

# Sustainability highlights for Investors

TC ENERGY JULY 2025

RESPONSIBLE INVESTMENT AND SHAREHOLDER STEWARDSHIP ENGAGEMENT



### Forward-looking information and non-GAAP/supplementary financial measures

This presentation includes certain forward-looking information, including future oriented financial information or financial outlook, which is intended to help current and potential investors understand management's assessment of our future plans and financial outlook, and our future prospects overall. Statements that are forward-looking are based on certain assumptions and on what we know and expect today and generally include words like anticipate, expect, believe, may, will, should, estimate or other similar words. Forward-looking statements do not guarantee future performance. Actual events and results could be significantly different because of assumptions, risks or uncertainties related to our business or events that happen after the date of this presentation. Our forward-looking information in this presentation includes, but is not limited to; out comparable EBITDA outlook, our current and targeted debt-to-EBITDA leverage metrics, our financial, capital and operational performance, including the performance of our subsidiaries, expectations about strategies and goals for growth and expansion, including acquisitions, expected cash flows and future financing options available along with portfolio management, expectations regarding the size, structure, timing, conditions and outcome of ongoing and future transactions, expected dividend growth, expected access to and cost of capital, expected energy demand and consumption levels, expected costs and schedules for planned projects, including projects under construction and in development, expected capital expenditures, including expected assets to be brought into service, contractual obligations, commitments and contingent liabilities, including environmental remediation costs, expected regulatory processes and outcomes, expected outcomes with respect to legal proceedings, including arbitration and insurance claims, expected impact of future tax and accounting changes, commitments and targets contained in our Report on Sustainability, including statements rela

Our forward-looking information is based on certain key assumptions and is subject to risks and uncertainties, including but not limited to realization of expected benefits from acquisitions and divestitures, including the Spinoff Transaction, our ability to successfully implement our strategic priorities, and whether they will yield the expected benefits, our ability to implement a capital allocation strategy aligned with maximizing shareholder value, operating performance of our pipelines, power generation and storage assets, amount of capacity sold and rates achieved in our pipeline businesses, amount of capacity payments and revenues from power generation assets due to plant availability, production levels within supply basins, construction and completion of capital projects, cost, availability of, and inflationary pressures on, labour, equipment and materials, availability and market prices of commodities, access to capital markets on competitive terms, interest, tax and foreign exchange rates, performance and credit risk of our counterparties, regulatory decisions and outcomes of legal proceedings, including arbitration and insurance claims, our ability to effectively anticipate and assess changes to government policies and regulations, including those related to the environment, our ability to realize the value of tangible assets and contractual recoveries, competition in the businesses in which we operate, unexpected or unusual weather, sustainability-related risks including climate-related risks and the impact of energy transition on our businesses in which we operate, unexpected or unusual weather, sustainability-related risks including climate-related risks and the impacts of energy transition on our businesses, economic and political conditions, and ongoing trade negotiations in North America, as well as globally, global health crises, such as pandemics and epidemics, and the impacts related thereto. As actual results could vary significantly from the forward-looking information, you should not put

This presentation refers to certain non-GAAP measures, non-GAAP ratios and/or supplementary financial measures, namely: comparable EBITDA, adjusted comparable EBITDA, and net capital expenditures, each of which does not have any standardized meaning as prescribed by U.S. GAAP and therefore may not be comparable to similar measures presented by other entities. The most directly comparable measures presented in the financial statements are: (i) in respect of comparable EBITDA and adjusted comparable EBITDA, segmented earnings and (ii) in respect of adjusted debt, debt. Debt-to-EBITDA is a non-GAAP ratio, which is calculated using adjusted debt and adjusted comparable EBITDA, each of which are non-GAAP measures. The presentation further refers to net capital expenditures which is a supplementary financial measure. We believe debt-to-EBITDA ratios provide investors with a useful credit measure as they reflect our ability to service our debt and other long-term commitments. This presentation contains references to net capital expenditures, which is a supplementary financial measure. Net capital expenditures represent capital costs incurred for growth projects, maintenance capital expenditures, contributions to equity investments and projects under development, adjusted for the portion attributed to non-controlling interests in the entities we control. Net capital expenditures reflect capital costs incurred during the period, excluding the impact of timing of cash payments. We use net capital expenditures as a key measure in evaluating our performance in managing our capital spending activities in comparison to our capital plan.

For reconciliations and usefulness of comparable EBITDA to segmented earnings, refer to the applicable business segment in our management's discussion and analysis (MD&A) for the applicable period, which sections are incorporated by reference herein and to the Appendices hereto. For the remaining reconciliations for non-GAAP measures, non-GAAP measures, non-GAAP measures we use, which sectio

This presentation contains statistical data, market research and industry forecasts that were obtained from third party sources, industry publications, and publicly available information. We believe that the market and industry data presented throughout this presentation is accurate and, with respect to data prepared by us or on our behalf, that our estimates and assumptions are reasonable, but there can be no assurance as to the accuracy or completeness thereof. The accuracy and completeness of the market and industry data presented throughout this presentation is not guaranteed and we make no representation. Although we believe it to be reliable, we have not independently verified any of the data from third-party sources referred to in this presentation or analyzed or verified the underlying studies or surveys relied upon or referred to by such sources, or ascertained the underlying economic and other assumptions relied upon by such sources and we make no representation as to the accuracy of such data. Actual outcomes may vary materially from those forecast in such reports or publications, and the prospect for material variation can be expected to increase as the length of the forecast period increases. Market and industry data is subject to variations and cannot be verified due to limits on the availability and reliability of data inputs, the voluntary nature of the data gathering process and other limitations and uncertainties inherent in any statistical survey.

