work of facilities used during the period of operations,
- Maintenance and repair of cover and infrastructure (surface water collection),
- Control and monitoring of surface water, groundwater and leachate,
- Replacement and repair of control points (piezometers),
- Leachate treatment costs,
- Expenses related to the collection and treatment of biogas.

Provisions for long-term monitoring are based on the occupancy rate of the storage facility at the end of the period, the estimated total expenses per year and per item (based on standard or specific costs), the estimated date of closure of the site and the discount rate used for each site (based on its remaining life).

As of June 30, 2025, these provisions relate to R&R France entities for €532 million, SUEZ R&R UK for €118 million, IWS for €96 million and EnviroServ entities for €23 million.

13.4 Other risks

Other risks mainly include provisions for miscellaneous risks related to personnel, environmental and various business risks. As of June 30, 2025, these mainly include provisions for construction contracts, dismantling provisions, and €73 million for miscellaneous risks, including €38 million related to Recycling and Recovery activities and €30 million related to Water activities.

13.5 Contingent liabilities

On April 7, 2025, a fire broke out at the waste sorting center in the 17th arrondissement of Paris (Batignolles), which has been operated by SUEZ since 2021 on behalf of Sycotom. The site was partially destroyed, though no casualties were reported. The cause of the damage is currently under investigation and the financial impact for SUEZ is being assessed by operational teams in coordination with the Group legal and insurance departments.

To date, tangible and intangible consequences of this damage, which are still subject to material uncertainties, seem to be covered by SUEZ' insurance policies. A provision was raised to cover the estimated impact for SUEZ determined through insurance deductibles, as well as commitments from the reinsurance company of the Group.

Note 14 Share-based payments

Amounts recorded in the income statement for share-based payments are as follows:

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Free share plans	(11)	(12)
Employee share plans	(11)	(12)
Total	(22)	(24)

14.1 Free share plans

Expenses related to free share plans are recorded as part of personnel costs within Current operating income and can be broken down as follows:

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
2022 LTI Plans	6	(4)
2023 LTI Plans	(7)	(6)
2024 LTI Plans	(10)	(2)
Total	(11)	(12)

On July 20, 2022, the Board of Directors of SUEZ S.A. granted performance shares to certain employees and/or corporate officers of SUEZ entities. This plan covers a maximum number of 19,863,314 shares (which may be increased to a maximum of 26,929,121 shares in the event of outperformance).

On July 19, 2023, the Board of Directors of SUEZ S.A. granted performance shares to certain employees and/or corporate officers of SUEZ entities. This plan covers a maximum number of 23,531,944 shares (which may be increased to a maximum of 30,808,796 shares in the event of outperformance).

On May 14, 2024, the Board of Directors of SUEZ S.A. granted performance shares to certain employees and/or corporate officers of SUEZ entities. This plan covers a maximum number of 22,081,738 shares (which can be increased to a maximum of 27,368,156 shares in the event of outperformance). All three plans contain a three-year vesting period (from the date of the Board of Directors that implemented the plan), followed by a two-year blocking period from the date of delivery of the shares.

In addition to a condition of continued employment, the number of shares definitively acquired will depend on the achievement of various performance conditions assessed over 3 years:

- Financial performance conditions (evolution of EBITDA and Free Cash Flow) for 80%;
- three conditions related to Corporate Social Responsibility for 20%.

It was also decided to allocate performance shares only subject to a condition of continued employment for the following:

- Decision dated July 5, 2023, made by the CEO acting under the sub-delegation of authority granted by the Board of Directors on February 7, 2023, to grant 500,000 performance shares to a designated beneficiary. The definitive acquisition of these shares can only take place at the end of a one-year vesting period from the grant date.
- Decision by the Board of Directors of SUEZ S.A., dated July 19, 2023, to grant 750,000 performance shares to certain employees in the United Kingdom, the acquisition of which is subject to a two-year continued employment.

Changes in the number of performance shares are as follows:

	2022 LTI plan	2023 LTI plan	2024 LTI plan	Total
Number of shares at December 31, 2024	13,216,417	20,437,102	21,683,589	55,337,108
Number of shares awarded during the year	-	-	-	-
Number of shares delivered during the year	-	-	-	-
Number of shares cancelled during the year	(585,378)	(704,630)	(119,213)	(1,409,221)
Number of shares at December 31, 2024	12,631,039	19,732,472	21,564,376	53,927,887

Upon delivery, the liquidity of the shares is arranged by SUEZ S.A. These plans are cash-settled plans according to IFRS 2. Consequently, the Group recognizes a personnel expense over the vesting period in exchange for a liability measured at fair value at the grant date and remeasured at each reporting date until settlement, with the change in fair value of the liability recognized through the income statement.

