Free translation from the original French language. French language should prevail if any discrepancy

Shareholders' General Meeting (ordinary and extraordinary) of June 8, 2023
(the "General Assembly")
Answers to written questions

Forum pour l'investissement responsable (FIR)

Environment

1. a) In the context of the Paris Agreement, how does each of your actions related to the reduction of your direct and indirect GHG emissions contribute to your decarbonisation target across all scopes (percentage of emissions reduced through the action)? What is the share of negative emissions in your decarbonisation objectives?

b) Could you associate an amount of investment needed for each of the actions deployed, related to the reduction of your direct and indirect emissions, resulting from your decarbonisation strategy?

c) On which reference scenario(s) is your decarbonisation strategy based? Is it aligned with a 1.5°C scenario?

Worldline's current targets validated by SBTi in September 2021 are as follows:

- Reduction of absolute GHG emissions from scopes 1 and 2 by 25% by 2025 compared to a 2019 base year. This target was deemed compatible with a 1.5°C trajectory.
- Reduction of absolute Scope 3 GHG emissions by 7.4% by 2025 compared to a 2019 base year for the categories of 'purchase of products and services' and 'use of products sold'. This target was deemed to be consistent with a trajectory "well below 2°C".

It should be noted that these targets will be updated to take into account the divestment of the payment terminal manufacturing business (the Terminals Solutions and Services (TSS) unit). Given the reassessment of our scope 3 (upstream and downstream emissions) in 2023 for the year 2022, these targets will be communicated in 2023, once approved by the SBTi.

The CO2e reduction on scopes 1 and 2, compared to the CO2e reduction target validated by SBTi, has been set against the 2019 reference year and covers scopes 1 and 2 for the Worldline and Ingenico scopes, including TSS. Given the divestment of the payment terminal manufacturing business (the "TSS" unit, Terminals Solutions and Services), we have recalculated the sum of the recalculated 2019 values without TSS for scopes 1 and 2. This sum is 17,680 tonnes CO2e. As Worldline's carbon footprint on scopes 1 and 2 in 2022 is 9,109 tonnes CO2e, Worldline's emissions have decreased by 48% compared to this recalculated baseline.

In 2022, Worldline reduced its CO2 emissions in its data centres by 93 tonnes of CO2e and in its offices by 949 tonnes of CO2e.

The environmental strategy prioritises reducing energy consumption and then reducing its greenhouse gas emissions, for example by using renewable energy sources. After reductions, residual GHG emissions are offset through the purchase of credits. The company started offsetting its residual GHGs early on by purchasing carbon credits on the voluntary market. The projects chosen for the purchase of credits were linked to the volume of residual emissions and Worldline only chose certified projects (VCS or Gold Standard). It has also given priority to forest preservation initiatives wherever possible. In this respect, Worldline is considering switching from financing avoidance credits to removal credits, so that it will eventually only invest in its own removal projects, as opposed to buying credits on a market. In 2023, Worldline will offset 12,126 tonnes of GHG emissions through the purchase of carbon credits in the voluntary market. This figure corresponds to the remaining GHG emissions from scopes 1, 2 and 3a in 2022.

In terms of communication, Worldline began by emphasising that it was "the world's first carbon-neutral payment company", and then adapted its communication to emphasise that "we are contributing to carbon neutrality" in order to take into account the recommendations of the French environment agency ADEME.

For the first time this year (in URD 2022), , Worldline is publishing details of its scope 3 emissions, as well as market-based and location-based emissions. This is an additional effort by Worldline to improve transparency. Worldline has also revised completely its scope 3 calculation to be more accurate. For more information, see URD 2022 section A.5.2.2.1 our carbon footprint methodology.

The investments are spread across the following action plans:

- office improvement plan

Worldline has relocated over 700 employees in Madrid and Melbourne to new office buildings with a Class A or equivalent energy performance certificate. 10.7 million in 2022 (increase in IRFS 16). This amount is aligned with activity 7.7. of the European taxonomy.

0.3 million was invested in the installation and replacement of LEDs in our offices in New Zealand, France and Belgium.

0.2 million was invested in the installation and replacement of our ventilation and air conditioning systems in our offices in France and New Zealand.

0.05 million was invested in the installation of water saving systems (taps and kitchen equipment).

These investments will continue in 2024 as part of the ongoing management of our buildings.

- Data centres (DC) investment improvement plan

We have built an investment plan that would allow all of our proprietary data centres to fall below the GWP (global warming potential) threshold of 675. These investments are still under consideration.

0.1 million was invested to install free cooling in our data centres in France.

- company vehicle fleet on electric

As part of its plan to reduce CO_2 emissions by 2025, the group continues to convert its entire company vehicle fleet to electric and hybrid vehicles. European countries, which account for more than 90% of company cars worldwide, are now implementing this policy. As a result, in 2022, €3.7 million has been committed to leasing vehicles (IFRS16 rights of use) with CO_2 emissions below 50 gCO_2/km.

