

**Information notice relating to the conclusion of a regulated agreement published pursuant to
Articles L. 22-10-13 and R. 22-10-17 of the French Commercial Code**

Paris (France) – 11 March 2026 – Worldline (the "**Company**") today announces the conclusion of an underwriting agreement (the "**Underwriting Agreement**") in connection with its capital increase with preferential subscription rights for shareholders, with a banking syndicate comprising BNP Paribas, Barclays Bank Ireland PLC, Crédit Agricole Corporate and Investment Bank ("**CACIB**"), J.P. Morgan SE, acting as joint global coordinators, joint lead managers and joint bookrunners (the "**Global Coordinators**"), and ABN Amro, Intesa Sanpaolo and Société Générale, acting as joint bookrunners (together, the "**Managers**").

Interested party and relations with the Company

- **Mr. Jérôme Grivet**, member of the Board of Directors of the Company, who has been appointed on the proposal of Crédit Agricole S.A. (which directly and indirectly owns 97.8% of the share capital of CACIB), and who is a Deputy Chief Executive Officer (*Directeur Général Délégué*) of Crédit Agricole S.A.

Purpose, main terms and conditions, and benefits of the agreement for the Company

This agreement was entered into to ensure the success of the capital increase with preferential subscription rights for the Company's shareholders for a total amount of approximately €392 million (including issue premium) (the "**Rights Issue**"), the prospectus for which was approved today by the *Autorité des marchés financiers* under number n°26-053.

The Managers have agreed, severally but not jointly (*sans solidarité*), to procure subscribers for, failing which to subscribe, to the extent the newly issued ordinary shares of the Company issued in the context of the Rights Issue (the "**New Shares**") shall not have been subscribed for at the close of the subscription period after the exercise of the subscription rights both subject to reduction and not subject to reduction (*à titre irréductible et réductible*) and for an aggregate maximum amount of €250 million (the "**Underwritten Amount**")

BNP Paribas, Bpifrance Participations and Crédit Agricole S.A. (via Delfinances, a wholly-owned subsidiary of Crédit Agricole S.A. ("**Delfinances**")) have each undertaken to subscribe to the Capital Increase (i) not subject to reduction (*à titre irréductible*), by exercising their subscription rights in proportion to their respective shareholding in the Company, representing respectively 7.93%, 9.59% and 9.51% of the share capital of the Company (following completion of the Reserved Capital Increases (as defined below)) and (ii) for an additional commitment amount of up to €6.9 million, €11.4 million and €10.7 million, respectively, by facilitating the execution of the Capital Increase including, but not limited to, by way of acquisition of subscription rights (in the market or in off-market transactions) and/or exercise of subscription rights and/or subscribing to the Capital Increase subject to reduction (*à titre réductible*) and/or allocation to it pursuant to the provisions of Article L.225-134, 2° of the French Code de commerce (together, the "**Subscription Commitments**").

The Board of Directors confirmed that the Underwriting Agreement was in the Company's best interests for the following reasons:

- the Underwriting Agreement is necessary in the context of the Rights Issue;
- CACIB is a credit institution that regularly participates in large-scale capital increases in France and internationally and has recognized experience in this field;
- the terms and conditions of CACIB's involvement, as provided in the Underwriting Agreement, are identical to those of the other Global Coordinators and are customary market terms and conditions for this type of agreement; and
- the Underwriting Agreement contains representations and warranties that are customary for this type of transaction.

Financial terms and indication of the ratio between the price of the agreement for Worldline and the last annual profit

In return for the commitment of the Managers, the Company is committed to paying each of the Managers a commission (*underwriting fee*) equal to a percentage of the Underwritten Amount. The underwriting fee amounts to 1,373,282 euros for CACIB.

The Company may also pay the Managers an additional commission (representing 0,50 % of the Underwritten Amount) at its discretion, in terms of amount, split among the Managers pro rata their underwriting commitments.

It is reminded that the Company's net income as of 31 December 2025, was €(5,157) million.

Approval by the Board of Directors

The Company's Board of Directors authorized the conclusion of the Underwriting Agreement at its meeting on 6 March 2026, in accordance with Article L. 225-38 of the French Commercial Code.

In accordance with Article L. 225-40 of the French Commercial Code, Mr. Jérôme Grivet, member of the Board of Directors of the Company, who has been appointed on the proposal of Crédit Agricole S.A. (which directly and indirectly owns 97.8% of the share capital of CACIB), and who is a Deputy Chief Executive Officer (*Directeur Général Délégué*) of Crédit Agricole S.A., did not take part in the deliberations or vote on this agreement.

The Underwriting Agreement was signed on 11 March 2026, and will be submitted for approval at the general meeting of shareholders in accordance with Article L. 225-40 of the French Commercial Code.