Key facts

## Focused natural gas and power company

Aligned with growth opportunities underpinned by wide-scale electrification

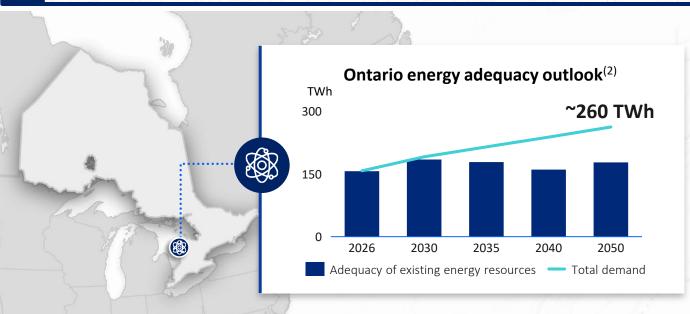
93,700 km

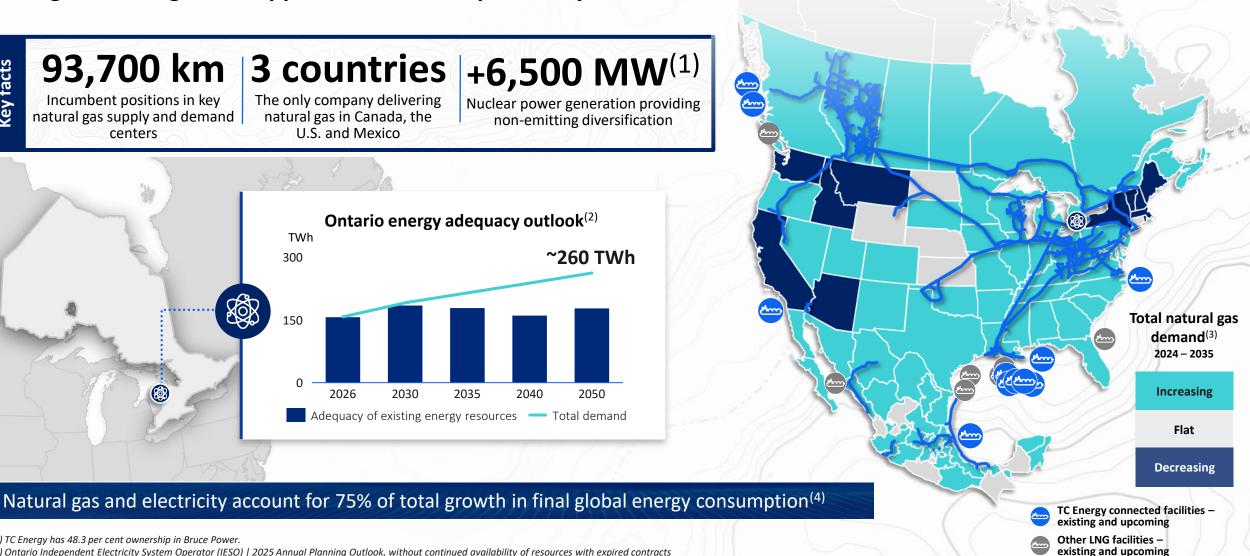
Incumbent positions in key natural gas supply and demand centers

The only company delivering natural gas in Canada, the U.S. and Mexico

3 countries | +6,500 MW<sup>(1)</sup>

Nuclear power generation providing non-emitting diversification





(1) TC Energy has 48.3 per cent ownership in Bruce Power.

(2) Ontario Independent Electricity System Operator (IESO) | 2025 Annual Planning Outlook, without continued availability of resources with expired contracts

(3) TC Energy internal forecast.

(4) S&P Global Commodity Insights, Inflections Climate Scenario



### Our 2025 strategic priorities

### SOLID GROWTH :: LOW RISK :: REPEATABLE PERFORMANCE



### Maximize the value of our assets through safety and operational excellence

- Promote safe operating practices to exceed safety targets and maximize the availability of assets
- : Continue advancement of integrated Natural Gas Pipelines business to capture synergies
- Capture additional value through capital and operational efficiencies



### **Execute our selective portfolio of growth projects**

- Prioritize low-risk, executable projects that maximize the spread between earned return and cost of capital
- On track to place **~\$8.5 billion** of assets into service in 2025 ~15% under budget



### **Ensure financial strength and agility**

- Deliver 2025E comparable EBITDA<sup>(1)</sup> of \$10.8 billion \$11.0 billion<sup>(2)</sup>
- ••• Maintain commitment to annual net capital expenditures<sup>(3)</sup> of \$6 \$7 billion
- Continue deleveraging efforts towards long-term target of 4.75x debt-to-EBITDA<sup>(4)</sup>