Following the implementation of its new car policy, Worldline has also launched a large-scale programme to install charging stations at its main sites until 2024 for all sites concerned. In addition, by 2028, employees with a company electric car will have a charging point installed at their premises. The installation of electric vehicle charging stations is intended to facilitate the transition from a fleet of thermal vehicles to a fleet of electric vehicles. 0.6 million in the installation of charging stations in Belgium, France and Luxembourg.

- Digital sobriety / eco-design

In 2022, Worldline conducted a project to analyse its carbon footprint for internal IT and identify measures to reduce it. 0.03 million externally and mobilised the CSR and IT teams internally.

This project continues in 2023 and will be extended to our service production infrastructure.

This project is correlated with our studies on eco-design. In 2022, the CSR, R&D and architecture teams participated in the publication in April 2022 of the AFNOR SPEC 2201 standard, Eco-design of digital services. This project continues in 2023 and Worldline has applied to lead the working group on the corresponding ISO standard.

The company's investments remain mainly in the allocation of internal resource costs.

- LCA on our main services

Life circle assessment has led to 0.07 million in external costs in 2022 and time from our internal CSR, R&D and business teams. The time allocated in 2023 to this project will be devoted to the implementation of an action plan based on the conclusions of the study.

- Research projects on the reduction of our indoor servers

For this scientific research project, Worldline has invested since April 2022 for 3 years in an additional resource within the framework of a doctorate, with the objective of studying and sizing the energy consumption of servers on demand (shutting down equipment when demand is too low, restarting when demand increases).

- Net Zero

The action plan and investments associated with the transition to Net Zero by 2050 have been quantified and will be validated by the Board of Directors in 2023.

In 2023, Worldline has already invested €0.07 million in offsetting its residual Scopes 1, 2 and 3a emissions from 2022.

For more information on our investments under the EU green taxonomy, please refer to the 2022 URD, section A.5.1.3 Meet regulatory expectations - Alignment with the E.U. Green Taxonomy.

2. a) Have you recently carried out any work to assess the impacts and dependence (direct and indirect) of your activities on and towards biodiversity?

b) If not, why not? If yes, has your assessment of the (direct and indirect) dependence of your activities on biodiversity (expressed as a percentage of turnover, net banking income, etc.) changed compared to last year?

c) Based on your assessment, what are your expenditures in favour of biodiversity (protection, restoration...)? Please provide us with an amount.

In 2022, Worldline launched a biodiversity impact assessment. Several workshops were held with biodiversity experts. Further workshops are needed before a first level of conclusions can be published.
This first series of workshops has improved the CSR teams' knowledge of biodiversity. Although our offices and data centres have a limited impact on biodiversity, the IT devices used in our data centres have a greater impact. This needs to be investigated further. The company will review and continue its biodiversity impact assessment in 2023 and publish an initial assessment within two years.

In addition, the company supports associations that fight for the protection of biodiversity. For example, Worldline Switzerland supported the association 'BirdLife Naturzentrum Neerach' (nature centre) through donations and employee time. Employees worked there for one day. This association provides a habitat for countless species of animals and plants - including populations of national importance. However, the latter are increasingly threatened by other introduced species, so-called neophytes, which can wipe out the endangered ones. To decisively weaken neophytes, they must be uprooted. This is what Worldline Switzerland did on Social Day 2022, making a valuable contribution to the preservation of animal and plant diversity in the context of a nature mission.

Through the salary rounding mechanism in France, the association 'The SeaCleaners' was supported with 800 euros.

3. a) In a context of inflation, geopolitical crises, global warming and the degradation of biodiversity, what economic and financial impacts, <u>even indirect</u>, have the scarcity or difficulties in supplying natural resources (including energy) had on your business models?

Our business model has been little affected by the various crises, both global warming and the degradation of biodiversity, as shown by the company's turnover.

The increase in energy prices has been mitigated by the reduction measures taken by the company:

- lowering temperatures in the offices
- the introduction of regular teleworking
- closing offices one day a week

In the data centres, free cooling has been used to reduce energy consumption for air conditioning. Free cooling consists of using the difference in temperature between the air leaving the computers and the temperature of the outside air to help the cooling system.

Finally, over the year 2022, Worldline has significantly reduced the number of servers in the room, which has de facto reduced its consumption.

b) In your operations, what measures have you taken as a result to reduce your consumption and circularise your business model? In your value chain (upstream and/or downstream) how do you encourage the development of circular business models (via investment or financing strategies, customer services, engagement with suppliers, etc.)?

The strategy is as follows and in order of importance (most important first):

1. First, the focus is on reducing consumption. This includes investments in offices and data centres to reduce our consumption. To this end, Worldline is investing in live consumption monitors in its office buildings to identify the most consumptive service and act accordingly. Worldline is also replacing light bulbs with LEDs and installing occupancy monitors in circulation and common areas to reduce lighting when no one is present. To reduce commuting, a new car-sharing service was launched in France in 2021 and is still going strong. Within the data centres, we continue to increase the temperature of the computer rooms and use virtualisation to reduce the number of physical servers;

2. Our second priority, after reducing consumption, is to reduce GHG emissions. It should be noted that reducing the former automatically reduces the latter. Initiatives to reduce emissions include purchasing renewable energy contracts. In this respect, Worldline will give preference to local suppliers. Where these are not available, the company will purchase renewable energy certificates (RECs) to eventually cover 100% of its energy consumption. Currently, 94% of the company's energy consumption comes from renewable energy contracts or RECs.

