

Worldline announces the contemplated strategic divestment of its Mobility & e-Transactional Services business line and other selected activities of Financial Services to Magellan Partners Group, a key milestone in its strategy to refocus on Payments

**After approval by the Board of Directors, the Group has entered into exclusive talks with Magellan Partners;
Proposed Enterprise Value up to €410 M¹;
Closing expected by end of H1 2026, subject to customary approvals.**

Paris La Défense, 29 July 2025 – Worldline [Euronext: WLN], a global leader in payment services, announces it has entered into exclusive negotiations with Magellan Partners, a leading Consulting and Technology company, specialised in augmented transformation. The contemplated transaction relates to the acquisition of its Mobility & e-Transactional Services (“MeTS”) Business Line, as well as other selected activities of Financial Services (“FS”)², representing a total turnover of c.€450M in 2024.

After ten years of consolidating the European payments landscape, Worldline has been considering divesting certain assets as part of a strategic refocus. The contemplated carve-out (“MeTS Perimeter”) covers MeTS, Worldline’s digital services business, delivering innovative IT solutions and products to public and private sector clients, and selected activities of FS Digital Banking - which primarily operate outside of payments, involving distinct customers, business models, sales, and delivery processes. The MeTS Perimeter represents a turnover of c.€450m in 2024 and includes c. 3,800 employees, mainly located in France, UK, Spain, Germany, Austria, Belgium and India.

In this context, Worldline has entered into exclusive negotiations with Magellan Partners following receipt of a binding offer with an upfront Enterprise Value of €400M plus an additional contingent consideration of €10M based on the 2025 operating performance of the perimeter. This represents an approximative 11x pro-forma standalone adjusted operating income for 2024.

A contemplated transaction to support the standalone development of Worldline and the ambitious expansion of MeTS activities integrated into Magellan Partners

For Worldline, this divestment would simplify the Group operations and optimize resource allocation by increasing management focus on core payment activities for merchants and financial institutions. Proceeds would be used to strengthen the Group financial profile, enhance its strategic flexibility in the medium term, and redeploy capital towards core payment activities. For reference, Adjusted EBITDA deconsolidation impact of the perimeter on Worldline is estimated at approximately €100M on a full year basis³.

¹ Including €10m earn-out based on the 2025 operating performance of the Perimeter.

² The MeTS Perimeter includes all MeTS activities across all geographies, part of FS Digital Banking activities as well as selected activities historically reported under Merchant Services (MS) business line, which are synergistic with the MeTS and with limited entanglements with the rest of the Group. Additional resources would be contributed to operate the scope representing a total of c. 3,800 employees in Europe and India.

³ Contribution of the MeTS Perimeter to Group Adjusted EBITDA, excluding non-transferred and recharged central costs once transaction would be completed. Adjusted EBITDA is based on operating margin excluding impact of D&A and integration, acquisition and rationalization costs.

For the MeTS Perimeter, the separation from Worldline Group would allow a more targeted and strategic approach to its respective market segments, enabling the business to pursue emerging opportunities and realize its own growth ambitions. Bringing together Magellan Partners' expertise in Business and Management consulting, generative AI and Technology consulting on market-leading solutions (Microsoft, Salesforce, ServiceNow, SAP, AWS, Google, Pega, Cybersecurity) and MeTS' B2B2C digital solutions, would enable MeTS to develop new products and innovations, accelerate expansion and enter new markets.

MeTS business divisions are:

- **Trusted Services:** delivering secure digital services that support critical, high-volume business processes - from citizen services and healthcare process management to banking operations, industrial systems, retail engagement, and energy infrastructures;
- **Transport & Mobility:** delivering secure and innovative digital services that simplify access to transport, enhance passenger experience, and support operators through ticketing, passenger engagement, and mobility-as-a-service solutions;
- **Omnichannel Interactions:** delivering Customer Contact-as-a-Service (CCaaS) solutions and specialized service centers across all markets, enabling businesses and administration to engage with their customers and citizens seamlessly anytime, anywhere, and through any channel.

Selected FS Digital Banking activities that would be transferred to the MeTS Perimeter deliver today secure messaging and conversational platforms for banks, completing perfectly the existing portfolio of MeTS.

Creating a European leader in Consulting, Technology, Solutions and Digital Trust

Magellan Partners is a leading European company, based in France, specializing in Business and Management consulting and information systems, with extensive expertise in technology, generative AI and data. Founded in 2008, the company has developed into a significant player within the digital transformation domain. The company is owned by its co-founders and its management team. Today, Magellan Partners comprises 14 specialist activities that combines Consulting and pure-player Technology capabilities, employs 2,900 professionals, and operates through 23 agencies, in France (16), the UK, Switzerland, Italy, Morocco and Mauritius, expected to generate approximately €420 million revenue this year. The integration of the MeTS Perimeter within Magellan Partners would establish a new business proposition that would be strategically positioned to deliver advanced digital services across Europe for Health and Public Sector and for private sectors.