### Purpose

We are proud to connect the world to the energy it needs

### Mission

To safely and efficiently move, generate and store the critical energy that North America and the world rely on

### Vision

To be the trusted leader in North America's energy infrastructure, committed to excellence in safety, performance and stakeholder relationships

(1) Comparable EBITDA is a non-GAAP measure See the forward-looking information and non-GAAP/supplementary financial measures slide at the front of this presentation and the Appendix for more information. (2) Foreign exchange assumption USD/CAD: 1.35 for the second half of 2025 (3) Net capital expenditures is adjusted for the portion attributed to non-controlling interests and is a supplementary financial measure. See the forward-looking information and non-GAAP/supplementary financial measures slide at the front of this presentation for more information. (4) Debt-to-EBITDA is a non-GAAP ratio. Adjusted debt and adjusted comparable EBITDA are the non-GAAP measures used to calculate debt-to-EBITDA. See the forward-looking information and non-GAAP/supplementary financial measures slide at the front of this presentation and the Appendix for more information.







### **Enable the energy transition**

Contribute to global efforts to address climate change and strategically manage the risks and opportunities of a shift to a lower carbon economy



### Leaving the environment as we found it

Safeguard habitat and biodiversity and minimize land use impacts, including restoring the environment to a condition equal to or better than we found it



### Committed to safe, reliable, sustainable operations

Systematically manage risk to continuously improve the integrity and safety of our assets and operations



### **Continuous safety improvement**

Continuously improve our systems to protect people and consistently demonstrate safety as our number one value



### Advancing an empowered workplace

Deliver people and culture workplace strategies that reflect our values and emphasize wellbeing, inclusion, belonging and respectful collaboration



### Fostering mutually beneficial relationships

Promote wellbeing for our communities and maintain mutually beneficial external relationships



## Fostering enduring, mutually beneficial relationships with Indigenous groups

Be the partner of choice for Indigenous groups

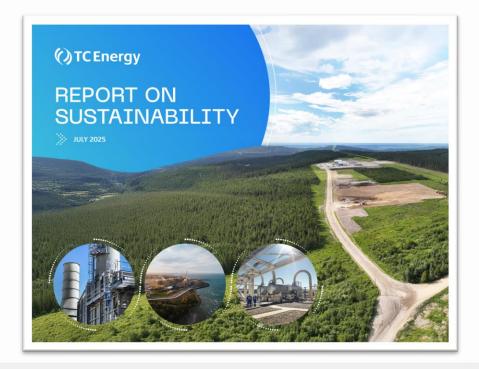


### Further integrate and contribute to sustainability

Advance sustainability and innovation across our business and value chain, including our strategic planning and decision-making



### Sustainability-related reports and disclosure



- **2025** Report on Sustainability □
- OGMP 2.0 Reassessment Report []
- Roadmap to Reasonable Assurance on GHG Emissions ☐
- Third-party limited assurance report ☐
- Reconciliation Action Plan Update ☐
- 2024 Forced Labour and Child Labour Report ☐
- Management Information Circular ☐



Reports developed with guidance from internationally recognized frameworks, standards and recommendations(1)











Obtained limited assurance of Scope 1 and Scope 2 emissions inventory since



### Safety in every step

### Safety excellence drives operational excellence, translates to strong financial performance

### **Our commitments:**



### Committed to safe, reliable, sustainable operations

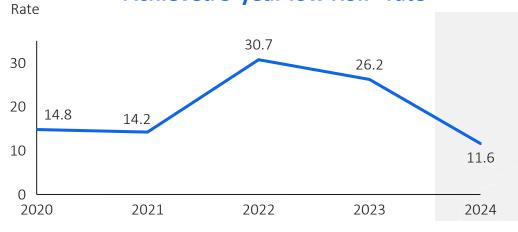
Systematically manage risk to continuously improve the integrity and safety of our assets and operations



### **Continuous safety improvement**

Continuously improve our systems to protect people and consistently demonstrate safety as our number one value

### Achieved 5-year low HSIF<sup>1</sup> rate



 Combined (employee and contractor) High Energy Serious Injury and Fatality (HSIF) rate<sup>1</sup>

### Advancing our safety roadmap

High-energy Based Safety Training



New Safety Management System



Transforming our Management System



Safety Recognition Program



Human and Organizational Performance (HOP) Principles

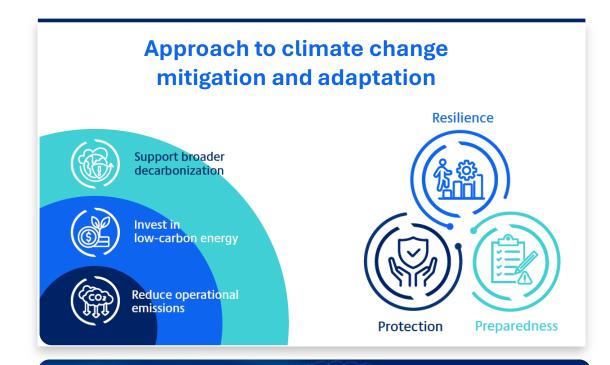


## Enabling the energy transition



Contribute to global efforts to address climate change and strategically manage the risks and opportunities of a shift to a lower carbon economy

