

**Important U.S. Federal Income Tax Information for Shareholders Concerning  
the DT Midstream, Inc. Common Stock Distribution**

July 22, 2021

Dear Shareholder,

On June 4, 2021 the Board of Directors of DTE Energy Company (“DTE”) declared a pro rata dividend to DTE common stockholders of record as of the close of business on June 18, 2021 (the “Record Date”) of 100% of the outstanding shares of DT Midstream, Inc. (“DT Midstream”) common stock payable on July 1, 2021 (the “Distribution Date”, and such distribution of shares, the “Distribution”).

On the Distribution Date, DTE completed the Distribution. As a holder of DTE common stock, for every two shares of DTE common stock you held as of the Record Date, you will receive a dividend of one share of DT Midstream common stock. The distribution agent will distribute only whole shares of DT Midstream common stock in the Distribution.

This statement is intended to explain certain U.S. federal income tax consequences of the Distribution, including how each DTE shareholder will generally be required to allocate a portion of the tax basis in his or her DTE common stock held to the DT Midstream common stock received. You should refer to the section entitled “The Spin-Off—Material U.S. Federal Income Tax Consequences of the Spin-Off” in the Information Statement furnished by DT Midstream on its Current Report on Form 8-K filed with the Securities and Exchange Commission on June 4, 2021 (the “Information Statement”), for more information. You should also consult your own tax advisors regarding the specific consequences to you of the Distribution.

**Tax Treatment of the Distribution.** On July 1, 2021, Cravath, Swaine & Moore LLP, counsel to DTE, issued a written opinion to DTE concluding that, based on the assumption that, among other things, the representations made, and information submitted, in connection with it are accurate, the Distribution will qualify as a distribution to which Section 355(a), Section 355(c) and Section 361 of the Internal Revenue Code of 1986, as amended (the “Code”) apply (the “Tax Opinion”). The Tax Opinion is based on certain representations as to factual matters from, and certain covenants by, DTE and DT Midstream. The Tax Opinion cannot be relied on if any of the assumptions, representations or covenants is incorrect, incomplete or inaccurate or violated in any material respect.

As a result, U.S. shareholders of DTE will generally not recognize gain or loss for U.S. federal income tax purposes on receipt of the DT Midstream common stock, except with respect to any cash received in lieu of fractional shares of DT Midstream common stock.

**Fractional Shares.** With respect to cash issued in lieu of fractional shares, a U.S. Holder (as defined in the Information Statement) will be treated as though it first received a distribution of the fractional share in the Distribution and then sold it for the amount of cash actually received. Provided the fractional share is considered to be held as a capital asset on the date of the Distribution, the U.S. Holder will generally recognize capital gain or loss measured by the difference between the cash received for such fractional share and the U.S. Holder’s tax basis in that fractional share, as determined above. Such capital gain or loss will be long-term capital gain or loss if the U.S. Holder’s holding period for the DTE common stock is more than one year on the date of the Distribution.

The distribution agent will not distribute any fractional shares of DT Midstream common stock in connection with the Spin-Off. Instead, the distribution agent will aggregate all fractional shares into whole shares and sell the whole shares in the open market at prevailing market prices on behalf of DTE shareholders entitled to receive a fractional share. The distribution agent will then distribute the

aggregate cash proceeds of the sales, net of brokerage fees and other costs, pro rata to these holders (net of any required withholding for taxes applicable to each holder). The distribution agent is not, and any broker-dealer used by the distribution agent will not be, an affiliate of DTE.

**Tax Basis.** For U.S. federal income tax purposes, the aggregate tax basis in the DTE common stock owned immediately before the Distribution must be allocated between the DTE common stock held and the DT Midstream common stock received in proportion to their relative fair market values on the Distribution Date (subject to reduction upon the deemed sale of any fractional shares).

The holding period of DT Midstream common stock received by each U.S. Holder should include the holding period of its DTE common stock, provided that such DTE common stock is held as a capital asset on the Distribution Date. U.S. Holders that have acquired different blocks of DTE common stock at different times or at different prices are urged to consult their tax advisors regarding the allocation of their aggregate adjusted tax basis among, and the holding period of, shares of DT Midstream common stock distributed with respect to such blocks of DTE common stock.

U.S. federal income tax laws do not specify how to determine fair market value. One approach, used in the example below, is to use the average of the high and low trading prices quoted on the New York Stock Exchange on the first full day of trading, here the Distribution Date.

DTE takes no position as to whether this approach is preferred or appropriate, and other valuation methodologies may exist. You should consult your tax advisor to determine the appropriate methodology to determine fair market value.