Shares relating to the 2022 plan were delivered on 21 July 2025. The partial achievement of performance conditions, as validated by the Board of Directors on July 17, 2025, resulted in a reversal of €11 million as of June 30, 2025.

As of June 30, 2025, the expense and the liability amount to €11 million including social charges (€5 million excluding social charges) and € 43 million, respectively, based on the fair value of the share of €1.24 as of June 30, 2025.

In terms of sensitivity, a +10% change in the fair value of 2023 and 2024 instruments would increase the liability by €4 million as of June 30, 2025.

14.2 Employee share plans

The expense recognized as of June 30, 2025 under free share allocation plans – expenses recorded in personnel costs– can be broken down as follows:

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
2022 GO SUEZ plan - Reinvest formula	(4)	(3)
2022 GO SUEZ plan - Classic formula	(1)	(4)
2022 GO SUEZ plan - Multiple formula	(6)	(6)
Total	(11)	(12)

As part of the implementation of an employee share program in 2022, the Board of Directors of SUEZ S.A. decided on July 17, 2022 to perform a capital increase for employees and executive officers of the Group by issuing new ordinary shares, based on the different employee share plans, together with the issuance of free preference shares ("ADP"), or stock subscription warrants ("BSA").

Employees' investments are made through the Go SUEZ Employee Mutual Fund (the "FCPE").

The main characteristics of the plans implemented, and of shares and other associated instruments issued are detailed below.

	Go SUEZ Reinvest	Go SUEZ Classic	Go SUEZ Multiple
Summary of the plan	At the end of the 5-year blocking period or in the event of an early exit, if the price of the SUEZ share is higher than the reference price of €1, the value of the assets will be equal to the initial investment plus 2.2 times the capital gain on the SUEZ share. Dividends attached to common shares are automatically reinvested in the FCPE resulting in the issuance of new units.	At the end of the 5-year blocking period or in the event of an early exit, the amount of the redemption will correspond to the price of the SUEZ share. Dividends attached to common shares are automatically reinvested in the FCPE resulting in the issuance of new units.	This plan guarantees the beneficiary, at maturity, to recover 100% of his personal contribution. If, at the end of the 5-year blocking period, the price of the SUEZ share is higher than the reference price of the SUEZ share set at €1, the gain will be equal to 7.2 times the difference. As a guarantee of the personal contribution and the multiplier effect, the beneficiaries renounce any dividends.
Main characteristics of the emissions set by the Board of Directors	Subscription of ordinary shares at a price of €1. For each ordinary share subscribed is allocated 1.2 preference shares	Subscription of ordinary shares at a price of €1 after deduction of a 20% cash discount, i.e., €0.8 per share. A cash contribution paid by the employer completes the employees' subscription	Subscription of ordinary shares at a price of €1 after deduction of a cash discount of 2.41%, i.e., €0.9759 per share. The beneficiary's investment capacity is increased by a bank supplement of 8.759 times his personal contribution. For each ordinary share subscribed is allocated 0.72 warrants
Subscription amount (cash received)	43,167,219	14,634,329 ⁽¹⁾	82,596,688
Number of ordinary shares issued	43,167,219	18,292,912	84,636,426
Number of preference shares issued	51,800,662	-	-
Number of warrants issued	-	-	60,938,226

(1) Contribution paid in cash by the employer included

To enable the FCPE to address the early release cases and, if necessary, to repurchase available assets, SUEZ S.A. committed to provide liquidity to the FCPE by repurchasing all securities and ordinary shares that may result from the conversion of the issued instruments.

According to IFRS 2, this plan is classified as a cash-settled plan. Consequently, the Group recognizes a personnel expense in exchange for a liability measured at fair value, which is reassessed at each closing date until the settlement date, with the change in fair value of the liability recognized in the income statement.

The Group accounts for these employee share plans as follows:

- Recognition of a personnel expense in respect of cash discounts, cash contributions granted by the employer, as well as preference shares and warrants granted free;
- Accounting for the amount of subscriptions in cash;
- Recognition of a liability (social payables) corresponding to the number of instruments issued measured at fair value at the balance sheet date;
- Recognition of a financial asset reflecting the prepayment made by SUEZ to a bank in order to hedge the value of the share upon buy-back at maturity.