- **Continued near-term focus on methane emissions** 
  - Introduced target to reduce methane emissions intensity 40-55% from 2019 levels by 2035<sup>1</sup>
  - ••• Methane intensity reduction metric included in three-year vesting performance share units as part of executive compensation
- Strengthening understanding of climate-related risks and opportunities
  - ••• Conducted **climate scenario analysis** using globally recognized scenarios from the International Energy Agency and the Intergovernmental Panel on Climate Change
  - Assessment of **GHG emissions impacts** and **policy alignment** considered in capital allocation decision process
- Advancing work to prepare for mandatory climate disclosures across jurisdictions
  - Continue to obtain limited assurance of Scope 1 and Scope 2 GHG emissions and corporate emissions intensity
  - Published <u>Roadmap to Reasonable Assurance</u>; GHG reporting system enhancements underway



Our <u>statement of principles</u> guides our approach to mitigation and adaptation efforts



## Over 50% of sanctioned capital supporting energy transition



% of \$21B

program

10%

**19%** 

### **Annual Capital Allocation**

\$3 - \$4B **Growth and** modernization plus optionality



\$1B **Bruce Power** 



\$2B Maintenance **Capital** 



\$6B - \$7B Annual net capital expenditures<sup>(1)</sup>

Internally compete for capital dollars on the basis of risk and return

- Rate-regulation and/or take-or-pay contracts
- Cost certainty
- Policy alignment
- GHG, rights holder and stakeholder impacts

**Extending asset life and increasing capacity** 

Non-emitting baseload power generation

Maintains asset safety and reliability, while earning a regulated return on and of capital

- Portions of maintenance capital indirectly supports emissions intensity reduction
- LDAR, venting mitigation and optimization where required by regulation to directly reduce emissions

### Secured capital program<sup>(2)</sup> ~\$21 billion<sup>(1)</sup>

VR project, WR project **VNBR** project

Heartland Pulaski, Maysville Gillis access – extension Villa de Reves Tula

> **Bruce Power MCR** program and life extension

**Reducing operational emissions** \$2.2B Reliability and electrification projects

**Supporting broader decarbonization** 

Facilitating access to natural gas: \$3.9B supporting potential to displace higher emitting fuels

**Investing in low-carbon energy** 

Non-emitting nuclear power generation

\$4.9B

Total spend

23%

~52%

Maintenance capital and other growth

Maintaining access to safe, reliable and affordable energy

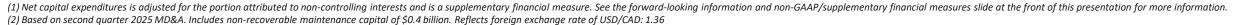
\$10.3B

48%

Natural Gas Pipelines

**Bruce Power** 

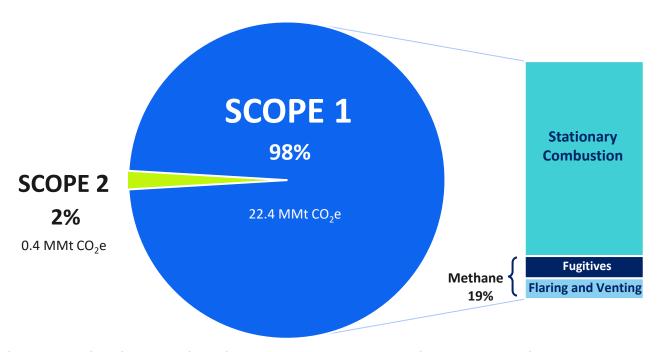
Maintenance capital and other growth





## TC Energy's primary GHG emissions sources and main activities





- Natural gas-fired compressor engines power our natural gas transmission systems
- Natural gas-fired cogeneration units for production of electricity and heat energy
- Leaks from valves, fittings and other pressurized equipment at meter stations, compressor stations and valve sites
- Controlled releases during operation and maintenance e.g., blowdowns and purges

### Fundamental relationship between system utilization and Scope 1 emissions







Continue to identify most cost-effective abatement opportunities across jurisdictions

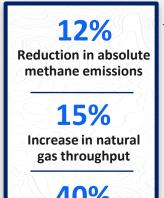
**Established a target to reduce methane** intensity 40-55% from 2019 levels by 2035<sup>1</sup>

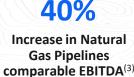
- **Enhancing Leak Detection and Repair (LDAR) program** 
  - pneumatic conversions and installation of zero-emission actuator technologies
  - Piloting surveillance technology to better detect, quantify, monitor and report our emissions

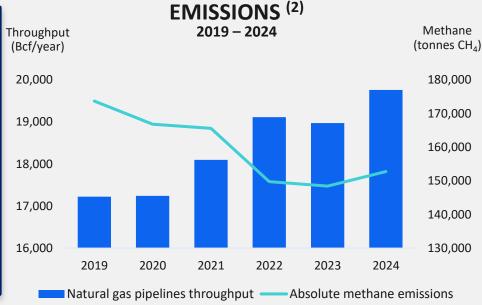
### **Reducing impacts of vented emissions**

- Using mobile compression to recompress gas during maintenance instead of releasing it into the atmosphere
- Employing mobile and permanent incineration technology to destroy gas and reduce methane emissions
- ∴ Developed tools to enhance measurement accuracy and reliability of vented emission data