Through this project, Magellan Partners and the MeTS Perimeter would join forces to create a unique European player - a true one-stop shop - capable of delivering sector-specialized consulting, technological expertise in market-leading solutions, offering secure, mission-critical digital services leveraging AI Gen at scale, for both public and private sectors.

Through highly complementary skillset and offerings, the combined entity would be ideally positioned to address its clients digital transformation needs with expanded services, focused on trust, security, and sovereignty. With current changes in the market, the enlarged organisation would aim to respond with greater scale, consistency, and operational capacity. The new Magellan Partners' Group post-acquisition of the MeTS Perimeter would represent more than 6,700 employees, with a combined turnover of €900 million in 2025.

Pierre-Antoine Vacheron, CEO of Worldline, said: *"We are embarking on a pivotal transformative chapter for Worldline that goes through increased focus on our core activities. The contemplated transaction is a first step in this journey and affirms our strategic confidence in our payments expertise while empowering MeTS to accelerate its digital transformation as an independent leader. I would like to thank the MeTS teams for their significant contributions to Worldline's success and express confidence that Magellan Partners' involvement would drive innovative growth, cementing MeTS and Digital Banking Financial Services activities as a leading player in Europe's digital future."*

Didier Zeitoun, co-founder and CEO of Magellan Partners, said: *"Our industrial project with MeTS would enable us to create a distinctive offer for our clients, with a unique combination of business and management consulting, technology, comprehensive solutions, and sovereignty services to drive augmented transformation at the core of our clients' businesses. This ambition rests on the combined strength of our two organisations. We share deeply rooted values with MeTS, such as excellence, integrity, and a passion for innovation, that would form the foundations of our collaboration. We have set our ambitions high, and to realise these goals we would draw on the remarkable expertise developed within MeTS. By working hand in hand, we will create value and foster innovation. The commitment, talent, and know-how of our teams will be the key to our shared success."*

Caroline Jéséquel, Head of MeTS business line at Worldline, commented: *"This initiative would mark the beginning of a unique adventure for MeTS teams and for our customers. Joining forces with Magellan Partners, our new company would be able to propose and deliver a unique service offering in Europe in augmented digital transformation from Consulting to Operations, leveraging solutions at scale, including highly secured and sovereign solutions for private and public sector. Thanks to this new strategic step, MeTS anticipates enhanced growth opportunities and collaboration with complementary services, technologies and methodologies, sharing the same values with Magellan Partners. Our top priority still remains in continuing delivering secured B2B2C platforms, used by millions of consumers and citizens, fully committed to client satisfaction."*

Signing of a final and definitive agreement between the parties will be carried out in the framework of the relevant social processes and ongoing dialogue with the employee representatives' bodies.

This transaction is based on the financing provided by the group's historical banks, the Crédit Agricole Group and BNP Paribas, as well as the entry of ICG into the capital of Magellan Partners. As part of the contemplated acquisition, ICG would acquire a minority stake in the capital of Magellan Partners to support his development and finance also the transaction.

The completion of the transaction is also subject to other condition precedents (in particular implementation of the carve out of the MeTS division, will be carried-out in the framework of the relevant social processes and ongoing dialogue with the employee representatives' bodies, and approval of relevant regulatory authorities). The contemplated transaction is expected to close in the first half of 2026.

Contemplated calendar:

- Estimated Social process timeline: Q3 - Q4 2025
- Estimated Signing date: Q4 2025
- Estimated Closing date: H1 2026

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ABOUT WORLDLINE

Worldline [Euronext: WLN] helps businesses of all shapes and sizes to accelerate their growth journey – quickly, simply, and securely. With advanced payments technology, local expertise and solutions customised for hundreds of markets and industries, Worldline powers the growth of over one million businesses around the world. Worldline generated a 4.6 billion euros revenue in 2024. worldline.com

Worldline's corporate purpose ("raison d'être") is to design and operate leading digital payment and transactional solutions that enable sustainable economic growth and reinforce trust and security in our societies. Worldline makes them environmentally friendly, widely accessible, and supports social transformation.

ABOUT MAGELLAN PARTNERS

Founded in 2008, Magellan Partners is a Consulting and Technology group specializing in Augmented Transformation. Ranked 3rd Best Workplace France and with more than 2,900 consultants in 2025, Magellan Partners supports companies in profoundly changing their businesses and technological foundations to tackle new business models and the societal, energy and ecological transition. Magellan Partners generated a 360 million euros revenue in 2024. The Group provides organizational consulting services in 7 business sectors (Energy, Utilities / Telecom & Media / Banking / Insurance / Health & Public Sector / Industry & Services / Luxury & Retail), with 6 cross-functional practices (Strategy and Augmented Transformation, AI & Data, Cybersecurity, Human Resources, Finance and CIO Advisory). It also brings together specialized IT activities on major technology platforms: Microsoft, Salesforce, Amazon, Google, SAP, ServiceNow, PEGA. magellan-partners.eu