

Worldline

June 11, 2026 AGM

Roadshow Governance

Refer to AGM Brochure as amended on 26 May 2026

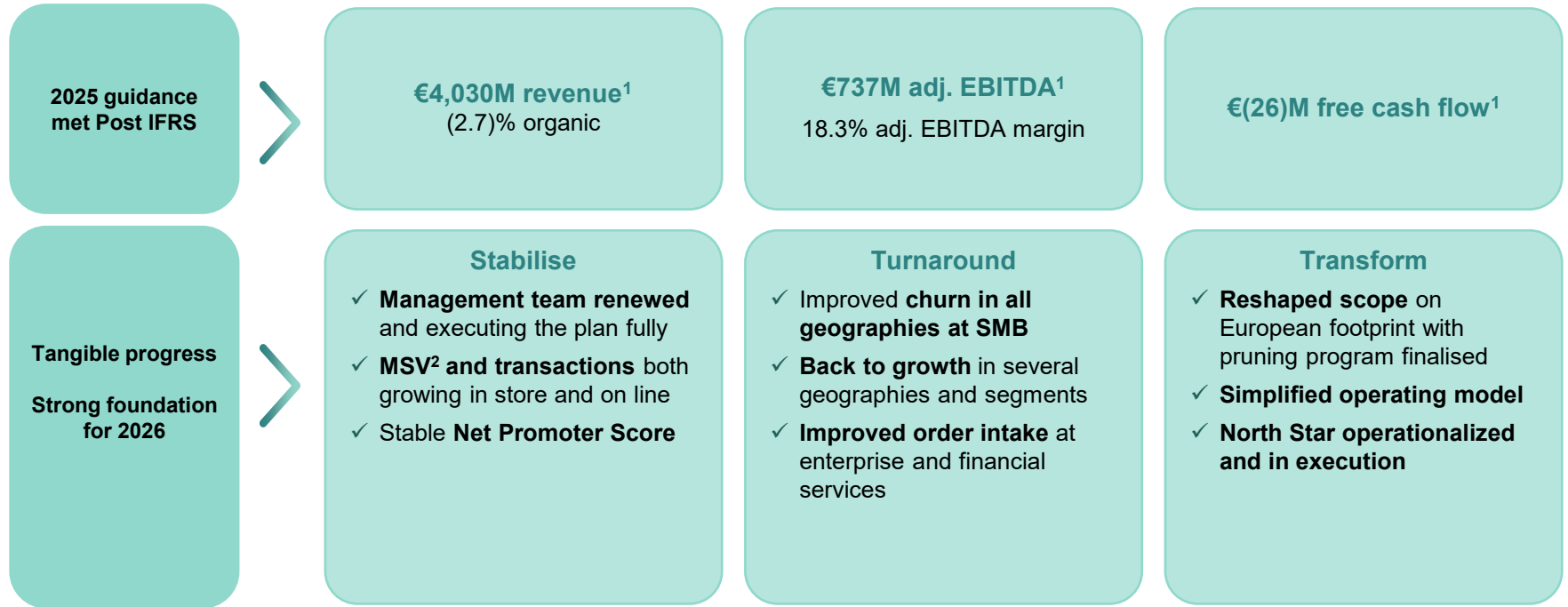
Agenda

1. Company's Global Update
2. 2026 AGM :
 - Overview of proposed resolutions
 - Governance
 - Compensation
 - Other resolutions
3. CSR 2025 Update
4. HR 2025 Update

Company's Global Update



Turned 2025 into a strong position to shape the new Worldline



Worldline today : 2025 fully pruned

€3.57B¹

Total revenues

€631M¹

Adj. EBITDA

1.2M

Merchants

c.13,500²

FTEs

47B+

Transactions processed

€480B+

Acquiring MSV³

1. Excluding Mets, Worldline North America, Cetrel, PaymentIQ, MS India, MS New Zealand and ANZ Worldline JV in Australia

2. Including subcontractors, employees expressed as FTEs

3. MSV: Merchant Sales Value

Our executive team



Pierre-Antoine Vacheron
CEO



Madalena Cascais Tomé
Processing
& Financial Institutions



Candice Dillon
Technology
& Operations



Anika Grant
People



Stefaan D'Hoore
Risk & Compliance



Maëlle Lafont de Sentenac
Transformation
& Performance



Srikanth Seshadri
Finance



Charles-Henri de Taffin
Legal

A renewed management team with the expertise and drive to deliver our transformation plan

Scope and financial foundations in place



Geographic refocus and portfolio pruning completed



Successfully completed our €500M capital increase, including a rights issue of €392M



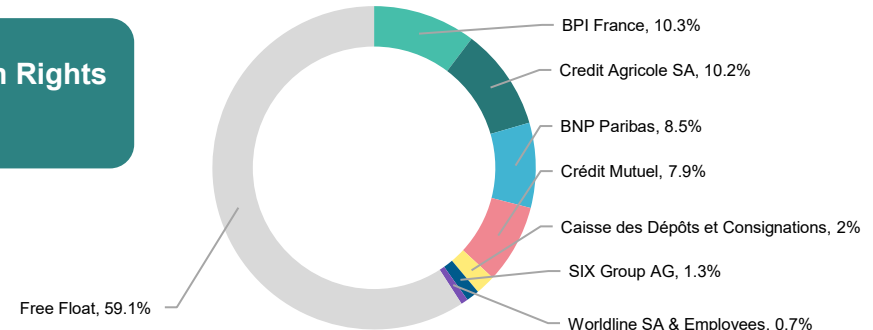
Anchor shareholding



MeTS, WL North America, Cetrel, Payment IQ, WL MS India, JV Australia and New Zealand divestments

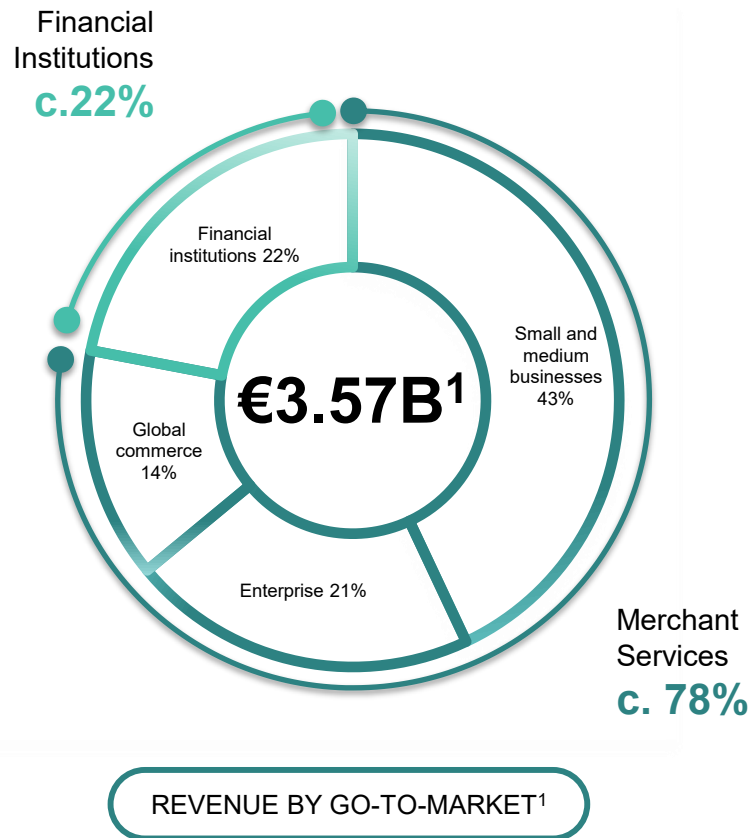


121% take-up rate on Rights Issue



A strong and diversified foundation

with shared assets between go-to-markets



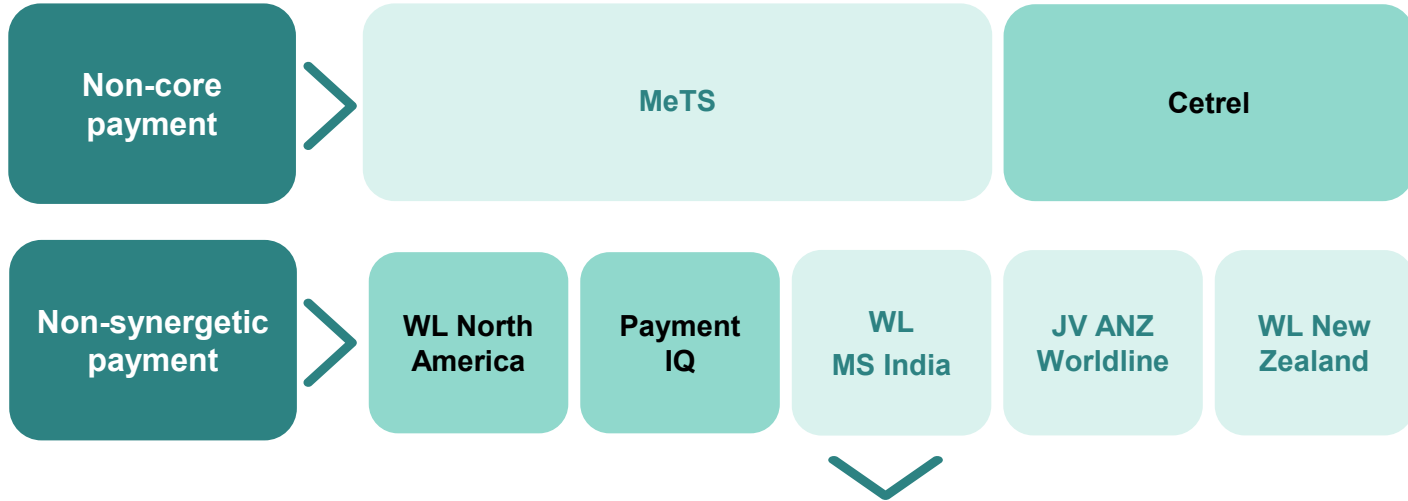
Ongoing transformation initiatives are paving the way for a new Worldline