### TC ENERGY ABSOLUTE METHANE EMISSIONS (2)







#### **OGMP 2.0 readiness levels**



### Level 4

LDAR Program: All sites (compressor stations, meter stations, valve sites)

**Quantification:** Yes



### Level 3

LDAR Program: All large sites (compressor stations, meter stations)

Quantification: Yes



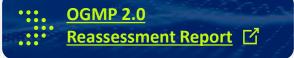
### Level 3

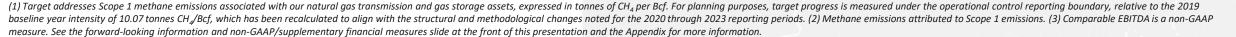
LDAR Program: Partial (select compressor

stations, select meter stations)

**Quantification:** Partial









## Managing climate-related risks





### **Transition Risks**

## Strategy grounded in fundamentals

Strategic planning involves analysis of **multiple** long-term **energy scenarios** 

Continually **monitoring signposts** and **market developments** 

### **Diversified portfolio**

Competitive positioning of assets - directly serving low-cost basins to critical demand and export markets across Canada, the U.S. and Mexico

Strategic hedge in nuclear power

Building internal capabilities in technologies adjacent to our core Natural Gas Pipelines business; **CCS**, **hydrogen**, other energy solutions

## Commercial and regulatory framework

**97%** of **comparable EBITDA**<sup>1</sup> underpinned by **rate-regulated** or **long term take-or-pay contracts** 

Ability to **pursue cost recovery** and **earn a return** on and of certain climate-related policy costs

**Rate-regulated** construct provides potential to accelerate depreciation

### Incorporating climateconsiderations

Project portfolio includes natural gas transmission projects that provide potential to support **displacement of higher emitting fuels** for power generation

Assessment of **GHG** impacts and policy alignment included in capital allocation decision review

Established a target to **reduce methane intensity 40-55%** from 2019 levels by 2035<sup>2</sup>

**Methane intensity** reduction metric in long-term executive compensation

Material climate-related policies incorporated into enterprise risk management program

### **Physical Risks**

### **Building climate resiliency**

Regularly reviewing our **engineering standards** to ensure assets continue to be designed and operated to withstand the potential impacts of climate change

Utilizing weather data during the **design** of new sites or facilities

Implementing systems to **forecast** extreme weather events

Conducting **joint contingency planning** with other parties, enabling us to coordinate shutdowns in advance of severe weather events

Conducting emergency and crisis response planning and training, and business continuity planning

Maintaining **an insurance program** to mitigate financial impact of asset damage caused by extreme weather events<sup>(3)</sup>

<sup>1)</sup> Comparable EBITDA is a non-GAAP measure. See the forward-looking information and non-GAAP/supplementary financial measures slide at the front of this presentation and the Appendix for more information

Target addresses Scope 1 methane emissions associated with our natural gas transmission and gas storage assets, expressed in tonnes of CH<sub>4</sub> per Bcf. For planning purposes, target progress is measured under the operational control reporting boundary, relative to the 2019 baseline year intensity of 10.07 tonnes CH<sub>4</sub>/Bcf, which has been recalculated to align with the structural and methodological changes noted for the 2020 through 2023 reporting periods (3) insurance does not cover all events in all circumstances.









### Board oversight and risk management

- Board of Directors maintains oversight of Indigenous engagement strategy, and risks and opportunities associated with material projects, including Indigenous equity opportunities
- HSSE Committee reviews reports and disclosures related to Indigenous relations
- Assessment of stakeholder and rights holder risks included in Board's review of material proposed projects





### Meaningful engagement and consultation

- · Committed to respecting Indigenous Peoples' rights and principles of FPIC
- Indigenous Relations Policy, strategy and guiding principles informed by UNDRIP
- Strive for consensus by identifying and resolving issues collaboratively and sharing benefits
- Seek to meet or exceed requirements while prioritizing respectful engagement and building partnership



### **Reconciliation Action Plan and Indigenous Advisory Council**

- Publicly established commitments to advance Indigenous reconciliation across Canada
- Implementing guidance from Indigenous Advisory Council
  - · Adjusting approach to Indigenous local hiring and contracting
  - Launched Indigenous Business Advisory Forum
  - Expanded use of co-developed Relationship Agreements
- : Canadian- & U.S.-specific mandatory cultural awareness training
- Introduced <u>Canadian Indigenous Equity Framework</u>



- **3,100** in-person meetings, over **50,000** communications and interactions, **120** in-person meetings with Wet'suwet'en Hereditary Chiefs
- **∷** Signed **long-term agreements with all 20 elected Indigenous Nations**
- \* ~\$1.9 billion in contracts awarded to Indigenous and local businesses
- •• 699 Indigenous people employed at CGL's peak in 2022
- 79 Indigenous advisors representing 20 Indigenous communities employed through Construction Monitoring, Community Liaison and Community Workforce Accommodation Programs
- Signed option agreements with 17 First Nations to sell a 10 per cent equity interest



## Leaving the environment as we found it



Safeguard habitat and biodiversity and minimize land use impacts, including restoring the environment to a condition equal to or better than we found it



Understanding and mitigating environmental risks is built into our management system