As of June 30, 2025, the Group remeasured the liability to account for the change in the fair value of the instruments at the closing date (fair value of an ordinary share of €1.24, of a preference share and a stock subscription warrant of €0.30) and the number of instruments outstanding at the closing date. The expense and the liability recognized as of June 30, 2025, amounted to €11 million and €187 million, respectively. The financial asset amounts to €75 million on June 30, 2025.

In terms of sensitivity, a +10% change in the fair value of all instruments would increase the liability by €19 million as of June 30, 2025.

Note 15 Related party transactions

15.1 Transactions with shareholders

As of June 30 2025, positions between the Group and SUEZ Holding include a cash current account asset of €300 million and current account related to the French tax group of €8 million. Interests paid amount to €4 million in the first half of 2025, compared to €4 million in the first half of 2024.

No other significant transactions were recorded in the first half of 2025.

15.2 Transactions with joint ventures, joint operations, and associates

Amounts of transactions carried out with joint ventures and associates for the first half of 2025 are presented below:

(en millions d'euros)		Semestre clos le 30 juin 2025	Semestre clos le 30 juin 2025
Transactions avec les sociétés associées		Transactions avec les coentreprises	
Produits/ (charges)		Produits/ (charges)	
SENEAU	1	France Plastique Recyclage	5
Green Metals	1	Autres	1
Aquasure Holding	1		
Biosynergy	(1)		
Qingdao Qinghuan Water Investment Co. Ltd.	(6)		
Autres	2		
Créances / Prêts		Créances / Prêts	
Aquasure Holdings	27	France Plastique Recyclage	29
SENEAU	13	Panjin Sino French Water Supply Co. Ltd.	1
SCIP SITA Waste Services Co. Ltd.	6	DropMI S.r.l.	1
Biosynergy	12	Autres	1
ROANNE BIOENERGIE	4		
Autres	11		
Dettes		Dettes	
The Future Is Neutral	2	Terrial SAS	0
SARDI	1	STE VOSGÉENNE POUR LA VALORISATION DES DECHETS	0
Autres	0	Autres	1

15.3 Transactions with key executives

Key executives are understood as the members of the Board of Directors and/or the Executive Committee of SUEZ S.A. present on June 30, 2025.

<i>(in millions of euros)</i>	Half-year ended June 30, 2025	Half-year ended June 30, 2024
Remuneration (uncloding allowances)	(5)	(6)
Fringe benefits	-	-
Severance payments	-	-
Short-term benefits (costs services)	(5)	(6)
Contributions to supplementary defined contribution pension plans	(0)	(0)
Share-based payments (excluding social security contributions)	(2)	(2)
Other benefits due to the key executives	(2)	(2)

As of June 30, 2025, key executives owned 2,967,600 performance shares; vesting conditions of such shares are presented in Note 14. This number takes into account the shares cancelled as part of the application of the performance conditions of the 2022 LTI plan.

There are no service-type transactions between key executives and entities of the Group.

Note 16 Subsequent events

On July 1, 2025, SUEZ launched a new employee share plan ("Go SUEZ 2025") based on a €1.24 share price. Through this plan, SUEZ will offer two schemes to employees and executive officers in 10 countries and administrative regions: Go SUEZ Classic and Go SUEZ Multiple based on similar principles as the previous plan: a 20% discount and a contribution from the employer for the Go SUEZ Classic, and guaranteed investment and lever for the Go SUEZ Multiple.

Likewise, the employees' investments will be made through the Go SUEZ Employee Mutual Fund ("FCPE").

To meet the Go SUEZ Multiple commitments (investment guarantee and lever), amounts invested by employees in this scheme will be pledged by the FCPE with a bank. The capital increase associated with this new plan will occur in September 2025 and could reach up to €115 million.

Moreover, on July 2, 2025, SUEZ issued a tap for €250 million on its bonds maturing November 2033, bearing a 4.50% interest rate.

On July 8, 2025, a fire originated on the public highway extended to SUEZ waste site in Jas de Rhodes. The fire damaged all the facilities to different degrees. Site activities have been stopped ever since. The Group is currently assessing the financial impacts of this incident, which despite the insurance coverage is expected to be material.