At the end of 2022, Worldline launched a “Digital Sufficiency” analysis of its internal IT services to measure their carbon footprint. Based on the results of the study, Worldline will launch a programme to reduce its footprint. Examples are shown below:

- Redefining its device policy: to standardise equipment by user profile, promote reuse and improve recycling. The use phase of devices will be extended to reduce the purchase of new devices. This applies to laptops, monitors and smartphones. The company will also encourage employees to have only one smartphone, for both personal and business use, instead of two. Optimised settings will also be deployed on workstations to save energy.
- Cloud services: usage will be monitored and best practices will be communicated to employees, such as Microsoft TEAM's bandwidth reduction tips.

3. Our third priority is compensation. The company is currently developing its 'Net Zero' strategy. The first plans are currently being discussed by Worldline's General Management and Board of Directors. They will be announced in due course.

4. Our fourth priority is to achieve net zero emissions.

Although the circular economy is not a material risk for Worldline, several actions are being implemented internally to support it. For example, the servers used in the data centres are entrusted to companies to recycle them and give them a second life. The same applies to WEEE (storage robots, network switches, laptops and desktops, screens, printers, ink cartridges, battery chargers, adapters and electrical appliances).

Social

4. a) Could you please specify how the E&S criteria incorporated in the short and long-term variable remuneration policies (if applicable) of your executives reflect the most material E&S issues facing your company?

b) How does the Board ensure that E&S objectives are met, in particular on the basis of which quantitative criteria? Is the level of requirement systematically re-evaluated when achievement rates are high?

c) Can you describe how the remuneration (bonus, long-term incentive, profit-sharing, other) of your employees (excluding managers) includes environmental and social (E&S) criteria? Please specify the number of employees concerned and give as much detail as possible about the E&S criteria and their share in the employees' remuneration.

a) Worldline has launched a new Trust 2025 CSR transformation programme in 2021. This Trust 2025 programme introduces new practices to maintain Worldline's CSR leadership in the payments industry. The programme is structured around eight ambitions to address Worldline's key challenges in the areas of business, people, ethics, value chain, environment and local communities. Sixteen measurable goals have been set across all areas as part of Trust 2025. These sixteen objectives form the cornerstone of Worldline's CSR performance measurement.

The sixteen indicators selected for Trust 2025 are as follows:

Topic	Indicator
Platforms secured & available	• Quality score – Contracts' & Platforms services availability & response • Quality score – Platforms' services availability & response • % of data subject' request answered in time and in compliance with Worldline privacy policy • % of ISO 27001 certified sites according to the security policy
Customer experience & innovation	• Customer Net Promoter Score • Sustainable offer revenue in €m
Talent attraction & retention/People diversity	• Average number of Training hours per employee per year • Employee satisfaction as measured by the Trust Index of the Great Place to Work® survey • % of disabled workforce in the countries imposing legal requirements • % of women within the management positions
Sustainable procurement/ Ethics & Compliance	• % of suppliers evaluated by EcoVadis with a score below 45 having an action plan to solve critical findings identified • % of total expenses assessed by EcoVadis out of strategic suppliers expenses • % of alerts investigated and related actions plan defined within 2 months
Climate change	• CO2 emissions reduction (scope 1, 2) • % of CO2 offseted emissions for scope 1,2, 3a
Local communities	• Volume of collected donations in €m

The short and long-term variable remuneration policies of our executives include fifteen objectives included in Trust 2025 (the objective related to the volume of donations collected by the Company has been excluded from the short-term variable remuneration policy as this objective is out of the Company's control and depends on external events).

The short-term variable remuneration policy includes a combined external performance criterion covering the following 12 Trust 2025 indicators:

Fields	Indicators
Platforms secured & available	Quality score 1. Contracts' services availability & response 2. Platforms' service availability & response
	3. Percentage of data subject' request answered in time and in compliance with Worldline privacy policy
	4. Percentage of ISO 27001 certified sites according to the security policy
Customer experience & innovation	5. Net promoter score
	6. Sustainable offer revenue (in millions of euros)
Talent Attraction & Retention/People Diversity	7. Average number of training hours per employees per year
	8. Percentage of disabled workforce in the countries imposing legal requirements
Sustainable procurement/ Ethics & Compliance	9. % of suppliers evaluated by EcoVadis with a score below 45 having an action plan to solve critical findings identified
	10. Percentage of total expenses assessed by EcoVadis out of strategic suppliers expenses
	11. Percentage of alerts investigated and related actions plan defined within three months
Climate change	12. Percentage of CO2 emissions offse, for scopes 1, 2, 3a

This combined external performance criterion is included in the short-term variable remuneration of the executives for the second half of the year, each indicator representing 0.83% of the annual short-term variable remuneration of the Company's executives.

The long-term variable remuneration policy includes 3 other indicators that are also part of the Trust 2025 CSR strategic plan, namely:

- Reduction of CO2 emissions in scopes 1 and 2 as part of the Science Based Target (SBTi) initiative
- Employee satisfaction through the improvement of the overall employee satisfaction rate measured by the Trust Index of the Great Place to Work survey
- Diversity through the improvement of the percentage of women in management positions.

