

Worldline Board of Directors unanimously welcomes planned change in ownership structure

Atos's proposal to distribute 23.4% of Worldline share capital to its shareholders would enhance Worldline's strategic flexibility and improve the equity markets profile of the Group

Bezons, January 30, 2019 – Worldline's Board of Directors has been informed on January 29, 2019 of the project of Atos to distribute in kind around 23.4% of the share capital of Worldline. Atos announced its intent to submit its project to its shareholders at its Annual General Meeting planned on April 30, 2019. According to its project, Atos would retain around 27.4% of Worldline's share capital and, as a consequence, Worldline's free float would increase from currently 22.3% to approximately 45.7%.

Worldline's Board of Directors unanimously welcomed this proposal: *"The proposed distribution would increase Worldline's strategic flexibility, a very positive development for Worldline allowing the Group to reaffirm its successful strategy and confirm its ability to act as a key player in the consolidation of the European payment market. The contemplated project would also lead to a greater free float and increased visibility of Worldline stock, providing investors with an enhanced opportunity to invest in Worldline"*.

Worldline's Board of Directors also welcomes Atos's proposal to maintain the industrial and commercial partnership under an Atos-Worldline Alliance, which would also combine innovation in digital and payment services as well as talent pools and networks.

The governance of Worldline would remain unchanged except for a reduced representation of Atos, from 5 to 3 Board members, and an increased representation of independent Board members, with 2 new independent members expected to join the Board of Directors. In this context, Thierry Breton will remain non-executive Chairman of Worldline's Board of Directors and Gilles Grapinet, Chief Executive Officer of Worldline. Atos announced that it has been decided that Gilles Grapinet will no longer hold any functions within Atos as of February 1st, 2019. In addition, Atos and SIX Group would remain partners as co-shareholders with an amended shareholders' agreement and are expected to agree to a six-month lock-up on their respective stakes in Worldline post distribution.

This project is subject to the appropriate processes with the relevant works council's representatives in accordance with applicable laws and to approval of Atos's shareholders.



About Worldline

Worldline [Euronext: WLN] is the European leader in the payment and transactional services industry. With innovation at the core of its DNA, Worldline core offerings include pan-European and domestic commercial acquiring for physical or online businesses, secured payment transaction processing for banks and financial institutions, as well as transactional services in e-ticketing and for local and central public agencies.

Thanks to a presence in 30+ countries, Worldline is the payment partner of choice for merchants, banks, public transport operators, government agencies and industrial companies, delivering cutting-edge digital services.

Worldline activities are organized around three axes: Merchant Services, Financial Services including equensWorldline and Mobility & e-Transactional Services. Worldline employs circa 11,000 people worldwide, with estimated pro forma revenue of circa 2.3 billion euros on a yearly basis. Worldline is an Atos company. worldline.com



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