**The following example is for illustrative purposes only.**

**Example:**

Assumptions

- This example assumes you choose to use an average of the reported high and low trading prices of the DTE and DT Midstream stock quoted on the New York Stock Exchange on the Distribution Date as the method of determining the fair market values of the DTE common stock and the DT Midstream common stock. Please note, as noted, other valuation methodologies may exist, however and you should consult your tax advisor regarding these basis allocation calculations.
- This example assumes you held 205 shares of DTE stock as of the Record Date, and that all shares were acquired at the same time and at the same price of \$100 per share.
- EXAMPLE:
  - On the Distribution Date, the average high and low trading price of a share of DTE common stock was \$111.37 and the average high and low trading price of a share of DT Midstream common stock was \$40.55.

**Allocation of Tax Basis between DTE and DT Midstream**

Shares	Number of Shares	Tax Basis Allocation (per share)	Tax Basis Allocation (total)
<i>DTE</i>	205	84.60	17,342.74
<i>DT Midstream</i>	102	30.80	3,141.86
<i>Fractional shares</i>	0.5	30.80	15.40
		<b>Total</b>	<b>20,500.00</b>

Average high/low Stock Price

Entity	Avg. High/Low Price on Distribution Date	Number of Shares	Adjusted Avg. High/Lower Price	Allocation of Tax Basis
<i>DTE</i>	111.37	2	222.74	84.60%
<i>DT Midstream</i>	40.55	1	40.55	15.40%
			<b>Total</b>	<b>100.00%</b>

Based on these measures of relative fair market value, existing tax basis in DTE common stock would be allocated 84.60% to your DTE common stock held and 15.40% to your DT Midstream common stock received as of the Distribution Date. A portion of the basis in DT Midstream common stock would then be allocated to the fractional share deemed received and sold.

**U.S. Federal Income Tax Reporting Requirements.** Any DTE shareholder that is a “significant distributee” is required to attach a statement describing the details of the Distribution to his, her or its U.S. federal income tax return for the period that includes the Distribution Date. You are a significant distributee if, immediately before the Distribution, you owned (i) at least five percent (by vote or value) of the total outstanding stock of DTE or (ii) securities in DTE with a basis of \$1,000,000 or more. If a significant distributee is a “controlled foreign corporation” (within the meaning of section 957 of the Code), each “United States shareholder” (within the meaning of section 951(b) of the Code) with respect thereto must include this statement on or with its return. A sample statement is attached as Exhibit 1.

**THE INFORMATION SET FORTH ABOVE AND IN THE ATTACHED EXHIBITS IS INTENDED TO BE USED FOR GENERAL INFORMATION PURPOSES ONLY, IS NOT INTENDED TO CONSTITUTE ANY TAX ADVICE, NOR IS IT INTENDED TO ADDRESS ALL ASPECTS OF FEDERAL TAXATION THAT MAY BE RELEVANT TO PARTICULAR SHAREHOLDERS. THIS INFORMATION MAY NOT BE APPLICABLE TO SHAREHOLDERS WHO ARE NOT CITIZENS OR RESIDENTS OF THE UNITED STATES. NOR DOES THE INFORMATION CONTAINED HEREIN ADDRESS TAX CONSEQUENCES WHICH MAY VARY DUE TO YOUR INDIVIDUAL CIRCUMSTANCES. YOU SHOULD CONSULT YOUR TAX ADVISORS REGARDING THE APPLICATION OF THE INFORMATION CONTAINED HEREIN AND IN THE ATTACHED EXHIBITS, AND DETERMINE THE APPLICABILITY TO YOUR SPECIFIC CIRCUMSTANCES AND THE PARTICULAR FEDERAL, FOREIGN, STATE AND LOCAL TAX CONSEQUENCES OF THE DISTRIBUTION TO YOU.**

**Information Statement to the Internal Revenue Service**

**STATEMENT PURSUANT TO §1.355-5(b) BY**

\_\_\_\_\_, (EIN: \_\_\_\_\_),

**A SIGNIFICANT DISTRIBUTE**

1. On July 1, 2021, the undersigned, a shareholder owning shares in DTE Energy Company as of the close of business on June 18, 2021, received a distribution of stock in DT Midstream, Inc., a controlled corporation, pursuant to section 355 of the Internal Revenue Code of 1986, as amended.
2. The names, employer identification numbers, and addresses of the corporations involved are as follows:
  - a. Distributing corporation:  
DTE Energy Co.  
EIN: 38-3217752  
One Energy Plaza  
Detroit, Michigan 48226-1279
  - b. Controlled corporation:  
DT Midstream, Inc.  
EIN: 38-2663964  
One Energy Plaza  
Detroit, Michigan 48226-1279
3. No stock or securities in DTE Energy Company were transferred or surrendered by the undersigned in connection with the distribution. The aggregate fair market value, immediately before the distribution, of DT Midstream, Inc. stock received by the undersigned in the distribution was \$\_\_\_\_\_.
4. No stock (other than the common stock of DT Midstream, Inc.), securities or other property (including money) was received in the distribution, other than \$\_\_\_\_\_ received in lieu of fractional shares of DT Midstream, Inc. common stock.

Shareholder's Signature

\_\_\_\_\_

Spouse's Signature (if stock held jointly)

\_\_\_\_\_



**Part II Organizational Action** (continued)

**17** List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ See attachment.

Blank lines for listing Internal Revenue Code sections.

**18** Can any resulting loss be recognized? ▶ See attachment.

Blank lines for providing information regarding loss recognition.

**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See attachment.

Blank lines for providing other necessary information.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Sign Here**  
Signature ▶  Date ▶ 7/21/2020

Print your name ▶ **Patrick D. Lee** Title ▶ **Vice President and Chief Tax Officer**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

**DTE Energy Company**

**Distribution of DT Midstream, Inc. Common Stock  
Attachment to Form 8937**

**PART II**

**Line 14. Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action.**

On July 1, 2021, DTE Energy Company ("DTE") distributed 100% of the common stock of DT Midstream, Inc. ("DTM") to the DTE common shareholders of record as of June 18, 2021 (the "Distribution"). In the Distribution, each such shareholder received one (1) share of DTM common stock for every two (2) shares of DTE common stock held.

*THE INFORMATION CONTAINED HEREIN IS INTENDED TO BE USED FOR GENERAL INFORMATION PURPOSES ONLY, IS NOT INTENDED TO CONSTITUTE ANY TAX ADVICE, NOR IS IT INTENDED TO ADDRESS ALL ASPECTS OF FEDERAL TAXATION THAT MAY BE RELEVANT TO PARTICULAR SHAREHOLDERS. THIS INFORMATION MAY NOT BE APPLICABLE TO SHAREHOLDERS WHO ARE NOT CITIZENS OR RESIDENTS OF THE UNITED STATES. NOR DOES THE INFORMATION CONTAINED HEREIN ADDRESS TAX CONSEQUENCES WHICH MAY VARY DUE TO YOUR INDIVIDUAL CIRCUMSTANCES. YOU SHOULD CONSULT YOUR TAX ADVISORS REGARDING THE APPLICATION OF THE INFORMATION CONTAINED HEREIN, AND DETERMINE THE APPLICABILITY TO YOUR SPECIFIC CIRCUMSTANCES AND THE PARTICULAR FEDERAL, FOREIGN, STATE AND LOCAL TAX CONSEQUENCES OF THE DISTRIBUTION TO YOU.*

**Line 15. Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as percentage of old basis.**

Subject to the discussion of the relative fair market value of DTM and DTE common stock in box 16 below, as a consequence of the Distribution, each DTE U.S. shareholder should allocate 84.60% of its basis in its DTE stock held immediately before the Distribution to its DTE common stock and 15.40% to the DTM common stock received in the Distribution.

As an example, take a shareholder who held 205 DTE common shares, which the shareholder acquired before the Distribution for \$100/share, for an aggregate basis of \$20,500. In the Distribution, the shareholder would have received 102 shares of DTM common stock. Using the allocation above, the shareholder would allocate 84.60% of their basis--\$17,342.74, or about \$84.60/share--to their DTE common stock, and 15.40% of their basis--\$3,141.86, or about \$30.80/share--to the DTM common stock they received in the Distribution.

**Line 16. Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.**

The aggregate basis of the DTE common stock and DTM common stock held by each U.S. holder immediately after the Distribution will be the same as the aggregate tax basis of the DTE common stock held immediately before the Distribution, allocated between the DTE common stock and the DTM common stock in proportion to their relative fair market values on the date of the Distribution.

There are a number of ways to determine the fair market value of DTE and DTM common stock. The allocation described in box 15 is based on the average of the reported high and low trading prices of DTE and DTM common stock (\$111.37 and \$40.55, respectively) on July 1, 2021. Other valuation methodologies may exist, however, and we recommend that you consult your tax advisor regarding these basis allocation calculations.

Shareholders that have acquired different blocks of DTE common stock at different times or at different prices should consult their tax advisor regarding the allocation aggregate basis among DTE and DTM common stock.

**Line 17. List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.**

Section 355, Section 358, and Section 368(a)(1)(D).

**Line 18. Can any resulting loss be recognized?**

No (although loss may be recognized on the deemed disposition of fractional shares).

**Line 19. Provide any other information necessary to implement the adjustment, such as the reportable tax year.**

The reportable tax year is the taxable year of the shareholder that includes July 1, 2021.

For more information on the U.S. federal income tax consequences of the Distribution, holders should consult the discussion in the Information Statement furnished by DTM on its Current Report on Form 8-K filed with the Securities and Exchange Commission on June 4, 2021, under the heading "The Spin-off—Material U.S. Federal Income Tax Consequences of the Spin-Off".

Holders are urged to consult their own tax advisors as to the specific basis and other tax consequences to them of the Distribution.