CSR criteria represent 20% of the total vesting of the long-term variable remuneration.

b) The Board of Directors and more specifically its CSR Committee, contribute to the development of the E&S strategy and the definition of indicators and objectives in this area. They monitor annually the progress of the achievement of the E&S objectives as defined in the Trust 2025 CSR strategic plan. All Trust 2025 indicators are quantitative criteria with targets set annually to enable us to achieve our CSR ambitions by 2025.

c) The long-term variable remuneration policy for our employees is based on the same long-term variable remuneration policy as that applicable to our executives. The long-term variable remuneration mainly benefits the Group's top management, key resources, experts and some juniors. E&S criteria therefore also represent 20% of the total vesting of our employees' long-term variable compensation.

The short-term variable remuneration policy for our employees also incorporates the same CSR criteria as the short-term variable remuneration policy for our executives. The twelve CSR indicators of Trust 2025 are also included in the short-term variable remuneration policy for the second half of 2023.

5. a) As part of your value sharing policy, what proportion of your share buybacks have you allocated to your employees over the last five years (excluding performance shares)? What was the proportion of employees concerned in France and abroad?

b) Over the same period, could you break down the allocation of your share buybacks (cancellation, employee shareholding operation, allocation of performance shares, other beneficiaries, other allocations)?

c) More generally, do you have a policy defining the allocation of your share buybacks? Is this policy public? If so, can you describe it?

As Worldline does not buy back shares beyond its liquidity contract at this stage, this question does not apply to Worldline.

We do not structurally buy back shares. Our performance share plans, stock option plans or employee share ownership plans have recently resulted in the creation of newly issued shares and not to share buybacks.

For information: the last Worldline share buyback took place on November 9, 2018 and the repurchased shares are still in the accounts of Worldline SA and have not been distributed.

6. a) What specific measures have you put in place to ensure that a decent wage is paid to all of your employees as well as to those of your suppliers (work with specialised initiatives, studies to determine the level of decent wage for each country, integration of the criterion in your supplier charters, due diligence of suppliers, etc.)?

For the employees of Worldline:

Worldline aims to be a responsible employer on a global scale, acting fairly in its labour and employment activities, practices and processes and to conduct its business in an ethical and sustainable manner, in all its spheres of influence: employees, customers, partners and throughout the supply chain.

Worldline treats its employees fairly with regard to policies, conditions and benefits resulting from the employment contract, such as promotions, remuneration, training, etc. In terms of remuneration, Worldline also ensures that at least the national minimum wage legislation is respected. Worldline does not rely solely on local legislation when developing its salary policies but rather seeks to establish a living wage that will ensure an adequate standard of living for its employees and their dependents and that is in line with local market practices.

For the supplier side:

Worldline's Responsible Purchasing programme shares Worldline's ethical principles and expectations of its suppliers in the Business Partner's Commitment to Integrity charter. This charter, which includes a social and labour law component stipulating the right to a decent wage, is systematically shared when our suppliers are created in the systems (onboarding phase). In addition, during this onboarding phase, a due diligence questionnaire is addressed to the supplier to make them aware of the regulations in force (Duty of Care, etc.) and Worldline's CSR expectations. The question of working for a decent wage is clearly asked. The answers provided allow for better refinement of the supplier's CSR compliance risk.

b) Have you set minimum wage thresholds in all your countries of operation for your employees and your suppliers' employees and where do they stand in relation to local minimum wages? If so, do you carry out audits to ensure that these thresholds are respected and evolve in line with the cost of living?

For Worldline employees:

The Group's remuneration policy is based on fairness and competitiveness vis-à-vis the median market for remuneration and benefits in each country of operation, taking into account the level of commitment, skills and individual performance as well as the applicable legal framework for collective agreements. In countries where increases based on collective agreements are applicable, the lowest salaries benefit from general collective increases and are also eligible for individual increases based on the applicable selectivity criteria. In addition, in some countries, collective bonuses are applicable as well as meal tickets and basket bonuses. Finally, 83% of the Group's employees are managers and therefore have a salary that allows them to live up to the standard of living for managers in the countries where we operate.

Regular analysis of local market practices enables us to ensure that remuneration in all our countries of implementation is on the one hand higher than the local minimum wage but, as well as, in line with the median market for remuneration and social benefits in each of the countries of implementation, which includes the evolution of the cost of living.

For the supplier part:

Worldline has not set minimum remuneration thresholds for its suppliers' employees in all of the countries in which they operate. Nevertheless, Worldline clearly shares its expectations of a living wage when creating the supplier in its systems, asking its partners to commit to this point as explained in the previous question. Furthermore, Worldline reserves the right to audit, either through an extra-financial rating (such as EcoVadis) or through the possible organisation of an on-site audit, the working conditions in its suppliers' factories (right to audit enshrined in the charter and in the CSR clause integrated into contracts according to our policies).

c) Have you taken into account and mapped the systemic risks that could hinder the payment of a decent wage to your employees and to the employees of your suppliers (such as the non-respect of the freedom of association)?