North Star 2030 in full execution mode

Simplify	Converge	Integrate	Grow
Delayed	5 platforms decommissioned	+440 FTEs Off/near shore	Value based pricing
8 entities closed	68% Ogone SME portfolio on GOPAY	7% efficiency gains in India through Gen AI	Merchant loan, Wero
Enterprise Performance System in production	Italian portfolio pilot on target acquiring platform	AML automation in pilot	Agentic commerce

Pruning program now over



Net proceeds expected at €590 - 640M - Expected closing dates

Q1 2026	Q2 2026	H2 2026
PaymentIQ ✓	Cetrel ✓	WL MS India
WL NA ✓	MeTS	JV ANZ WL
	WL NZ	

Q1'26 Revenue in line with expectations

Q1 2026 Group Revenue fully pruned¹

In € million	Q1 2026	Q1 2025	Organic growth	Organic growth (NRR)
Merchant Services	652	642	+1.6%	(0.7%)
Processing & Financial Institutions	179	193	(7.4%)	(7.6%)
Worldline	831	835	(0.5%)	(2.7%)



Merchant Services

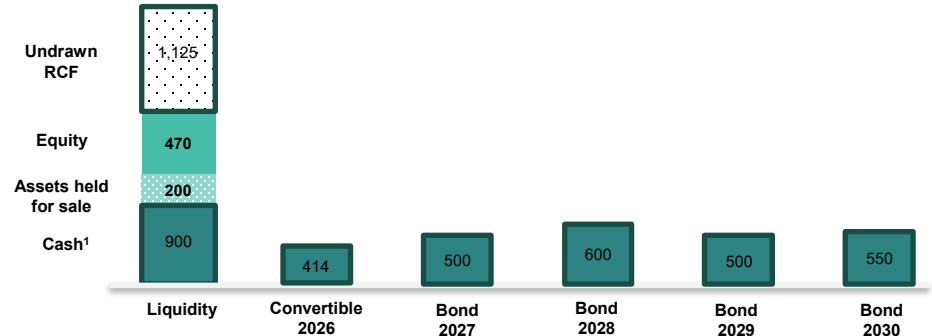
- **Continued signs of stabilization driven by growth** in Nordics, South Europe, Germany, Eastern Europe, Travel & hospitality, mobility & self service
- Belgium, Switzerland and Digital **still in recovery**

Financial Services

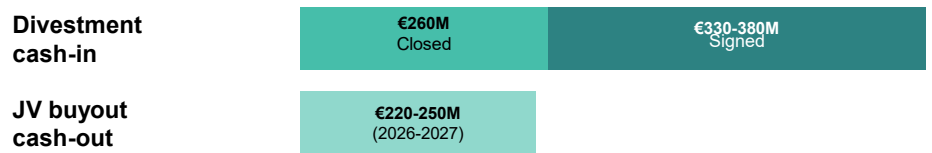
- Decline driven by anticipated **contract terminations**.
- **Steady commercial momentum** should progressively generate additional build revenue from H2 2026

Balance sheet strengthening completed

Liquidity & Bond Maturity Profile (€M)



M&A Cash-in / Cash-out (incl. calls & puts)



Proceeds to be invested in Worldline transformation, balance sheet strengthening and deleveraging

Fully pruned outlook

	2025 Fully pruned ¹	2026 Fully pruned outlook	2030 Fully pruned outlook
Revenue/ growth	€3.57B	Organic low single digit growth	2027-2030: c.4% organic CAGR
Adj EBITDA	€631M	€630M-€650M	€900M+
Free cash flow	€(72)M	€(80)M-€(70)M	€300M - €350M
Reported leverage	2.5x	<2x	N/A

In closing...

**Strong foundations
in the core European
scope**

Strong balance sheet

**Moving execution
forward**

2026 AGM Main outlines

Overview of AGM resolutions

2026 Annual General Meeting

Resolutions

All the contemplated 27 resolutions are standard and in line with what was done over the past years

Financial statements and related party agreements

- **Resolutions 1 to 2** – Approval of the statutory and consolidated financial statements of 2025
- **Resolution 3** – Allocation of the loss for the financial year ended on December 31, 2025
- **Resolution 4** – Approval of the Auditors' reports on regulated agreements

**2026 Shareholders' Meeting
to be held on June 11, 2026
at Cloud Business Center, Paris**

Corporate Governance

- **Resolution 5** – Renewal of the term of office of Thierry Sommelet
- **Resolution 6 to 7** – Early renewal of Nazan Somer Özelgin and Sylvia Steinmann as directors
- **Resolution 8** – Renewal of Grant Thornton as statutory auditors

Remuneration

- **Resolutions 9 to 11** – Say-on-pay *ex post* relating to 2025 compensation (Company officers, Chairman and CEO)
- **Resolutions 12 to 14** – Say-on-pay *ex ante* relating to 2026 compensation (CEO, Chairman, non-executive directors)

Financial authorizations

- **Resolution 15** – Authorization to the Board for trading shares (share purchase program)
- **Resolution 16** – Authorization to the Board for reducing the share capital by cancelling treasury shares
- **Resolutions 17 to 22** – All usual delegations to the Board to increase share capital by issuing shares, securities or equity-linked debt securities
- **Resolutions 23 & 24** – Authorization to the Board to increase the share capital to employee and officers of the Company and its subsidiaries
- **Resolution 25** – Authorization to the Board to grant free shares to Group's employees and CEO of the Company and/or affiliated companies
- **Resolution 26** – Amendment to the bylaws – Comply with law and regulation

Powers

- **Resolution 27** – Powers to carry out formalities

Refer to 2025 URD and 2026 AGM Convening Brochure as amended on May 26, 2026

2026 AGM

Main outlines

Focus on Corporate Governance *Board of Directors, Committees, Governance*

Focus on Corporate Governance

Key achievements and initiatives since 2025



Strategy

Refocus on the Group's strategic activities and pruning
Implementation of the Group's transformation plan
North Star 2030
Capital Markets Day in November 2025
Capital increase
Review of risk appetite and high-risk merchants (HBR) portfolio



Evolution of the Board and Committees

Review of the Board composition
Staggered renewal

Contemplated adjusted Committee structure:
Combination of Remuneration and Nomination Committees
Split of the Audit and Risks Committee
New AI, Technology & Transformation Committee

External assessment of the Board



Intense Board & Committees activity

21 Board meetings
2-day strategic seminar
35 Committees' meetings*
94% average attendance rate at Board level



Renewal of the Management

New CEO (Pierre-Antoine Vacheron) since March 2025

Renewed and diversified Executive Committee
(with both 56% of women and foreign nationality as of end 2025)

* Plus meetings of the *Ad Hoc* Committee

2026 Focus




North Star 2030 execution
Accelerate robustness and innovation
Sustainable profitable growth and disciplined free cash flow generation







Focus on Corporate Governance

Board composition until 31 December 2025

12** directors, plus 2 employee directors

Majority of independent directors (67%) which ensures free decision making at Board level

 Wilfried Verstraete Chairman of the Board*	 Aldo Cardoso Ⓒ Director*	 Giulia Fitzpatrick** Director	 Jérôme Grivet Director	 Mette Kamsvåg Director*
 Agnès Park Director*	 Rodolfo Savitzky Director*	 Daniel Schmucki Director	 Nazan Somer Özelgin Ⓒ Director*	 Thierry Sommelet Director* Ⓒ
 Sylvia Steinmann Director* Ⓒ	 Michael Stollarz Director	 Marie-Christine Lebert Ⓒ Employee Director	 Stephan Van Hellemont Employee Director	

-  Directors upon proposal of SIX Group AG
-  Director upon proposal of Bpifrance
-  Director upon proposal of DSV Group
-  Director upon proposal of Crédit Agricole
-  Employee directors
-  Social and Economic Committee (SEC) representative (no voting right)

- * Independent Director
- ** On November 6, 2025 the Board acknowledged Giulia Fitzpatrick's resignation from the Board by December 31, 2025 in the context of SIX Group's announcement not to participate to the contemplated capital increase of the Company
- Ⓒ Aldo Cardoso wished not to renew his term of office. Marie-Christine Lebert will be replaced by a new Employee director
- ⌚ Renewal proposal / Early renewal proposal

 **Guillaume Arnal**
SEC representative

Focus on Corporate Governance

Composition of the specialized Committees and works until 31 December 2025

High independence and attendance rates

Audit and Risks Committee ^①



11
meetings



6
members



95%
attendance



83%
Independence ✓
(incl. Chairman)

Aldo Cardoso c
Nazan Somer Özelgin
Mette Kamsvåg
Sylvia Steinmann
Daniel Schmucki

Nomination Committee ^②



8
meetings



4
members



96%
attendance



75%
Independence ✓

Giulia Fitzpatrick c
Wilfried Verstraete v-c
Agnès Park
Thierry Sommelet

Investment Committee*



5
meetings



6
members



73 %
attendance



67%
Independence

Daniel Schmucki c
Aldo Cardoso
Olivier Gavaldi
Thierry Sommelet
Mette Kamsvåg
Wilfried Verstraete

Remuneration Committee ^②



6
meetings



5
members



96%
attendance



75%
Independence ✓
(incl. Chairman)

Wilfried Verstraete c
Giulia Fitzpatrick v-c
Marie-Christine Lebert ⁽¹⁾
Agnès Park
Thierry Sommelet

Social and Environmental Responsibility Committee



5
meetings



4
members



100%
attendance



67%
Independence
(incl. Chairwoman)

Agnès Park c
Giulia Fitzpatrick v-c
Sylvia Steinmann
Stephan Van Hellemont ⁽¹⁾

✓ Compliant with Afep-Medef Code

⁽¹⁾ Employee director

c Chairman

v-c Vice-Chairman

① The Audit and Risks Committee will be splitted into two separate committees in May 2026

② The Remuneration and the Nomination Committee will be combined into one single committee in May 2026

* The Investment Committee will be cancelled in May 2026

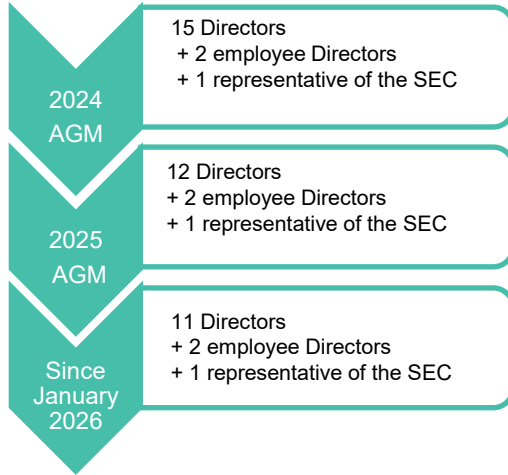
Focus on Corporate Governance

Continuous reinforcement of the Board of Directors' composition

A strong and structured selection process

The current composition of the Board is the result of a desire to achieve a balanced Board, particularly in terms of **independence and shareholder representation** as well as **gender balance, diversity and skills** required for the Board of Directors.

REMINDER



Date	Removal of seats	Appointment
2024	7 Departure*	4 New Directors
2025	1 Departure**	1 New Director
2026	1 Departure***	No new appointment

* including departure of Gilles Grapinet in September 2024

** resignation of Giulia Fitzpatrick on December 31, 2025

*** Aldo Cardoso's intent not to be renewed

2026 AGM:

- Pursuing the reduction of the Board size
- Balanced staggered mandate renewal process : 1 renewal and 2 anticipated renewals

Key points taken into account in the evolution's process of the Board of Directors:

- ❑ Board's independence (Afep-MEDEF Code)
- ❑ Diversity policy, notably regarding age, gender and nationality
- ❑ Agreements in particular with shareholders and strategic partners
- ❑ Profiles and skillsets of Directors: in particular adequacy and complementarity.
- ❑ Knowledge of Directors on the Company's activities
- ❑ Contribution to the works of the Board and level of engagement and availability (including participation rate)

Focus on Corporate Governance

Proposed renewal of one director

Renewal of Thierry Sommelet



2025 Average attendance rate: 87%

Board of Directors	Invest Co.	Nom Co.	Rem Co.
95%	80%	89%	83%

Number of shares: 750

Age: 56 years old

Nationality: French

Number of mandates in other listed companies: 2

Key skills:

- ✓ Governance
- ✓ Finance
- ✓ Strategy
- ✓ IT, Digital, Technology
- ✓ CSR, HR
- ✓ Investment & IT sector

Director proposed by Bpifrance Participation

Thierry Sommelet is Director of the Capital Development department in charge of the Technology, Media and Telecom sectors and a member of the Executive Committee of Bpifrance Investissement.

He has twenty years' investment experience in listed and unlisted companies in the Technologies, Media and Telecom (TMT) sector.

He began his career in the capital markets at Crédit Commercial de France in 1992 in Paris and later in New York.

He subsequently became Manager of the financial engineering team at Renaissance Software in London and then joined the media company InfosCE as Deputy Chief Executive Officer in 2001.

In 2002, he joined the Investments and Digital Holdings department of Caisse des Dépôts et Consignations, a French Public entity, which he headed up in 2007.

After joining Fonds stratégique d'investissement in 2009, Thierry Sommelet became part of the team at Bpifrance Investissement when it was created in 2013.

He graduated from the Ecole Nationale des Ponts et Chaussées (ENPC), Civil Engineering School in Paris. He also holds a MBA from INSEAD.

Focus on Corporate Governance

Proposed early renewal of one independent director

Early renewal of Nazan Somer Özelgin



2025 Average attendance rate: 100%

Board of Directors	Audit & Risks Co.
100%	100%

Number of shares: 14,000

Age: 62 years old

Nationality: Turkish

Number of mandates in other listed companies: 2

Key skills:

- ✓ Finance
- ✓ Audit, Risks
- ✓ Transformation, Restructuring
- ✓ Payment services sector
- ✓ Bank sector
- ✓ Retail sector

Independent director

Nazan Somer Özelgin has an undergraduate degree from the Business Administration Faculty of the Bosphorus University of Istanbul. She qualified as a Certified Public Accountant in 1993.

She is a member of the Supervisory Board of Unicredit Romania and Zagrebacka Banka (Unicredit Croatia). She is a Board Director of Mapfre Insurance (Turkey) of which she is the Chairwoman. She is Deputy Chair, Chairwoman of the Risk Committee and member of the Audit Committee of Zagrebacka Banka (Croatia). In addition, she was the Chairwoman of the Risk Committee and a member of the Audit Committee and Remuneration Committee at Unicredit Romania until February 2026.

She has also been a member of the Board of Directors, Chairwoman of the Audit Committee and member of the Corporate Governance Committee of TAV Airport Operations Holding (Groupe ADP) since March 2024.

She was previously Executive Vice-President in charge of Retail Banking and a member of the Executive Committee of Yapi Kredi Bank, one of the largest retail banks in Turkey from 2009 to 2018. She joined Yapi Kredi Bank in 2000 as Executive Vice President in charge of personal banking. Between 2003 and 2009, she served as Executive Vice President in charge of payment systems and consumer lending. From 2009 to 2018, she was member of the Executive Committee managing the retail business line end to end and leading many transformation projects including but not limited to digital transformation of the bank.

She worked for Arthur Andersen Turkey between 1988 and 2000. She was the partner in charge of financial sector in her final two years at Arthur Andersen Turkey. During her career at Arthur Andersen, she also held responsibilities for financial sector clients in Bucharest and Sofia. She assumed auditing and financial consultancy responsibilities for companies in various business sectors predominantly in banking and financial companies. In addition, she ran various internal control and workflow reviews, restructuring and due diligence projects as well as company valuations especially in the financial sector.

Focus on Corporate Governance

Proposed early renewal of one independent director

Early renewal of Sylvia Steinmann



2025 Average attendance rate: 97%

Board of Directors	Audit & RisksCo.	SER Co.
90%	100%	100%

Number of shares: 1,022,500

Age: 61 years old

Nationality: German, Swiss

Number of mandates in other listed companies: 2

Key skills:

- ✓ Audit, Risks
- ✓ Strategy, Investment
- ✓ Transformation, Restructuring
- ✓ IT, Digital, Tech
- ✓ Banking sector
- ✓ IT & Industry sector

Independent Director

Sylvia Steinmann holds a degree in business administration from the Technical University of Berlin and holds the Degree of Master of Science in (Information) Management from the Massachusetts Institute of Technology (M.I.T.).

Sylvia Steinmann is a member of the Supervisory Board of the National Bank of Bavaria (Germany) since April 2023. She is member of the Audit Committee and the Risk Committee. Since 2025 she is also a member of the Supervisory Board of Leonteq AG (Switzerland) and its main operating subsidiary Leonteq Securities AG in which she is a member of the audit and risk committee and the responsible Non-Executive Board member for ESG.

Sylvia Steinmann was previously the Chief Information and Transformation Officer at Swiss Life Switzerland - the largest pension fund manager of Switzerland. She was a member of the Management Board from 2018 until 2023, in charge of Information Technology strategy and Cloud transformation.

Before joining Swiss Life, Sylvia Steinmann served as Global Chief Information Officer for the medical diagnostics company SYNLAB International in Munich and prior to that for the global logistics company DHL (Chief Information Officer of Global Forwarding and Freight) and at Zurich Insurance (Chief Operating Officer of Global IT) in charge of the Digital/Operations strategy as well as global digital transformation between 2009 and 2018.

Sylvia Steinmann joined Swiss Re in 1997, where she - as a director - headed the IT Strategy and Planning department and subsequently the global application development department. She was promoted into the Executive Team in 2003 as Chief Information Officer for the Financial Service Business Arm in charge of harmonization of the global information assets until 2008. She was also in charge of the due diligence and post-merger planning for the information technology integration for GE Insurance solution.

She worked for McKinsey between 1991 and 1997 focussed on the financial service sector and she lead large international digital transformation and operational restructuring programs.

Focus on Corporate Governance

External-assessment of the Board for 2025

Context and methodology reminder:

- ❑ External assessment conducted by an external advisory firm in 2025, at the initiative of the Nomination Committee, in line with Afep-MEDEF Code recommendations and the highest standards of corporate governance. It was based on interviews with the majority of Directors, a detailed questionnaire and discussions with the Executive Management and the Board Secretary.
- ❑ The external assessment took place in a context of significant transformation of the Group's governance.
- ❑ Focus Areas: Evaluated performance, composition, dynamics, and contributions since the 2025 AGM.
- ❑ Dense activity in 2025: 21 Board's meetings, 35 Committees' meetings, 2-day Strategic Seminar in July and training sessions.

- **A globally very positive** assessment and **significant improvement in collective dynamics**
- **Strong Governance Performance** : Directors express high satisfaction with Board operations and governance, reflecting improved performance and commitment
- **Improved Board Dynamics**: Open, balanced discussions have enhanced mutual respect and trust among Board members, strengthening collective dynamics
- **Leadership and Organisation Evolution**: Board leadership has evolved to manage heavy agendas effectively while maintaining good interaction with Executive Management
- **Focus on Future Improvements** : **Focus on** strategy execution, operational performance, risk management, technology (notably AI and cybersecurity) and human capital; continue to adapt the composition of the Board of Directors to ensure it remains fully aligned with the Group's strategic priorities and transformation challenges; reinforce Board's cohesion and effectiveness

Composition of the Board of Directors after the 2026 AGM

Subject to the approval of the governance resolutions by the 2026 AGM



(1) Not taken into account the Employee directors



Wilfried Verstraete
Chairman*



Jérôme Grivet
Director



Mette Kamsvåg
Director*



Agnès Park
Director*



Rodolfo Savitzky
Director*



Daniel Schmucki
Director



Nazan Somer Özelgin
Director*



Thierry Sommelet
Director



Sylvia Steinmann
Director*



Michael Stollarz
Director



Stephan Van Hellemont
Employee director



New Employee director**



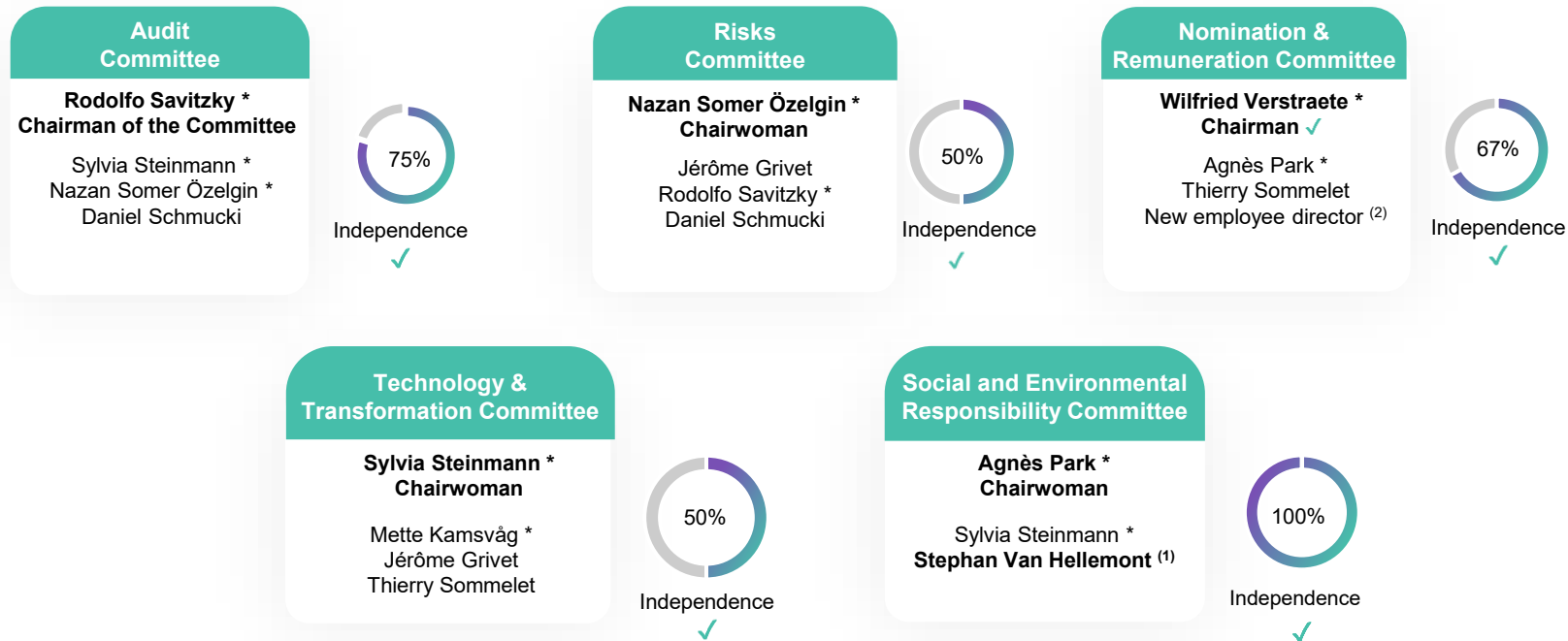
Guillaume Arnal
SEC representative

- Director upon proposal of Bpifrance
- Director upon proposal of Crédit Agricole
- Director upon proposal of DSV Group
- Director upon proposal of SIX Group AG
- Employee directors
- SEC representative (no voting right)

- * Independent director
- ** Process ongoing to be finalized before the AGM

Composition of the Committees after the 2026 AGM

Subject to the approval of the governance resolutions by the 2026 AGM

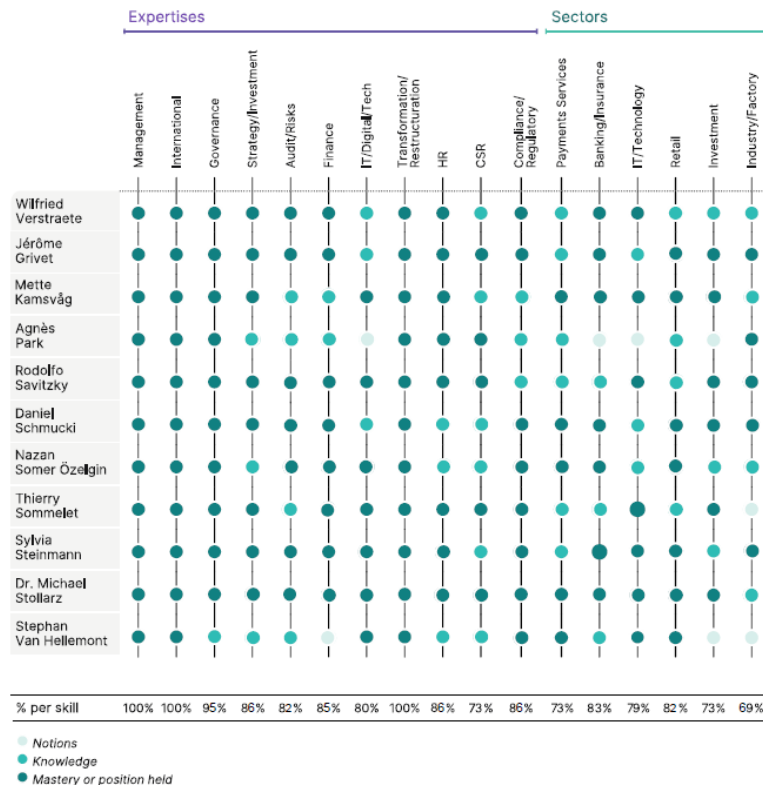


✓ Compliant with Afep-Medef Code * Independent director (1) Employee Director not taken into account in the independence ratio (2) Process ongoing to be finalized before the AGM

Board skills after the 2026 AGM

Subject to the approval of the governance resolutions by the 2026 AGM

Process ongoing for the replacement of an employee director (to be finalized before the AGM)



% per skill 100% 100% 95% 86% 82% 85% 80% 100% 86% 73% 86% 73% 83% 79% 82% 73% 69%

● Notions
 ● Knowledge
 ● Mastery or position held

The methodology is based on a combination of assessments (using internal and external analysis) of profiles in terms of their skills, certification, experience and background, their contributions to the work of the Board and Committees, feedback from the Board's assessment exercise, and cross-referenced with a self-assessment exercise.

2026 AGM

Main outlines

Focus on Say on Pay 2025
(ex post)

Focus on Say on Pay ex post

Compensation paid or awarded for FY25 to the Chairman and Directors
in line with 2025 compensation policies voted during 2025 AGM



Directors

€1,026,005 compensating the activity of the Board and its Committees in 2025
(less than the overall €1.2m envelope)



**Chairman of
the Board of
Directors**

Wilfried Verstraete as Chairman of the Board of Directors: €375,000



***Strict application of the 2025 compensation policies approved by the shareholders during 2025 AGM
(resolutions 13 & 15 approved by the 2025 AGM)***

Focus on Say on Pay ex post

(2025 being a year of managerial transition)

Compensation paid or awarded for FY25 to the Chief Executive Officer

Strict application of the 2025 compensation policy voted during 2025 AGM (resolution 14)

Refer to 2025 URD and 2026 AGM Convening Brochure as amended on May 26, 2026



CEO
as of March
1, 2025
Main
elements

Components	Target FY	Awarded '25
Annual fixed compensation*	€700,000	€583,333
Annual cash variable compensation	€700,000	€525,000 (instead of €577,500, see next slide)
Value of performance shares granted in '25	-	-
Exceptional compensation	€750,000	~ €97,000 (at current share price)
Supplementary pension plan	€175,000	€142,276 (premium to be paid in Dec '26)

- **2025 exceptional grant:** 100,000 free shares over 4 years
→ approved at last AGM as part of 2025 compensation policy
- **Granted to reflect:**
→ **Managerial transition in a challenging context**
→ **Loss of rights & benefits** from previous position
- **Adjusted for capital increase** (Euronext ratio*)
→ 100,000 → **387,110 free shares**
- **Total Current value:** c. **€97,000** (based on current share price)

*Euronext ratio: 0.258 324 203 305 864

Focus on Say on Pay ex post

(2025 being a year of managerial transition)

Compensation paid or awarded for FY25 to the Chief Executive Officer

Focus on cash variable remuneration relating to performance year 2025

- **Pro rata amount (€525,000)** covering the period **March 1 to December 31, 2025**
 - Payable in **2026**, subject to approval by the **2026 General Meeting**
- **Final payout set at 90%**, corresponding to the **minimum threshold** applicable in 2025 as transition period
- **Initial Board decision**: application of a **110% multiplier**, as permitted by the 2025 compensation policy, reflecting:
 - Strong performance since appointment
 - Leadership in addressing legacy challenges
 - Definition of the Group strategy (Capital Markets Day – Nov 2025)
 - Launch of transformation aligned with **North Star 2030**
- **Final Board decision in May 26, 2026**: apply **90% payout only**,
 - **At the CEO's initiative**
 - To ensure **alignment with shareholders' interests**

Further details available in URD 2025 (Section E.2.2.2) and convening brochure as amended in May 26, 2026 (Sections 3 & 6)

2026 AGM

Main outlines

Focus on Say on Pay 2026
(ex ante)

Focus on Say on Pay ex ante

2026 Compensation policy key take-aways



Directors

- Same envelope since 2020: **unchanged at €1.2m**
- **Same compensation policy as 2025:**
 - annual fixed compensation: **€25,000**
 - variable compensation: **3,000 per meeting attended**



Chairman of the Board of Directors

Same structure and amount as in 2025: annual fixed compensation

Allocation of an annual fixed compensation for a gross amount of **€375,000**
(but not eligible for remuneration allocated to Directors)

Focus on Say on Pay ex ante

2026 Compensation policy key take-aways Exceptional adjustments



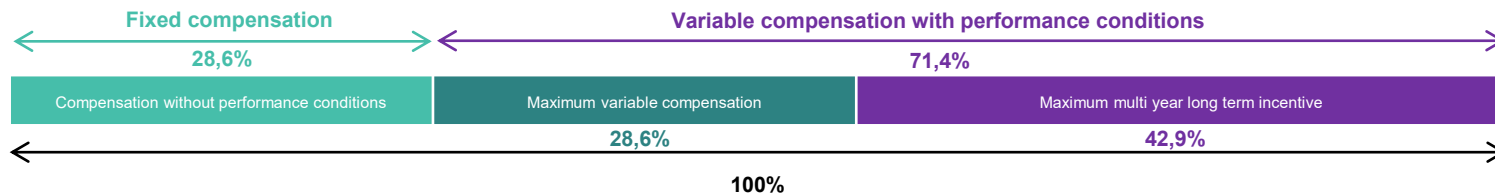
CEO

- The **current Remuneration Policy** provides for a target allocation of performance shares for a value of 700k€, converted into shares based on the average closing price of Worldline shares over the three months preceding the date of the grant **with a cap set at 329.043 performance shares** (8,226 shares post regrouping)*
- Due to the significant decline in the share price, the effective grant would be valued approximately €90k. **The CEO would be under-incentivised at a time when the company is facing a challenging market environment and execution risk is highest.** The Compensation policy would not be balanced, competitive, motivating, rewarding performance and aligning interests.
- The Board of Directors therefore decided the following **exceptional adjustments for 2026:**
 - to secure his **long-term retention and incentive** in view of the demanding transformation to be delivered
 - to ensure **strong alignment of interests with shareholders**By deciding to :
 - **Remove the cap (and the minimum) expressed in number of shares.**
 - **Increase the target LTI allocation from 700.000€ to 1.050.000€ (150% of Annual Base Salary)** - such proposal would bring the LTI level of allocation between Q1 and median of SBF120.
 - The Euro value will be converted into shares **based on the average closing price of Worldline shares over the three months** preceding the date of the grant, which will be done post-regrouping.
- AGM Resolutions will include the corresponding adjustment to the Remuneration Policy.
- **The Remuneration Policy of the CEO will be re-discussed for 2027 onwards** based on the situation on the share price and the company at that time.

Focus on Say on Pay ex ante

Chief Executive Officer – Adjusted 2026 Compensation policy

CEO	Exceptional - 2026
Annual Base Salary	700.000
Annual Variable Remuneration	700.000
<i>Annual Variable Remuneration in % of Annual Base Salary</i>	<i>100%</i>
Total cash compensation	1.400.000
Exceptional LTI value (€ market value)	1.050.000
<i>LTI value in % of Annual Base Salary</i>	<i>150%</i>
Total compensation	2.450.000



Focus on Say on Pay ex ante

2026 Compensation policy key take-aways
in line with 2025 Compensation Policy
except adjusted Performance Shares allocation in 2026



CEO

- **Annual base salary:** €700,000, *aligned with Q1 SBF 120*
- **Annual cash variable compensation:** €700,000 (100% of annual base salary), *aligned with Q1 SBF 120*
- **Performance shares for 2026 (exceptional)** for €1,050,000, *converted into shares based on 3 months average preceding grant date*
- **Supplementary Pension Plan (art 82):** contribution up to 25% of the annual base salary, subject to performance & presence conditions
- **Indemnity in case of departure:** up to 100% of the total annual gross compensation (base + variable effectively paid during the 12 months preceding the departure)
- **Unemployment insurance (GSC):** up to €150,000 for a maximum period of 12 months

Focus on Say on Pay ex ante

Chief Executive Officer – Leveling of collective KPIs of the 2026 cash variable compensation

KPI's	Weight
Group Free Cash-Flow	30%
Group Revenue Organic Growth	30%
Group Adjusted EBITDA	30%
CSR Performance Condition*	10%
Total	100%

*Net promoter score and Employee engagement

- **Simplification of the structure of the CSR Performance KPI's** (focus on 2 KPIs*) and limit the overlap with the Long-Term Incentive Plan
 - **No cash variable pay compensation if overall cumulated KPI's achievement below 60%**
 - **Maximum payout at 150%** - Board discretion to apply a **multiplier coefficient from 80% to 120%**, within the limit of 150% payout
- **Claw-back clause & Board discretion to adjust performance criteria** in case of circumstances significantly impacting the achievement of KPIs

Focus on Say on Pay ex ante

2026 LTI design

The next Long Term Incentive Plan is expected to be granted in June 2026 (post AGM) and will be based on performance shares.

Financial KPIs (counting for 85%):

- No change: Group Revenue (25%), Group adjusted EBITDA (30%) and Group Free Cash Flow (30%)
- Change: KPI on target Share Price removed due to volatility and the fact it is implicitly part of the LTI value
- Reminder: the target objectives will be set annually and will correspond to the annual Board's Budget for the three years concerned, in line with the Worldline medium term ambition for end-2028

CSR KPIs (counting for 15%):

- No change: Group Co2 emission, Group Gender Diversity and Group Employee Engagement

Payouts:

The Board of Directors may apply at discretion a multiplier coefficient ranging from 80% to 120% to all or part of the criteria – **with an overall maximum vesting set at 100% of the number of shares granted.**

NEW: The following mechanism applies to **mitigate the compensation of one criteria by another**:

- **Financial criteria** (counting for 85%) **are isolated from CSR criteria** (counting for 15%) (no compensation at all between financial and non-financial)
- **If one financial criteria does not reach the set threshold, the overall financial pillar is capped at 70%** (i.e. total (financial + CSR) vesting cap becomes 85% - assuming CSR criteria is met).

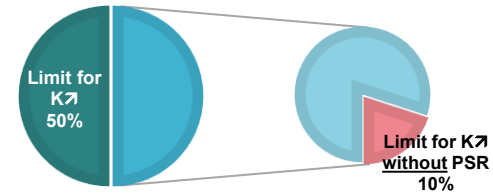
2026 AGM Resolutions

Financial delegations

Renewal and new delegations

Financial Delegations

Renewal and replacing existing delegations (1/2)



Overview:

Overall approach for financial delegations is unchanged versus last AGM

Renewed delegations replacing the existing delegations

Thresholds expressed in percentage of the share capital are unchanged

With maintain of preferential subscription rights:

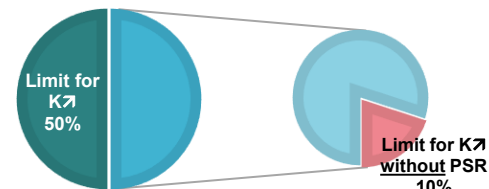
Heading	Cap	Use during public tender
Shares and/or securities giving access to capital (#17)	50% of the share capital as of the 2026 AGM Debt securities: 1 billion Euros (nominal global amount) <i>(versus 1.5 billion Euros last year)</i>	NO

Without maintain of preferential subscription rights:

Heading	Cap	Use during public tender
<u>Public offerings</u> • Public offerings Article L.411-2 1° (#18 and 19)	10% of the share capital as of the 2026 AGM <u>(common cap)</u> Debt securities: 1 billion Euros (nominal global amount) <i>(versus 1.5 billion Euros last year)</i> <i>Nota: to be deducted from the overall ceiling provided for #17</i>	NO

Financial Delegations

Renewal and replacing existing delegations (2/2)



Incentive schemes for the employees and corporate officers:

Heading	Cap	Use during public tender
Asteria 2026: <ul style="list-style-type: none"> France (#23) Abroad (#24) 	2,5% of the share capital as of the 2026 AGM (common cap) Unit issue price: maximum discount of 30% (or 40% when the period of unavailability provided for by the plan in application of articles L.3332-25 and L.3332-26 of the Labor Code is greater than or equal to 10 years)	NO
Free performance shares (#25)	3% of the share capital as of the 2026 AGM for a period of three years (autonomous cap) Sub-cap for the CEO (0.2%) <i>Nota: No grant of stock-options</i>	YES

Share purchase program:

Heading	Cap	Use during public tender
Share purchase program (#15)	10% of the share capital as of the 2026 AGM Maximum purchase price per share (excluding fees): €1.50 (to be adjusted following the regrouping of shares after the AGM)	NO
Cancellation of treasury shares (#16)	10% of the share capital per 26-month period	

**2026 AGM
Resolutions**

**Other
resolutions**

2026 Annual General Meeting

2025 results & Regulated-party agreements

N°	HEADING	COMMENTS
ORDINARY ITEMS		
1.	Approval of the statutory financial statements for the financial year ended on December 31, 2025	Result of the 2025 financial year: loss of EUR 3,669,379,776.94
2.	Approval of the consolidated financial statements for the financial year ended on December 31, 2025	Consolidated result for the 2025 financial year: loss of EUR 5,157 million
3.	Allocation of the loss for the financial year ended on December 31, 2025	<ul style="list-style-type: none"> • Result of the financial year: loss of EUR 3,669,379,776.94 • Allocation of the loss to the retained earnings • Offset retained earnings account against additional paid in capital • Dividend: 0 (no dividend distributed for the 2025 year, in line with the 3 previous years) <p>After allocation of the loss:</p> <ul style="list-style-type: none"> • Legal reserve: EUR 19,160,349.12 (unchanged) • Retained earnings: zero • Additional paid in capital: EUR 1,625,402,781.69
4.	Approval of the special report of the auditors regarding the agreements referred to in articles L. 225-38 et seq. of the French Commercial Code	Approval of the special report of the auditors regarding the regulated-party agreements authorized by the Board and signed in 2025 and at the beginning of 2026 in particular in the context of the capital increases,

2026 Annual General Meeting

Governance – Renewal of Grant Thornton as statutory auditors

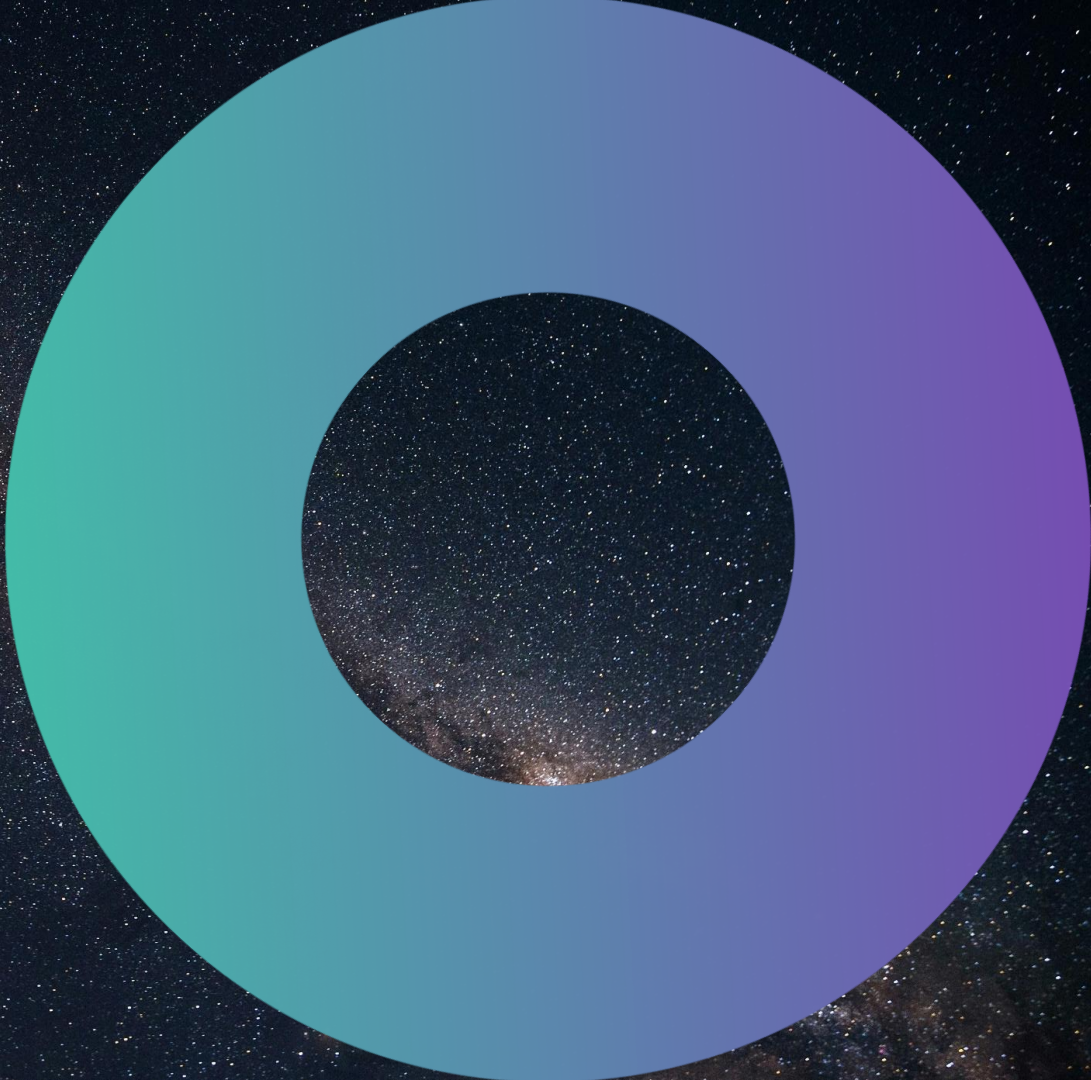
N°	HEADING	COMMENTS
ORDINARY ITEMS		
5.	Renewal of the term of office of Thierry Sommelet as director	For a period of three years
6.	Early renewal of Nazan Somer Özelgin as director	Anticipate the renewal of few Board members to align staggered renewal with the recommendation of the Afep-Medef Code (requiring prior resignation)
7.	Early renewal of Sylvia Steinmann as director	Mandate duration: 3 years
8.	Renewal of Grant Thornton as statutory auditors	For a period of six years in accordance with law

2026 Annual General Meeting

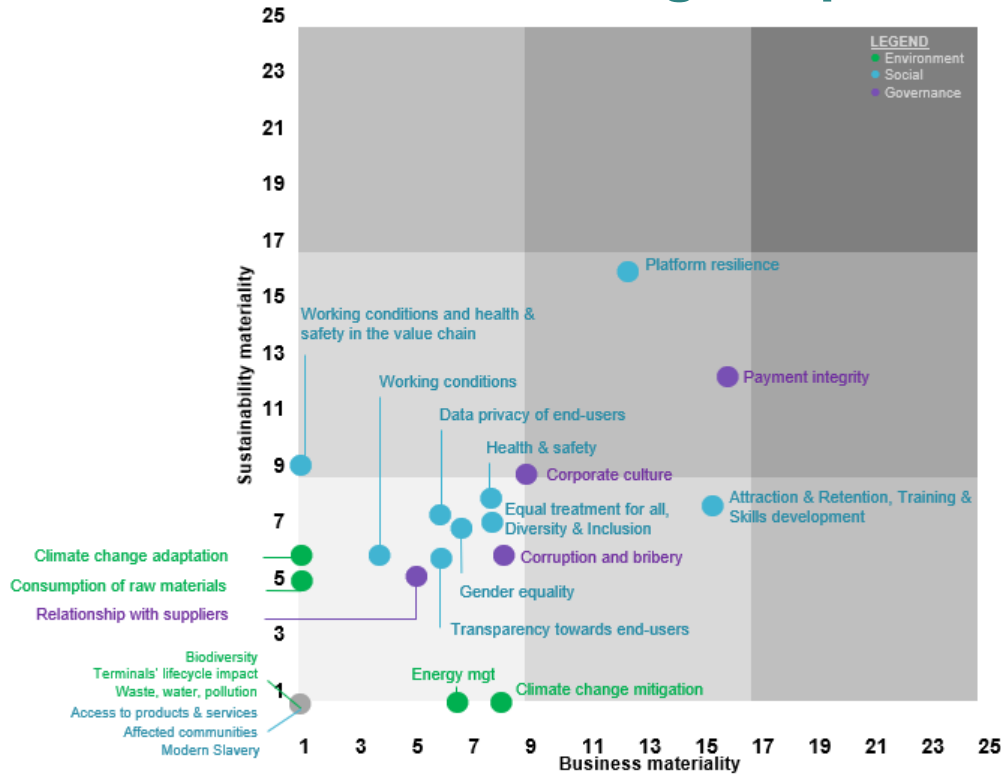
Compensation (Say on Pay ex-post and ex-ante)

N°	HEADING	COMMENTS
ORDINARY ITEMS		
9.	Approval of the information referred to in paragraph I. of Article L.22-10-9 of the French Commercial Code relating to the compensation of all Company Officers (some information regarding remuneration within the report of the Board on corporate governance)	In accordance with paragraph I of Article L.22-10-34 of the French Commercial Code, approval of the information referred to in paragraph I. of Article L. 22-10-9 of the French Commercial Code , as contained in the Board of Directors' report on corporate governance and a dedicated section of the 2025 Universal Registration Document.
10.	Approval of the components making up the total compensation and benefits of any kind paid during the financial year ended on December 31, 2025, or awarded for the same financial year, to Wilfried Verstraete (Say on Pay ex-post)	In accordance with paragraph II of Article L.22-10-34 of the French Commercial Code, approval of the fixed elements making up the total compensation paid or granted to Wilfried Verstraete, Chairman of the Board of Directors, for 2025 , as contained in the Board of Directors' report on corporate governance and a dedicated section of the 2025 Universal Registration Document.
11.	Approval of the components making up the total compensation and benefits of any kind paid during the financial year ended on December 31, 2025, or awarded for the same financial year, to Pierre-Antoine Vacheron, Chief Executive Officer (Say on Pay ex-post)	In accordance with paragraph II of Article L.22-10-34 of the French Commercial Code, approval of the fixed, variable and exceptional elements making up the total compensation and advantages paid or granted to Pierre-Antoine Vacheron, Chief Executive Officer, for 2025 , as contained in the Board of Directors' report on corporate governance and a dedicated section of the 2025 Universal Registration Document. <i>[refer to 2026 AGM Brochure as amended on May 26, 2026]</i>
12.	Approval of the compensation policy applicable to the Chairman of the Board of Directors (Say on Pay ex ante)	In accordance with paragraph II of Article L.22-10-8 of the French Commercial Code approval of the compensation policy applicable to the Chairman of the Board of Directors, for the financial year 2026 , as contained in the Board of Directors' report on corporate governance and a dedicated section of the 2025 Universal Registration Document.
13.	Approval of the compensation policy applicable to the Chief Executive Officer (Say on Pay ex ante)	In accordance with paragraph II of Article L.22-10-8 of the French Commercial Code, approval of the new compensation policy applicable to the Chief Executive Officer, for 2026 , as contained in the Board of Directors' report on corporate governance and a dedicated section of the 2025 Universal Registration Document.
14.	Approval of the compensation policy applicable to non-executive directors (Say on Pay ex ante)	In accordance with paragraph II of Article L.22-10-8 of the French Commercial Code, approval of the elements of compensation policy applicable to the non-executive members of the Board of Directors, for 2026 , as contained in the Board of Directors' report on corporate governance and a dedicated section of the 2025 Universal Registration Document.

CSR FY'25 Highlights



New ESG Risk map confirmed the CSR strategy elaborated during the past 10 years



After Trust 2020 & Trust 2025 we announced the launch of the CSR transformation program Trust 2030 to cover our ESG risks.

Our new TRUST 2030 programme



Trust 2030

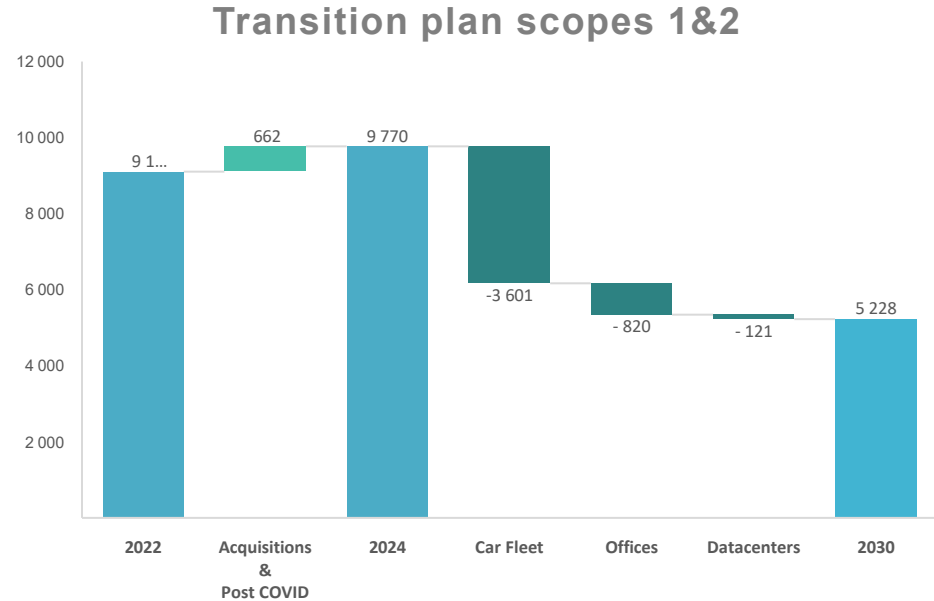
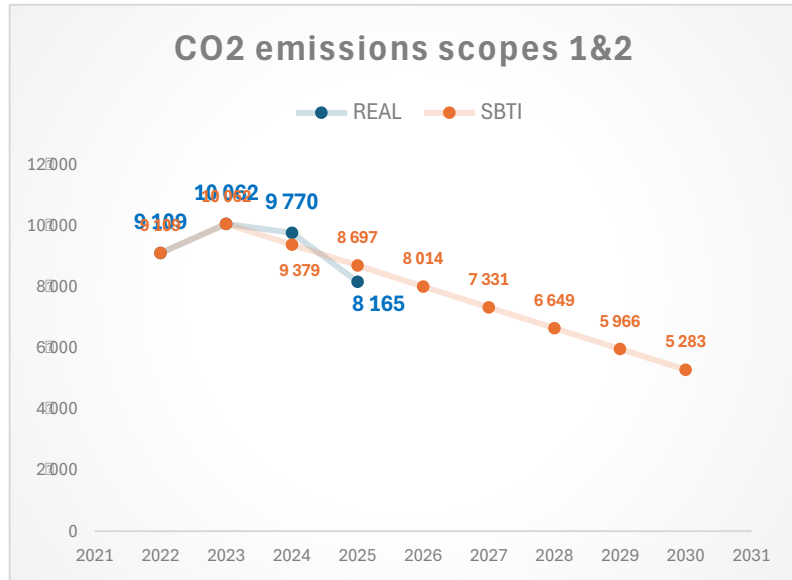
ESG commitments in line with our business model