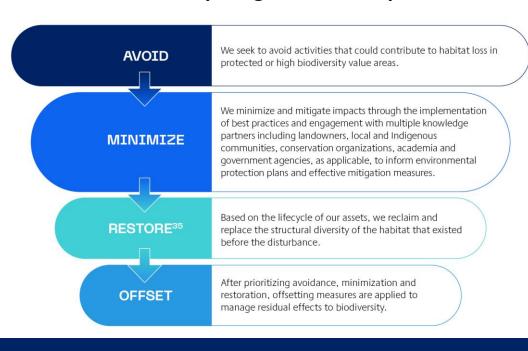
- Structured set of requirements applies through lifecycle of assets
- incorporates applicable regulatory requirements
  - Strong & mature regulatory systems across our operating jurisdictions
- Required to **restore**<sup>(1)</sup> **the land** to a condition equal to or better than we found it



## Protection of biodiversity is built into project specific environmental protection plans

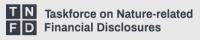
- Based on **environmental impact assessments**(2) that help inform mitigation strategies
- Engage with multiple knowledge partners including landowners, local and Indigenous communities, conservation organizations, academia and government agencies

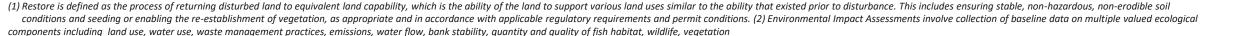
### **Biodiversity mitigation hierarchy**



View our approach to safeguarding biodiversity [-]

Pilot participant in 2023





## Advancing an empowered workplace



Deliver people and culture workplace strategies that reflect our values and emphasize wellbeing, inclusion, belonging and respectful collaboration



Transitioning from diversity targets towards a comprehensive approach to people and culture strategies

- Executive Council & Chief Inclusion Officer
  - Inclusion Champion program
- **Employee-led inclusion networks** 
  - Networks include a focus on 2SLGBTQIA+, women, Indigenous Peoples, Hispanic and Latin American cultures, the Black community, neurodiversity, and veterans
- Talent strategies aimed at attracting and retaining top talent
  - Equal opportunity in development programs and succession plans
- Employee training
  - Required to complete respectful workplace training annually
  - Unconscious bias training



## Cybersecurity and Artificial Intelligence

### Robust enterprise security program with Board oversight

- Audit Committee maintains oversight of cybersecurity risks
- Quarterly reports to Audit Committee, periodic reports through Enterprise Risk management program
- Chief Security Officer
- Program aligned with best practice from U.S. Transportation Safety Administration, Canadian Energy Regulator, North American Electric Reliability Corporation, National Institute of Standards and Technology
- Mandatory cybersecurity training for all employees and contractors
- Acceptable Use and Cybersecurity Policies
- Continuous network monitoring
- · Comprehensive incident response plans
- : Collaborate with government security agencies, law enforcement and industry
- : Regular testing of incident response plans
- Regular third-party external assessments, audits and cybersecurity exercises
- •• Maintain conventional cyber insurance for data privacy breaches, and insurance policies covering physical loss or damage to assets from information security breach



### **Enterprise AI strategy**

- Business application assessment for AI solutions includes risk assessment involving cybersecurity, compliance, privacy office
- Material Al-related risks reported to the Board or applicable committee as part of Enterprise Risk Management program
- Board member with Al experience







As a committed participant in the UN Global Compact, TC Energy supports the Ten Principles of the UN Global Compact on human rights, labour environment and anti-corruption

### **Employment Policies and Standards**

Includes topics related to diversity, equal opportunities, health and safety, labour conditions and discrimination and harassment

### **Contractor Standards and Audits**

We utilize a risk-based model to manage human rights risks in our supply chain, leveraging various processes to screen and monitor contractors and our global supply chain.

Contractors are also issued the Contractor Code of Business Ethics (COBE) Policy to clarify expectations and raise awareness of human rights topics.

### **Training**

We reinforce our position in mandated annual Code of Business Ethics Policy (COBE) training and certification for personnel that we will not be complicit with, nor engage in, any business activity that supports or facilitates abuse of human rights.

### **Indigenous Relations Programs**

We aim to build and sustain positive relationships through early, ongoing and honest communication, mitigating impacts, and establishing mutually beneficial partnerships.

### **Community Engagement**

We conduct environmental and socioeconomic impact assessments, when required, as well as support for community programs and initiatives that create positive societal impacts.

### **Collective Bargaining & Union Agreements**

We focus on fair and respectful work conditions and recognize and respect our employees' and contractors' rights to join associations for the purpose of collective bargaining in a manner that is consistent with laws, rules, regulations and customs





















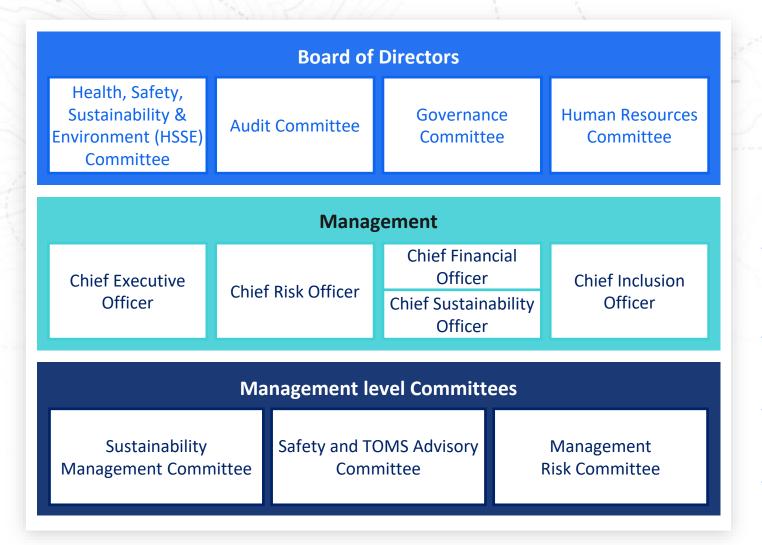


## Excellence in governance and oversight<sup>(1)</sup>

- 13-member Board
- 92% independent with separate Board Chair/CEO roles
- Over 98% support for all Directors in 2025
- **Board Diversity Policy**, including targets
- 38% women on Board
- Two racially or ethnically diverse Directors
- No board interlocks
- Average tenure of five years
- Maximum Board seat policy four total with Board Chair counting as two
- In-camera sessions at every Board and Committee meeting
- 100% attendance at regularly scheduled 2024 Board meetings
- Annual Board, Committee and Director evaluations
- Comprehensive and diverse skillsets
- Board orientation and education program



## Established sustainability governance



### **Board of Directors**

- Maintains oversight of business strategy alignment,
   progress against most significant sustainability objectives and sustainability communications strategy
- Board Committees involved in sustainability oversight in respective areas, receive relevant updates from management

### **CEO and Executive Leadership Team**

 Responsible for integration of sustainability matters into decision-making and financial plans

### **Management level Committees**

- Develops cross-functional alignment on sustainabilityrelated goals and commitments, and further integrates sustainability into company initiatives
- Oversees governance and decision-making for TC Energy's Operational Management System (TOMS) and safety initiatives
- Accountable for the management of emerging and enterprise risks





### **Auditor independence overview**

- **ऑ** 91% support for KPMG in 2025
- Multiple overlapping controls to ensure auditor independence
- Commitment to conduct 'Periodic Comprehensive Review of Auditor' every five years
- Comprehensive Review results will determine whether RFP process is required

### **Audit Committee oversight**

- All AC members are independent and financially literate
- ✓ One member of AC is a designated financial expert under NYSE rules
- Assessment of auditor independence includes satisfaction over objectivity, professional skepticism, quality of engagement team and interactions with audit team

### **KPMG** internal governance

- ▼ Mandatory partner rotations
- Internal standards and structural separation between Canadian and U.S. entities
- Robust adherence to Canadian and U.S. regulatory frameworks for auditors

### **Auditor independence assessment**

Audit Committee continuous and annual review of independence

Fee magnitude and objectivity considerations

Mandatory partner rotations (U.S. and Canada)

2015 Request for Proposal

2023 Periodic comprehensive review<sup>(1)</sup> of external auditor





### **Executive compensation approach**

- ✓ Averaging 96% approval for last three years
- Structured process overseen by Human
  Resources Committee including independent
  advice from Meridian
- Pre-established objectives aligned to corporate strategy
- Short and long-term compensation objectives align to shareholder interests
- Risk management policies include minimum share ownership requirements
- CEO share ownership requirements 6x base salary

### **CEO** realizable pay

- ✓ 2024 realizable pay recognizes significant advancement of corporate strategy and achievement of 2024 key priorities
- Yay mix is 71% long-term focused
- PSUs are impacted by various metrics that align with shareholder interests

### Performance on key priorities embedded in executive compensation

SHORT TERM <sup>(1)</sup>	LONG TERM (PSU) <sup>(2)</sup>	
<b>50%</b> Achieving safety and operational excellence	<b>50%</b> Relative TSR vs. peer group(s)	
<b>50%</b> Delivering financial results	<b>25%</b> Distributable Cash Flow per share	
	15% Debt/EBITDA <sup>(3)</sup>	
	<b>10%</b> Methane Intensity Reduction	

 $<sup>(1) \,</sup> Short-term\ incentive/corporate\ scorecard\ impacts\ compensation\ for\ executives\ and\ all\ employees.$ 

<sup>(2)</sup> Long-term incentive awards to the named executives for 2024 include 70% PSU, 30% RSU







### **Non-GAAP** reconciliations

**Appendix A:** Comparable EBITDA

Appendix B: Segmented earnings and Comparable EBITDA

Appendix C: Adjusted Debt/Adjusted Comparable EBITDA (Debt-to-EBITDA)

### Appendix A – Non-GAAP reconciliations – Comparable EBITDA<sup>(1)</sup>

(Millions of dollars)

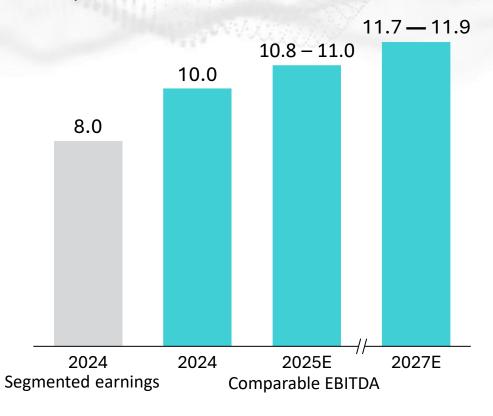
Three months
ended June 30

	2025	2024 <sup>(2)</sup>
Total segmented earnings (losses)	1,954	1,736
Interest expense	(847)	(783)
Allowance for funds used during construction	114	184
Foreign exchange gains (losses), net	69	(67)
Interest income and other	49	68
Income (loss) from continuing operations before income taxes	1,339	1,138
Income tax (expense) recovery from continuing operations	(337)	(148)
Net income (loss) from continuing operations	1,002	990
Net income (loss) from discontinued operations, net of tax	(29)	159
Net income (loss)	973	1,149
Net (income) loss attributable to non-controlling interests	(112)	(159)
Net income (loss) attributable to controlling interests	861	990
Preferred share dividends	(28)	(27)
Net income (loss) attributable to common shares	833	963

	Three months ended June 30	
_		
	2025	2024 <sup>(3)</sup>
Comparable EBITDA <sup>(1)</sup> from continuing operations	2,625	2,348
Depreciation and amortization	(671)	(633)
Interest expense	(847)	(783)
Allowance for funds used during construction	114	184
Foreign exchange gains (losses), net included in comparable earnings	55	(51)
Interest income and other	49	68
Income tax (expense) recovery included in comparable earnings	(294)	(143)
Net (income) loss attributable to non-controlling interests		
included in comparable earnings	(155)	(141)
Preferred share dividends	(28)	(27)
Comparable earnings <sup>(1)</sup> from continuing operations	848	822

## Appendix B – Non-GAAP reconciliations – Segmented earnings and Comparable EBITDA<sup>(1)</sup>

**Comparable EBITDA**<sup>(1)</sup> **outlook from continuing operations**(Billions of dollars)



## Appendix C – Non-GAAP reconciliations – Adjusted Debt/Adjusted Comparable EBITDA (Debt-to-EBITDA)

Adjusted debt and adjusted comparable EBITDA are non-GAAP measures used to compute the debt-to-EBITDA multiple. Each of adjusted debt and adjusted comparable EBITDA measures does not have any standardized meaning prescribed by GAAP and therefore, may not be comparable to similar measures presented by other companies.

Adjusted debt is defined as the sum of Reported total debt, including Notes payable, Long-Term Debt, Current portion of long-term debt and Junior Subordinated Notes, as reported on our Consolidated balance sheet as well as Operating lease liabilities recognized on our Consolidated balance sheet and 50 per cent of Preferred Shares as reported on our Consolidated balance sheet due to the debt-like nature of their contractual and financial obligations, less Cash and cash equivalents as reported on our Consolidated balance sheet and 50 per cent of Junior Subordinated Notes as reported on our Consolidated balance sheet due to the equity-like nature of their contractual and financial obligations.

Adjusted comparable EBITDA is calculated as the sum of comparable EBITDA from continuing operations and comparable EBITDA from discontinued operations excluding Operating lease costs recorded in Plant operating costs and other in our Consolidated statement of income and adjusted for Distributions received in excess of (income) loss from equity investments as reported in our Consolidated statement of cash flows, which is more reflective of the cash flows available to TC Energy to service our debt and other long-term commitments. See the forward-looking information and non-GAAP measures slide at the front of the presentation for more information.

## Appendix C – Non-GAAP reconciliations – Adjusted Debt/Adjusted Comparable EBITDA<sup>(1)</sup> (Debt-to-EBITDA)

(Millions of dollars)

	2024	2023	2022
Reported total debt	59,366	63,201	58,300
Management adjustments:			
Debt treatment of preferred shares (2)	1,250	1,250	1,250
Equity treatment of junior subordinated notes (3)	(5,524)	(5,144)	(5,248)
Cash and cash equivalents	(801)	(3,678)	(620)
Operating lease liabilities	511	457	430
Adjusted debt	54,802	56,086	54,112
Comparable EBITDA <sup>(4)</sup> from continuing operations	10,049	9,472	8,483
Comparable EBITDA from discontinued operations	1,145	1,516	1,418
Operating lease cost	117	105	95
Distributions received in excess of (income) loss from equity	67	(123)	(29)
Adjusted Comparable EBITDA	11,378	10,970	9,967
Adjusted Debt/Adjusted Comparable EBITDA	4.8	5.1	5.4

Year ended December 31

<sup>(1)</sup> Adjusted debt and adjusted comparable EBITDA are non-GAAP measures. The calculations are based on management methodology. Individual rating agency calculations will differ. (2) 50 per cent debt treatment on \$2.5 billion of preferred shares as of December 31, 2024.

<sup>(3) 50</sup> per cent equity treatment on \$11.0 billion of junior subordinated notes as of December 31, 2024. U.S. dollar-denominated notes translated at December 31, 2024, U.S./Canada foreign exchange rate of 1.44. (4) Comparable EBITDA is a non-GAAP measure. See the forward-looking information and non-GAAP/supplementary financial measures slide at the front of this presentation and the Appendix for more information.