As part of its Compliance Plan, Worldline established a risk assessment covering the following scope

- the company's own activities;
- the activities of directly or indirectly controlled companies;

- the activities of subcontractors and suppliers with whom a commercial relationship is established ("key partners").

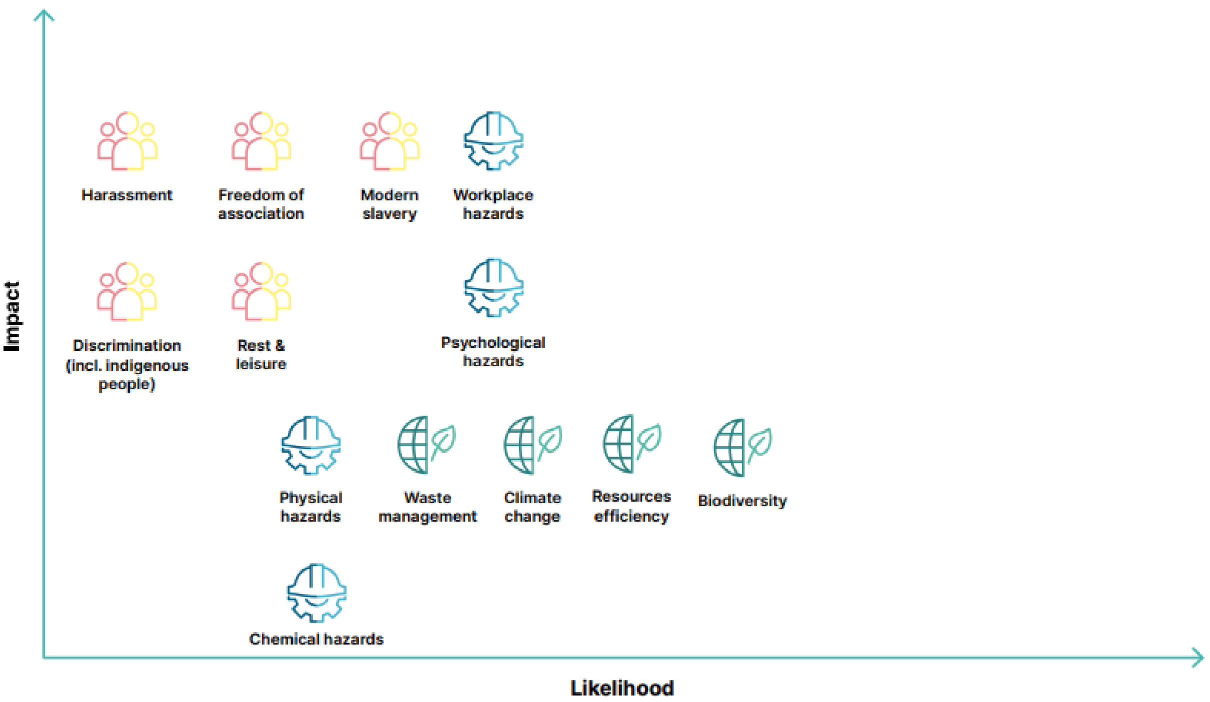
The assessment covers all risks that may have an impact on human rights, health and safety and the environment. It, therefore, covers systemic risks that may impede the payment of a living wage.

In order to identify the risks arising from Worldline's activities in these three areas, the risk identification phase consisted of workshops and interviews with various stakeholders, including the internal Human Resources, CSR and physical security teams, as well as a benchmarking analysis.

On this basis, Worldline identified a number of risks that could impede the payment of a living wage:

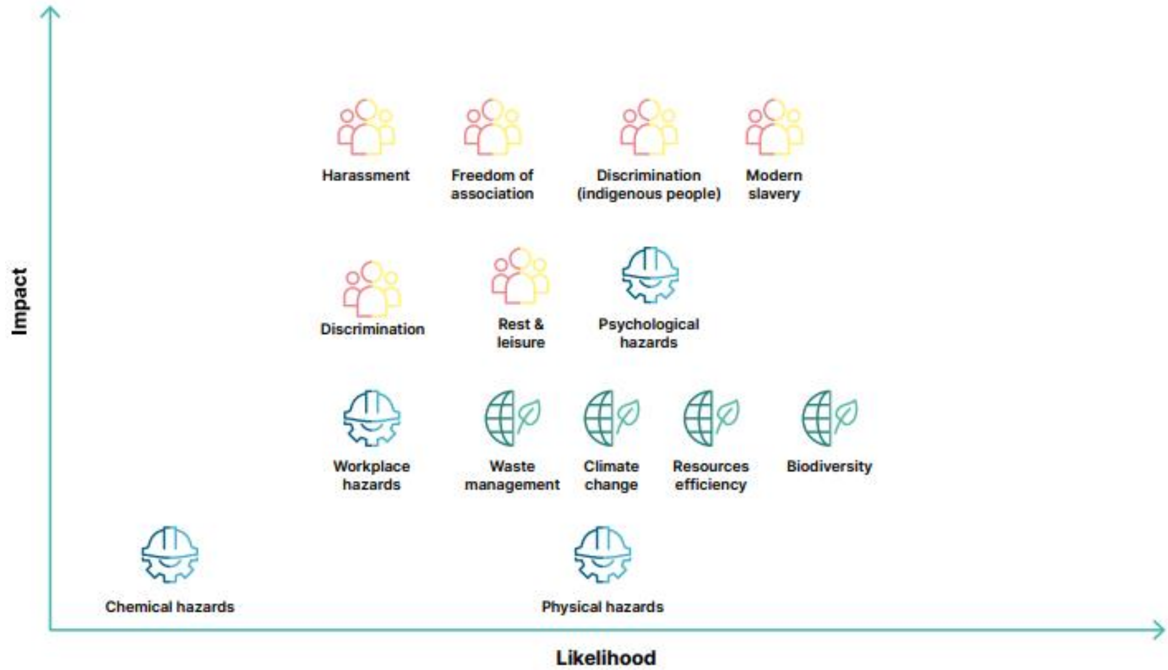
- Discrimination: discrimination in recruitment, promotion or remuneration.
- Freedom of association: individuals cannot participate in trade union activities, influence working conditions or negotiate compensation.
- Modern slavery: workers are exploited and denied their right to freedom.
- Rest and leisure: people suffer from a lack of free time and family life due to extensive or forced overtime.

A mapping of the Worldline entities was also done including all risks faced by Worldline. Human rights risks are highlighted in pink and yellow:



These same risks apply to Worldline's partners and suppliers. The risk levels shown in the maps below are a consolidated view of the assessments conducted with our key partners.

Risk Map - Worldline Partners under 1000 FTE



Risk Map - Worldline Partners over 1000 FTE

For more information, please consult the Worldline Compliance Plan available on the Group's public CSR page: [Worldline | Corporate Social Responsibility]

7. a) France: apart from investments in your company's own shares, what proportion of the employee savings funds offered to your employees is labelled responsible (SRI, Greenfin, CIES, Finansol or foreign labels)? Please mention the name of the labelled funds, the share of labelled savings funds as a percentage of total assets and as a percentage of funds excluding employee shareholding, the percentage of group employees who benefit from this label and the evolution compared to last year.

b) If applicable, please explain why your employee savings funds are not all labelled? If some are not labelled but include ESG criteria, please explain how these criteria demonstrate a robust and selective ESG approach?

c) In your other countries of operation: What employee savings schemes, excluding employee share ownership, have been set up for your employees outside France? Do they include robust ESG criteria? If yes, which ones? If not, why not?
d) How do you involve your employees in the choice and monitoring of the responsible commitment of the funds?

In France, Worldline offers several savings funds with the responsible label to all our employees in France as part of the various PEG and PERCO savings plans in force within our Group. You will find below the list of funds labelled responsible:

- The ARCANCIA ACTIONS ETHIQUE ET SOLIDAIRE 721 fund of the PEG/PERCO Worldline benefits from the label of the *Comité Intersyndical de l'Epargne Salariale* (CIES) as well as the Finansol label - this fund represents 10% of the assets of the PEG Worldline excluding employee shareholding and 24% of the assets listed on the PERCO. This fund represents 17% of all funds excluding employee shareholding offered within the framework of the PEG and PERCO Worldline (i.e. 1 fund out of 6).

- The following PEG/PERCO Ingenico funds:
    - The Impact SRI *Rendement Solidaire* fund benefits from the CIES, SRI and Finansol labels;
    - The Impact SRI *Dynamique* fund benefits from the SRI and CIES labels.

These funds represent 20% of the assets of the Ingenico PEG excluding employee shareholding and 17% of the assets of the PERCO. These funds represent 40% of all funds excluding employee shareholding offered within the framework of the PEG and PERCO Ingenico (i.e. 2 funds out of 5).

In addition to the responsible funds listed below, Worldline offers other funds to all our employees in France:

- For the PEG/PERCO Ingenico, you will find below a complete overview of the funds that make up the range offered to our employees - all of these funds are in the process of obtaining SFDR 8 classification - This SFDR classification requires funds to promote ESG criteria by selecting funds through a qualitative ESG analysis and excludes funds that invest in companies where more than 25% of their revenues come from coal-generated energy or coal production. This SFDR classification is a legal indicator of environmental and/or social investments, which may be supported by additional labels (CIES, ISR, France Relance, etc.):

Gamme actuelle

	Article 8	Article 9	Label ISR	CIES	Finansol
AVENIR MONETAIRE	✓				
IMPACT ISR RENDEMENT SOLIDAIRE		✓	✓	✓	✓
AVENIR EQUILIBRE	✓*				
IMPACT ISR DYNAMIQUE		✓	✓	✓	
AVENIR ACTIONS MONDE	✓*				
AVENIR RETRAITE	✓*				

**evolution article 8 in progress*

The above funds benefit 22% of Worldline Group employees.

For the PEG/PERCO Worldline, the other PEG/PERCO Worldline funds that make up the range offered to all our employees in France are already rated SFDR 8 and are in the process of officially obtaining the SRI label, validating the responsible trajectory of these funds instigated by the management company. This SFDR classification requires funds to promote ESG criteria by selecting funds through a qualitative ESG analysis and excludes funds that invest in companies where more than 25% of their revenues are derived from the production of coal-generated energy or coal production. This SFDR classification is a legal indicator of environmental and/or social investments, which can be supported by additional labels (CIES, SRI, France Relance...).

The analysis of the funds offered to all our employees in France continues to be conducted regularly to optimise the responsible aspect of the funds.

In our other countries of operation, we do not have similar employee savings fund schemes. For pension schemes, where possible, we will also push for the use of solidarity funds.

All funds are offered to employees to enable them to choose the funds they wish to invest in. Management reports are also available for consultation. As mentioned above, all funds are SFDR 8 certified (or in the process of being certified), which guarantees that ESG criteria are taken into account for all funds.

Governance

8. In order for a company's fiscal responsibility to be in line with its social responsibility, the Board of Directors or Supervisory Board must be fully involved in the choices built around fiscal citizenship (aligned with principles such as those of the B Team initiative). In this logic, the FIR expects a public fiscal responsibility report, reviewed and signed by the Board of Directors, detailed country by country, to exist, and to be aligned with GRI 207. For example, do you:

a) Do you publish a document detailing your commitments to fiscal responsibility? How does it fit into your social responsibility policy, going beyond mere compliance? Is this reviewed and approved by the Board? (Please attach a link or specify the location of the document and a detailed explanation). Do you specify in it the tax practices that you consider unacceptable?

b) Do you make your country-by-country tax reporting public? If not, how are you preparing for the EU directive planned for 2024 which will involve country-by-country reporting for EU member countries? Do you plan to publish country-by-country reporting beyond the requirements of the directive?

The group details its commitments to tax compliance, tax risk management and tax transparency in the Universal Registration Document. These commitments are part of its social responsibility.

In addition, as the Universal Registration Document is approved by the Group's Board of Directors prior to publication, the Board reviews and approves the commitments made in this framework in relation to tax matters.

In particular, the group undertakes to pay taxes in the countries in which its business activities generate value and profits and to respect the arm's length principle in cross-border intra-group transactions in accordance with the principles set out by the OECD. Taxes paid on a country-by-country basis are not publicly disclosed but are part of the information submitted annually to the French tax authorities as part of the country-by-country declaration.

We do not publish our country-by-country tax reporting. The European directive has not yet been transposed into French law. Only a law (law n°2023-171 of 9 March 2023) aimed at empowering the government to transpose the public CbCR directive by means of an ordinance has been enacted. The reporting will be published in accordance with the procedures and timetable to be defined by the transposition order.

9. a) Which public decisions are covered by your lobbying activities? Please detail them for the last two years, focusing on lobbying related to human rights (including fundamental social rights), climate and governance, for the main jurisdictions in which you lobby (including the EU, US, emerging markets and other regions)?

As stated in the founding manifesto of EDPIA, the alliance founded by Worldline with Europe's largest independent payment service providers, the common cause is to fuel the completion of the digital single market. But beyond the obvious economic benefits, digital payments also play an important societal role. They are a crucial tool for fostering financial inclusion and are therefore essential for sustaining Europe's social market economy. In this context, over the last two years, Worldline, through the EDPIA, has been working to mainstream electronic payments by ensuring a regulatory framework that embraces the diversity of the payments industry, then by taking appropriate measures to address market failures and finally by harmonising EU payments legislation. The same approach is deployed in the rest of the world where Worldline is able to interact with the authorities

We are committed to ensuring effective competition in payments and encouraging innovation. Our areas of focus remain retail payments, open banking, domestic debit, digital identity, real-time payments and central bank digital currencies to illustrate our policies.

b) How do you monitor and ensure alignment between your ESG objectives and the positions of the industry associations of which you are a member, and any potential divergence from your own positions? Do you publish a report in which you detail how the positions of your company, and your industry associations are aligned but also where they may differ from each other?

In order to ensure synchronisation at group level, memberships of professional associations are centralised at the Worldline group public affairs level. Each association is referenced in a database with the identification of the membership holder. This preliminary global registration step ensures that the positions taken within each association are consistent with the policy guidelines established by the Public Affairs department.

This policy is in line with Worldline's industrial strategy but also with its strategy regarding CSR objectives as defined by Worldline's CSR department.

In order to display a coordinated position, the EDPIA association founded by Worldline in 2020 is the voice of Worldline's positions. The positions published on strategic subjects are available on the EDPIA website and make it possible to publicly display the company's positions.

c) What resources do you allocate to your lobbying activities (human and financial resources) for all your markets worldwide?

At group level, 2.5 FTEs are dedicated to public and regulatory affairs as defined in Worldline's identity card in the transparency register monitored by the European Parliament. However, due to recent acquisitions, some entities around the world may have such a more or less dedicated public affairs profile but their role is limited to supporting the group team only authorised to initiate lobbying activities with public interest representatives.

10. a) What measures are you taking to anticipate the short- and medium-term effects of the ecological transition on jobs and on the evolution of skill requirements within your group, but also in your value chain (subcontractors, suppliers, franchisees, etc.)?

Worldline wishes to train its employees and subcontractors to work in a more eco-responsible manner by drafting eco-design instructions for each of the professions present in the company. As far as suppliers are concerned, Worldline sends out questionnaires containing more and more requirements on environmental, social and ethical criteria.

b) How is the environmental issue discussed with the social partners? At what level(s) (local, national, European, global) and in what frameworks? Can you also indicate whether these exchanges are based on information sharing, consultations or negotiations? We would be grateful if you could be more specific about the different scenarios that may arise.

Worldline has launched an extensive awareness programme to promote CSR in all geographical areas, to increase employee awareness and involvement and thus to truly integrate CSR throughout its value chain. In 2022, the CSR Director met with the Belgian and French Works Councils to present Worldline's CSR policy and the progress of the Trust 2025 programme on an annual basis. The aim of these meetings is also to enable a dialogue with all employee representatives, encouraging them to join the CSR approach. The CSR Director is at the disposal of the Staff Representative Bodies and makes himself available when they wish to answer specific questions.

In addition, as part of the agreement signed on 17 January 2023 for the creation of the European Committee, management proposed to the social partners, who accepted, that the environmental issue be the subject of an annual consultation. This demonstrates the importance that the social responsibility of the Worldline group represents for its management. The opinion of the European Committee will be studied in detail and will enable us, if necessary, to adapt our position.

Finally, annual information and consultation by the management are carried out each year with the UES Worldline Social and Economic Committee and with the European Works Council on environmental issues.

c) What means do you give to the social partners so that they can become involved in your group's environmental policy (training, specific committees, etc.)?

There is an online training course on the environment in 2023 accessible to all employees, including social partners. In addition, there is an annual consultation of the European Works Council on this subject.

d) Have the environmental prerogatives explicitly attributed to the SEC by the Labour Code ("Climate and resilience" law) led to new practices in this area in your company?

The UES Worldline Social and Economic Committee provides regular information to the ESC on the group's CSR objectives and policy, in particular by providing regular information on the main lines of the Worldline group's Trust 2020/2025 strategic transformation programme.

Yutong LI

We know that companies have two ways of returning profits to shareholders: dividends and share buybacks. I've noticed that your company has been very active in using share buybacks in recent years. So I'd like to know **why you've bought back shares rather than just distributing dividends? What's in it for you to buy back your own shares? And what are the differences between share buybacks and dividends?** What criteria do you use to determine the split between share buybacks and dividends? I am aware that you have an employee share ownership plan, but could you please give me some reasons other than these, as I have noticed that there is a significant discrepancy between your share buy-back programme and the needs of the employee share ownership plan.

Shareholder value can be created by paying dividends, buying back shares and cancelling them to create accretion, or simply by increasing the share price to create capital gains if the shareholder resells the shares. The payment of dividends is part of the Group's long-term roadmap, as defined at the time of the IPO in 2014. Indeed, the Group's objective is to pay dividends of around 25% of its consolidated net profit, insofar as this is compatible with the implementation of the Group's external growth policy. For the time being, the Board of Directors believes that the Group should continue to play an active role in the consolidation of the payments market and pursue value-creating acquisitions. The payments market continues to offer numerous opportunities, and Worldline is ideally positioned to seize them, as reaffirmed in our 3-year plan.

In line with this policy, no dividend has been paid since the IPO in 2014. At its meeting on 20 February 2023 and taking into account the strategic priority given by the Group in 2023 to pursue its development and which requires Worldline to preserve its financial room for manoeuvre, the Board of Directors decided to propose at the next Annual General Meeting not to distribute a dividend in respect of 2022 results.

With regard to share buybacks, a similar approach is applied and the Board of Directors considers that the Group must continue to play an active role in consolidating the payments market and therefore allocate the Group's cash to acquisitions. The Group has therefore never carried out any genuine share buyback programmes in the past. Past share buybacks have involved a very limited number of shares (around 0.1% of the share capital), mainly for the purpose of allocating treasury shares to certain beneficiaries of performance share plans.

This should not be confused with the liquidity contract, which consists of buying and selling Worldline shares on a daily basis to improve the liquidity of the share on the market. This liquidity contract is not intended to consist of a balance of treasury shares and the shares purchased under this contract are generally resold by our financial intermediary on the same day or the following day. As a result, the balance of treasury shares held under the liquidity contract was zero at both 31/12/2022 and 31/12/2021, despite the 1,035,981 shares purchased and resold during the 2022 financial year.

The employee share ownership plans regularly launched by the Group are part of the development of employee share ownership, which is one of the Worldline Group's objectives. This enables the Group to recognise the contribution made by its employees to the Group's performance and to offer them the opportunity to be involved in the Group's long-term strategy. These plans are granted in newly created shares and not in existing treasury shares or shares bought back. Past plans have involved a very limited number of shares (of the order of less than 0.1% of the share capital).

Lastly, when the Board of Directors considers the possibility of paying a dividend or carrying out a share buyback programme, numerous parameters are taken into account, such as taxation, timing (more flexible for share buybacks than for dividend payments), the more regular nature of the dividend (usually annual and for an amount that increases from one year to the next) compared with the usually more exceptional effect of a buyback programme, etc.

We hope you have found these points useful.

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