- 1 Guarantee delivery excellence and enhance customer experience
- 2 Endorse ethics and confidence in all our activities
- 3 Foster people development, skills development and engagement
- 4 Promote fairness, diversity and inclusion to boost equality and performance
- 5 Strengthen sustainable procurement practices amongst our suppliers
- 6 Contribute to carbon neutrality

5 years targets per ESG KPIs

Material topics	Proposed Indicators	2025 Baseline	2030 Target
Quality & Customer satisfaction	1- Quality score – Contracts' services availability & response	99,9870%	99,9900%
	2- Customer Net Promoter Score (NPS)	-	37,50
Payment Integrity	3- Percentage of employees in sensitive roles who have completed the annual and updated payment integrity training	70%	100%
Attraction & Retention, Training & Skills development	4- Training hours per employee	25h	32h
	5- Employee engagement score	61%	70%
Inclusion & Diversity	6- Percentage of women in management positions, grade 15+	28%	33%
Information security	7- Percentage of significant security incident responses compliant with Worldline security policy	75%	100%
Relationship with suppliers	8- Percentage of all expenses assessed by an independent extra-financial third-party assessor	59%	80%
Climate change mitigation	9- CO ₂ emissions reduction (scope 1 & 2) compared to 2022	-5%	-42%

Worldline CO2 emission scopes 1 & 2 are aligned with SBTi targets



Worldline ESG commitments validated by the market

For the second times since 2019, Worldline has been rated A by CDP

Since 2019, Worldline has been rated **A** by the CDP except in 2021 where we reached the A rating for the first time.

Being rated **A** in 2026, is a real competitive advantage and demonstrates towards our stakeholders our level of commitments regarding Climate changes.

Being A rating, put **Worldline with the Top 20 companies of the CAC 40 index** or with the Top 15 companies of the SBF 120 index.



New Worldline Scorecard

Worldline maintains excellence in sustainability ratings with an outstanding **EcoVadis score of 84/100**, keeping the prestigious **Platinum status**. This score places Worldline in the **top 1% of the most sustainable companies** assessed by EcoVadis globally.

EcoVadis recognition reinforces Worldline's position as a leader in sustainable payments technology and validates our commitment to stakeholder transparency.



Worldline supported the design of the “eco-design of digital services” standards

Since 2023, Worldline has been leading the international expert group as **Project Leader for the development of ISO 20125 standard on eco-design of digital services**, with publication in **February 2026**

Being recognized as a **leader in ISO 20125 positions Worldline** as the trusted partner for customers who demand measurable environmental responsibility and differentiates us from competitors.



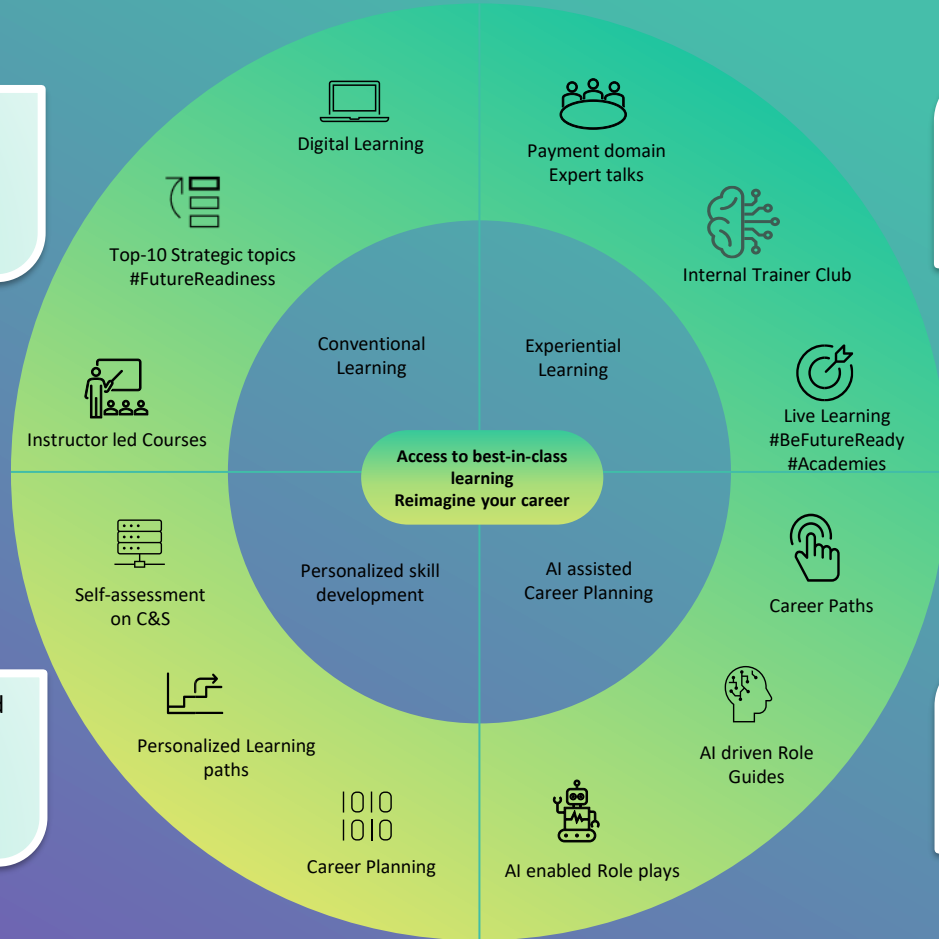
HR FY'25 Highlights

2025 : JOURNEY OF UPSKILLING, TRAININGS & DEVELOPMENT

“Springboard Is Ready”: Empowering employees through upskilling for internal mobility

Over **35K courses** on Technology, Payment domain, Function, Soft Skills, Leadership etc.

Leverage over 200+ senior in-house experts as well as experts from partner’s ecosystem



Develop high personalized learning paths utilizing platforms as well as dedicated career bridge services

Modern AI enabled career charting, role-specific guides, AI role-plays

Our 2025 achievements – Training

Employees voice

GPTW-2024



65% (+2%)

"I am offered training or development to further myself professionally".

"**Top-3 strengths** of Worldline"

Mandatory Trainings



99,9%

Completed in 2025.
Strong focus on compliance i.e. PCI-DSS, AML, Sanctions Data Protection, Secure Coding

Strategic Learning Prog



116K Learning Hours

Top-10 topics Learning hours
i.e. GenAI, Cloud, Product Mgt., Architectural resilience, DevOps, SAFe etc.

Be Future Ready



13000+

Participants in 10 sessions in 2025
CBDC, Navigating Digital payments,
Learning Friday
16 sessions in 2025

Learning Hours



25.3

Learning hours per employee in 2025

Internal Trainer's Club



1100

Internal trainer's session scheduled for 2025.

150+ internal experts/trainers

GenAI



66K

Learning hours in 2025 boosting GenAI adoption in WL.

Focus on persona specific GenAI trainings

Curious Learner's Club



9000

Members in the community dedicated to training topics driving stronger engagement

Cloud Trainings



440+

GCP Certifications in 2025

25K Learning hours in Cloud trainings



Trust 2030: Average number of Learning Hours



2025 Achievement

25.3 H

Average number of Training hours per employee



2026 Target

11

26.5 H

Average number of Training hours per employee



Trust 2030

TARGET

32H

Average number of Training hours per employee

Target will be adjusted post MeTS carve-out in agreement Deloitte

DEVELOPMENT OFFERINGS IN 2025

One Worldline Academy

- **96 unique participants** across 2 programs – Leading Yourself & