

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 2)*

TechnipFMC plc

(Name of Issuer)

Ordinary Shares, \$1.00 par value per share
(Title of Class of Securities)

G87110105
(CUSIP Number)

Sophie Paquin
Bpifrance Participations S.A.
27-31, avenue du Général Leclerc
94710 Maisons-Alfort Cedex
France
+33 1 53 89 87 89

With copies to:

Pierre-Yves Chabert
Cleary Gottlieb Steen & Hamilton LLP
12, rue de Tilsitt
75008 Paris, France
Telephone: +33 1 40 74 68 00
Facsimile: +33 1 40 74 68 88

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 31, 2021

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	Names of Reporting Persons. Bpifrance Participations S.A.
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>
3.	SEC Use Only
4.	Source of Funds OO
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6.	Citizenship or Place of Organization France
Number of shares beneficially owned by each reporting person with:	7. Sole Voting Power 0
	8. Shared Voting Power 24,688,691
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 24,688,691
	11. Aggregate Amount Beneficially Owned by Each Reporting Person 24,688,691
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>
13.	Percent of Class Represented by Amount in Row (11) 5.5% ¹
14.	Type of Reporting Person OO

¹ Based on 450,433,770 Ordinary Shares, \$1.00 par value per share (the "Ordinary Shares") of TechnipFMC plc (the "Issuer") outstanding as of February 24, 2021, as reported in the registration statement on Form 10-K filed by the Issuer with the Securities and Exchange Commission on March 5, 2021 (the "Form 10-K").

1.	Names of Reporting Persons. Caisse des Dépôts et Consignations
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>
3.	SEC Use Only
4.	Source of Funds OO
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6.	Citizenship or Place of Organization France
Number of shares beneficially owned by each reporting person with:	7. Sole Voting Power 1,144,237
	8. Shared Voting Power 25,007,302
	9. Sole Dispositive Power 1,144,237
	10. Shared Dispositive Power 25,007,302
	11. Aggregate Amount Beneficially Owned by Each Reporting Person 26,151,539
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>
13.	Percent of Class Represented by Amount in Row (11) 5.8% ²
14.	Type of Reporting Person OO

² Based on 450,433,770 Ordinary Shares outstanding as of February 24, 2021, as reported in the Form 10-K.

1.	Names of Reporting Persons. EPIC Bpifrance
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>
3.	SEC Use Only
4.	Source of Funds OO
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6.	Citizenship or Place of Organization France
Number of shares beneficially owned by each reporting person with:	7. Sole Voting Power 0
	8. Shared Voting Power 24,688,691
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 24,688,691
	11. Aggregate Amount Beneficially Owned by Each Reporting Person 24,688,691
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>
13.	Percent of Class Represented by Amount in Row (11) 5.5% ³
14.	Type of Reporting Person OO

³ Based on 450,433,770 Ordinary Shares outstanding as of February 24, 2021, as reported in the Form 10-K.

1.	Names of Reporting Persons. Bpifrance S.A.
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>
3.	SEC Use Only
4.	Source of Funds OO
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6.	Citizenship or Place of Organization France
	7. Sole Voting Power
Number of	0
shares	
beneficially	8. Shared Voting Power
owned by	24,688,691
each	
reporting	9. Sole Dispositive Power
person	0
with:	
	10. Shared Dispositive Power
	24,688,691
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 24,688,691
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>
13.	Percent of Class Represented by Amount in Row (11) 5.5% ⁴
14.	Type of Reporting Person OO

⁴ Based on 450,433,770 Ordinary Shares outstanding as of February 24, 2021, as reported in the Form 10-K.

Explanatory Note

This Amendment No. 2 to Schedule 13D (this “Amendment No. 2”) amends and supplements the Schedule 13D previously filed by the Reporting Persons (as defined below) with the Securities and Exchange Commission on May 30, 2017, as amended and supplemented by Amendment No. 1 filed on February 19, 2021 (the “Original Schedule 13D” and, as amended and supplemented by Amendment No. 1 and this Amendment No. 2, the “Schedule 13D”). This Schedule 13D relates to the ordinary shares, \$1.00 par value per share (“Ordinary Shares”), of TechnipFMC plc, a public limited company incorporated under the laws of England and Wales (the “Issuer”). All capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Original Schedule 13D.

Item 2 Identity and Background

This Amendment No. 2 amends and restates Item 2 of the Original Schedule 13D in its entirety as follows:

This Schedule 13D is filed jointly by (i) Bpifrance Participations S.A., a *société anonyme* incorporated under the laws of the Republic of France (“Bpifrance Participations”), (ii) the Caisse des Dépôts et Consignations, a French special public entity (*établissement special*) (“CDC”), (iii) EPIC Bpifrance, a French public institution of industrial and commercial nature (“EPIC”), and (iv) Bpifrance S.A.. Bpifrance Participations, CDC, EPIC and Bpifrance S.A. are referred to herein collectively as the “Reporting Persons.” The principal address for CDC is 56, rue de Lille, 75007 Paris, France. The principal address for Bpifrance Participations S.A., EPIC and Bpifrance S.A. is 27-31, avenue du Général Leclerc, 94710 Maisons-Alfort Cedex, France.

Bpifrance Participations is a French public investment entity specializing in the business of equity financing via direct investments or fund of funds. Bpifrance Participations is wholly-owned by Bpifrance S.A., a French credit institution. CDC and EPIC each hold 49.2% of the share capital of Bpifrance S.A. and jointly control Bpifrance S.A. CDC is principally engaged in the business of long-term investments. EPIC is principally engaged in the business of banking finance.

As of the date hereof, (i) Bpifrance Participations holds directly 24,688,691 Ordinary Shares and (ii) CDC holds directly 1,144,237 Ordinary Shares. As of the date hereof, neither Bpifrance S.A. nor EPIC holds any Ordinary Shares directly. Bpifrance S.A. may be deemed to be the beneficial owner of 24,688,691 Ordinary Shares, indirectly through its sole ownership of Bpifrance Participations. CDC and EPIC may be deemed to be the beneficial owner of 24,688,691 Ordinary Shares, indirectly through their joint ownership and control of Bpifrance S.A. CDC may be deemed to be the beneficial owner of 318,611 Ordinary Shares, indirectly through its control of CNP Assurances, following the acquisition by CDC of the control of the French public group La Poste on February 4, 2020. CNP Assurances holds directly 318,611 Ordinary Shares.

Attached as Appendices A, B, C and D to Item 2 is information concerning the executive officers and directors of Bpifrance Participations, Bpifrance S.A., CDC and EPIC, respectively, required to be disclosed in response to Item 2 and General Instruction C to Schedule 13D.

None of the Reporting Persons, nor, to the best of their knowledge, any of the persons referred to in Appendices A, B, C and D to this Amendment No. 2 has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations and similar misdemeanors) or been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree, or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or Other Consideration.

This Amendment No. 2 amends and supplements Item 3 of the Original Schedule 13D by adding the following:

Bpifrance Participations purchased 7,474,829 ordinary shares, €0.01 nominal value per share, of Technip Energies N.V. (“Technip Energies” and such shares, the “Technip Energies Shares”) at \$13.3782 per share for a total purchase price of \$100.0 million from the Issuer pursuant to an amendment to the share purchase agreement entered into between Bpifrance Participations and the Issuer, dated as of January 7, 2021 (the “Share Purchase Agreement”). Bpifrance Participations obtained the funds to purchase the Ordinary Shares from working capital.

Item 4. Purpose of Transaction.

The information included in Item 6 is incorporated herein by reference.

This Amendment No. 2 amends and supplements Item 4 of the Original Schedule 13D by adding the following:

On March 31, 2021 in connection with the SPA Amendment (as defined in Item 6 below), Bpifrance Participations purchased 7,474,829 Technip Energies Shares.

All of the Ordinary Shares that are held of record by the Reporting Persons as reported herein were acquired for investment purposes. The Reporting Persons retain the right to change their investment intent, from time to time to acquire additional Ordinary Shares or other securities of the Issuer, or to sell or otherwise dispose of all or part of the Ordinary Shares or other securities of the Issuer, if any, beneficially owned by them, in any manner permitted by law. The Reporting Persons may engage from time to time in ordinary course transactions with financial institutions with respect to the securities described herein.

Except as set forth above, none of the Reporting Persons currently has any plans or proposals which would be related to or would result in any of the matters described in Items 4(a)-(j) of the Instructions to Schedule 13D. However, as part of the ongoing evaluation of investment and investment alternatives, the Reporting Persons may consider such matters and, subject to applicable law, may formulate a plan with respect to such matters, and, from time to time, may hold discussions with or make formal proposals to management or the board of directors of the Issuer or other third parties regarding such matters.

Item 5. Interest in Securities of the Issuer.

This Amendment No. 2 amends and restates Item 5 of the Original Schedule 13D in its entirety as follows:

As of the date hereof, (i) Bpifrance Participations holds directly 24,688,691 Ordinary Shares, which represents approximately 5.5% of the Issuer's Ordinary Shares and (ii) CDC holds directly 1,144,237 Ordinary Shares, which represents approximately 0.3% of the Issuer's Ordinary Shares. As of the date hereof, neither Bpifrance S.A. nor EPIC holds any Ordinary Shares directly. Bpifrance S.A. may be deemed to be the beneficial owner of 24,688,691 Ordinary Shares, indirectly through its sole ownership of Bpifrance Participations. CDC and EPIC may be deemed to be the beneficial owner of 24,688,691 Ordinary Shares, indirectly through their joint ownership and control of Bpifrance S.A. CDC may be deemed to be the beneficial owner of 318,611 Ordinary Shares, indirectly through its control of CNP Assurances, following the acquisition by CDC of the control of the French public group La Poste on February 4, 2020. CNP Assurances holds directly 318,611 Ordinary Shares, which represents approximately 0.1% of the Issuer's Ordinary Shares. In the aggregate, CDC may be deemed to be the beneficial owner of 26,151,539 Ordinary Shares, directly and indirectly (through its joint ownership and control of Bpifrance S.A. and its control of CNP Assurances).

(a) See also the information contained on the cover pages of this Schedule 13D which is incorporated herein by reference. The percentage of Ordinary Shares beneficially owned by each Reporting Person is based on 450,433,770 Ordinary Shares of the Issuer outstanding as of February 24, 2021, as reported in the registration statement on Form 10-K filed by the Issuer with the Securities and Exchange Commission on March 5, 2021.

(b) See the information contained on the cover pages of this Schedule 13D, which is incorporated herein by reference.

(c) See the information contained in Item 3, which is incorporated herein by reference.

(d) Not applicable.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

This Amendment No. 2 amends and supplements Item 6 of the Original Schedule 13D by adding the following:

On January 7, 2021, the Issuer and Bpifrance Participations entered into the Share Purchase Agreement, pursuant to which Bpifrance Participations agreed to purchase from the Issuer for \$200.0 million, subject to a purchase price adjustment as described below, a number of Technip Energies Shares determined based upon a thirty day VWAP of Technip Energies Shares, less a six percent discount.

On March 31, 2021, Bpifrance Participations and the Issuer entered into an amendment (the “SPA Amendment”) to the Share Purchase Agreement that amended the number of Technip Energies Shares to be acquired by Bpifrance Participations to provide that it will purchase from the Issuer 7,474,829 Technip Energies Shares at \$13.3782 per share for a total purchase price of \$100.0 million. Because Bpifrance Participations had already paid \$200.0 million to the Issuer on February 25, 2021 per the original terms, under the SPA Amendment, the Issuer agreed to repay Bpifrance Participations the excess \$100.0 million by the thirty fifth (35th) trading day after the Distribution Date (being April 8, 2021). The SPA Amendment is attached as Exhibit 99.5 to this Schedule 13D and incorporated herein by reference.

Item 7. Material to be Filed as Exhibits.

This Amendment No. 2 amends and supplements Item 7 of the Original Schedule 13D by adding the following:

[99.5](#) Amendment No. 1 to the Share Purchase Agreement, dated as of March 31, 2021, by and between the Issuer and Bpifrance Participations.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 1, 2021

Bpifrance Participations S.A.

By: /s/ Sophie Paquin*
Name: Sophie Paquin
Title: Director of Legal Affairs

Caisse Des Dépôts et Consignations

By: /s/ Manuela Laudic**
Name: Manuela Laudic
Title: Head of Dealing Desk and Shareholding Monitoring

Epic Bpifrance

By: /s/ Sophie Paquin***
Name: Sophie Paquin
Title: Director of Legal Affairs

Bpifrance S.A.

By: /s/ Boubakar Dione****
Name: Boubakar Dione
Title: Group Director of Legal Affairs

* Sophie Paquin is signing on behalf of Bpifrance Participations SA. by power of attorney previously filed with the Securities and Exchange Commission on February 8, 2018 as Exhibit 1 to Schedule 13D, and hereby incorporated herein by reference.

** Manuela Laudic is signing on behalf of Caisse des Dépôts et Consignations by executive order from the general manager of Caisse des Dépôts et Consignations previously filed with the Securities and Exchange Commission on February 19, 2021 as Exhibit 3 to Schedule 13D, and hereby incorporated herein by reference.

***Sophie Paquin is signing on behalf of EPIC Bpifrance by power of attorney previously filed with the Securities and Exchange Commission on February 14, 2017 as Exhibit 3 to Schedule 13G, and hereby incorporated herein by reference.

**** Boubakar Dione is signing on behalf of Bpifrance S.A. by power of attorney previously filed with the Securities and Exchange Commission on September 7, 2017 as Exhibit 2 to Schedule 13D, and hereby incorporated herein by reference.

APPENDIX A

Name, business address, present principal occupation or employment and place of citizenship of the directors and executive officers of

BPIFRANCE PARTICIPATIONS S.A.

The name, business address and present principal occupation or employment of each of the directors and executive officers of Bpifrance Participations S.A. are set forth below. The business address of each director and executive officer is Bpifrance Participations S.A., 27-31, avenue du Général Leclerc, 94710 Maisons-Alfort Cedex, France. Unless otherwise indicated, each director and executive officer is a citizen of France.

BOARD OF DIRECTORS

<u>Name</u>	<u>Present Principal Occupation or Employment</u>
NICOLAS DUFOURCQ	Director, Chairman, Chief Executive Officer of Bpifrance Participations, and Chief Executive Officer of Bpifrance
CAROLE ABBEY DUVAL	Director, Head of the Steering Department at Caisse des Dépôts
ANTOINE SAINTOYANT	Director, Director of strategic holdings at Caisse des Dépôts
FREDERIC SAINT-GEOURS	Director, Director of Société nationale SNCF
FRENCH STATE, represented by CHARLES SARRAZIN	Director, in charge of shareholding interests in the Service & Finance sectors, Agence des Participations de l'Etat (French State Shareholding Agency)
CONSTANCE VALIGNY	Director, Assistant Director for macroeconomic policies, Direction Générale du Trésor (French Treasury)
CHLOE MAYENOBE	Director, deputy CEO Natixis Payment
VICTOIRE AUBRY	Director, Chief Financial Officer of Icade
SOPHIE STABILE	Director, Founder and CEO of Révérence
ROMAIN BONENFANT	Director, Chief, Service of Industry, General Directorate for Companies of the Ministry of Economy and Finance

EXECUTIVE OFFICERS

<u>Name</u>	<u>Present Principal Occupation or Employment</u>
NICOLAS DUFOURCQ	Chief Executive Officer
JOSÉ GONZALO	Executive Director
PIERRE BENEDETTI	Chief Financial Officer

APPENDIX B

Name, business address, present principal occupation or employment and place of citizenship of the directors and executive officers of

CAISSE DES DÉPÔTS

The name, business address and present principal occupation or employment of each of the members of the Management Committee of Caisse des Dépôts are set forth below. The business address of each director and executive officer is Caisse des Dépôts, c/o 56, rue de Lille, 75007 Paris, France. Unless otherwise indicated, each such person is a citizen of France.

MANAGEMENT COMMITTEE

Name	Present Principal Occupation or Employment
ERIC LOMBARD	Chief Executive Officer of Caisse des Dépôts
OLIVIER SICHEL	Deputy Chief Executive Officer of Caisse des Dépôts
NICOLAS DUFOURCQ	Chief Executive Officer of Bpifrance
VIRGINIE CHAPRON-DU JEU	Director of Finance for the Caisse des Dépôts Group
PIERRE CHEVALIER	Head of Legal and Tax Department
NATHALIE TUBIANA	Risk Director of the Caisse des Dépôts Group
OLIVIER MAREUSE	Chief Investment officer - Director of Savings Funds at Caisse des Dépôts
CATHERINE MAYENOBE	Secretary General of Caisse des Dépôts Group
PAUL PENY	Caisse des Dépôts Group Human Resources Director
SOPHIE QUATREHOMME	Group Corporate Communications Director
MICHEL YAHIEL	Pensions and Solidarity Director
ANTOINE SAINTOYANT	Director of strategic holdings at Caisse des Dépôts

APPENDIX C

Name, business address, present principal occupation or employment and place of citizenship of the directors and executive officers of

EPIC BPIFRANCE

The name, business address and present principal occupation or employment of each of the directors and executive officers of EPIC Bpifrance are set forth below. The business address of each director and executive officer is EPIC Bpifrance, 27-31, avenue du Général Leclerc, 94710 Maisons-Alfort Cedex, France. Unless otherwise indicated, each director and executive officer is a citizen of France.

DIRECTORS

Name	Present Principal Occupation or Employment
CHRISTIAN BODIN	Director, Chairman, Chief Executive Officer of EPIC Bpifrance
PIERRE-LOUIS AUTIN	Director , Head of department SITTAR at the Higher Education, Research and Innovation Ministry
YANN POUËZAT	Director , Deputy Director at the Directorate of Financing, Industry and Market of the Ministry of Economy and Finance
ALBAN HAUTIER	Director , Deputy Director at the General Directorate for Budget of the Ministry of Economy and Finance
VINCENT TEJEDOR	Director , Assistant Director in charge of the development of enterprises, General Directorate for Companies of the Ministry of Economy and Finance
MARIE-ANNE LAVERGNE	Director , Investment Manager at the Agence des Participations de l'Etat (French State Shareholding Agency)
NAOMI PERES	Director , Deputy General Secretary for Public Investment

APPENDIX D

Name, business address, present principal occupation or employment and place of citizenship of the directors and executive officers of BPIFRANCE S.A.

The name, business address and present principal occupation or employment of each of the directors and executive officers of Bpifrance S.A. are set forth below. The business address of each director and executive officer is Bpifrance S.A., 27-31, avenue du Général Leclerc, 94710 Maisons-Alfort Cedex, France. Unless otherwise indicated, each director and executive officer is a citizen of France.

DIRECTORS

Name	Present Principal Occupation or Employment
ERIC LOMBARD	Director, Chairman, Chief Executive Officer of the Caisse des Dépôts
NICOLAS DUFOURCQ	Director, Chief Executive Officer of Bpifrance and Director, Chairman and Chief Executive Officer of Bpifrance Participations
MARTIN VIAL	Director, Chairman of the Agence des Participations de l'Etat (French State Shareholding Agency)
MARIE DELEAGE	Director representing the employees of Bpifrance
PHILIPPE BAYEUX	Director representing the employees of Bpifrance
VIRGINIE CHAPRON-DU JEU	Director, Director of Finance for the Caisse des Dépôts Group
CLAIRE DUMAS	Director, Finance Director at Société Générale
CATHERINE LAGNEAU	Director, Deputy Director of the General council of economy
ANTOINE SAINTOYANT	Director, Director of strategic holdings at Caisse des Dépôts
BERNARD DELPIT	Director, Chief Financial Officer of Safran
ANNABEL ANDRE	Director, Vice-president of the Regional Council of Auvergne-Rhone-Alpes, delegate for the economy and companies
HAROLD HUWART	Director, Vice-president of the Regional Council of Centre-Val-de-Loire, in charge of the economy, farming and associations
CAROLE ABBEY DUVAL	Director, Head of the Steering Department at Caisse des Dépôts
DIANE SIMIU	Director, deputy of the general commissioner for sustainable development at the Ministry for economic and solidarity transition

AMENDMENT N°1 TO THE SHARE PURCHASE AGREEMENT

BETWEEN THE UNDERSIGNED:

- (1) TechnipFMC plc, a public limited company formed under the laws of England and Wales (“Seller”); and
- (2) Bpifrance Participations SA, a *société anonyme* incorporated under the laws of the Republic of France (“Purchaser”).

Seller and Purchaser are each referred to herein individually as a “Party” and collectively as the “Parties”.

RECITALS:

- A. On January 7, 2021, the Parties entered into a share purchase agreement (the “Share Purchase Agreement”) relating to certain shares of Technip Energies B.V., a Dutch private limited liability company (“TEN”).
- B. The Distribution was completed on February 16, 2021.
- C. All the conditions set forth in Section 4 of the Share Purchase Agreement were satisfied (or waived by the relevant Party) on February 24, 2021 and Purchaser paid USD 200,000,000, as the Purchase Price, to Seller, in accordance with Section 1.1 of the Share Purchase Agreement.
- D. The number of Purchased Shares due from Seller to Purchaser being less than 11.82% of the number of TEN Shares outstanding as of the Distribution Date, Purchaser has the right to terminate the Share Purchase Agreement and, if Purchaser terminates the Share Purchase Agreement, Seller shall refund to Purchaser an amount equal to the Purchase Price, in accordance with the provisions of Section 1.2(b) of the Share Purchase Agreement.
- E. The Parties wish to amend certain provisions of the Share Purchase Agreement on the terms set forth herein, by entering into this amendment to the Share Purchase Agreement (the “Amendment”).

NOW, THEREFORE, THE PARTIES AGREE AS FOLLOWS:

Article I
DEFINITIONS AND PRINCIPLES OF INTERPRETATION

1.1 Definitions

Capitalized terms used but not defined herein shall have the meaning set forth in the Share Purchase Agreement.

1.2 Principles of interpretation

(a) The numbering of each article, section, paragraph, schedule, annex or exhibit of the Share Purchase Agreement shall not be affected by any of the amendments contained in the Amendment.

(b) Any reference to the “date hereof” or “date of this Agreement” in the Share Purchase Agreement shall be read as January 7, 2021.

(c) From and after the date of this Amendment, any reference to the Share Purchase Agreement shall be deemed to be a reference to the Share Purchase Agreement as amended by this Amendment.

Article II
AMENDMENTS

2.1 Amendments to Section 1 of the Share Purchase Agreement

The Parties hereby agree to amend Section 1 of the Share Purchase Agreement (*Sale of Shares*) as follows:

(a) In Section 1.1 of Share Purchase Agreement (*Purchase Price*), the defined term “Purchased Shares” shall be amended to be equal to 7,474,829 TEN Shares and the defined term “Purchase Price” shall be amended to be equal to \$100,000,000. Therefore, Section 1.1 of Share Purchase Agreement is hereby deleted in its entirety and replaced with the following:

“1.1 Purchase Price. Upon the terms and subject to the conditions of this Agreement, Purchaser hereby purchases from Seller, and Seller hereby sells, assigns and transfers to Purchaser, 7,474,829 TEN Shares (the “Purchased Shares”). The total consideration for the sale of all the Purchased Shares shall be equal to \$100,000,000 (the “Purchase Price”), corresponding to a consideration for each Purchase Share equal to \$13.3782 (the “Price per Share”).

Seller shall transfer to Purchaser the Purchased Shares on the first business day after the end of the thirty (30) consecutive trading day-period beginning on the first trading day after the Distribution Date (the such period, the “WVAP Period” and such business day, the “Share Transfer Date”). ”.

(b) As Purchaser already paid to Seller, on February 25, 2021 (the “Purchase Date”), \$200,000,000, in consideration for the sale of a number of TEN Shares that should have been equal, in the absence of the Amendment, to the Purchased Shares (as such term was defined in the Share Purchase Agreement, without giving effect to the Amendment), the Parties agree and acknowledge that, notwithstanding any provisions to the contrary in the Share Purchase Agreement:

- (i) the Purchase Price has already been paid as of the Purchase Date and Seller hereby acknowledges receipt of the Purchase Price; and
 - (ii) Seller shall repay to Purchaser, at the latest on the thirty fifth (35th) trading day after the Distribution Date (being April 8, 2021), an amount equal to the excess of \$200,000,000 over the Purchase Price (i.e., \$100,000,000), by wire transfer of immediately available funds to the bank account whose details are set forth in Appendix A.
-

(c) The Parties agree that the provisions of Section 1.2 of the Share Purchase Agreement (*TEN Share Adjustments*) shall not apply.

2.2 Amendment to Section 7.9 of the Share Purchase Agreement

The Parties hereby agree to amend Section 7.9 of the Share Purchase Agreement (*Further Assurances*) to refer to the short form share purchase agreement (*acte réitératif*), in the French language, relating to the acquisition of the Purchased Shares to be entered into between Seller and Purchaser for tax registration purposes, as follows:

“7.9 Further Assurances. The Parties agree to execute and deliver to each other such other documents and to do such other acts and things, all as the other Parties may reasonably request for the purpose of carrying out the intent of this Agreement and the documents referred to in this Agreement (including, without limitation, the share purchase agreement (*acte réitératif*), in the French language, relating to the acquisition of the Purchased Shares to be entered into between Seller and Purchaser for tax registration purposes).”

2.3 Addition of Section 7.16 to the Share Purchase Agreement

The Parties hereby agree to add the following Section 7.16 to the Share Purchase Agreement

“7.16 Relationship Agreement. The Parties agree that the Relationship Agreement remains in full force and effect, subject to its terms.

Article III
REPRESENTATIONS AND WARRANTIES

The Parties hereby agree that the representations and warranties set forth in Section 2 of the Share Purchase Agreement (*Representations and Warranties of Seller*) and Section 3 of the Share Purchase Agreement (*Representations and Warranties of Purchaser*) are hereby incorporated by reference into the Amendment as if such representations and warranties are made as of the date of the Amendment.

Article IV
MISCELLANEOUS

4.1 No other amendment

The Parties acknowledge and agree that all the provisions of the Share Purchase Agreement not expressly amended pursuant to this Amendment shall continue to be valid and binding on the Parties, in full force and effect, and shall not be deemed to have been amended, waived, deleted or affected in any manner whatsoever by this Amendment.

4.2 Incorporation by reference

The provisions of Section 7 of the Share Purchase Agreement (*Miscellaneous*) are incorporated herein by reference and shall apply to the terms and provisions of this Amendment and the Parties *mutatis mutandis*.

[Signature Pages Follow.]

In witness whereof, each of the Parties has executed this Agreement as of March 31, 2021.

SELLER:

TECHNIPFMC PLC

By: /s/ Alf Melin

Name: Alf Melin

Title: Executive Vice President and Chief Financial Officer

In witness whereof, each of the Parties has executed this Agreement as of March 31, 2021.

PURCHASER:

BPIFRANCE PARTICIPATIONS S.A.

By: /s/ Arnaud Caudoux

Name: Arnaud Caudoux

Title: Deputy CEO

[Signature Page to Amendment to the Share Purchase Agreement]
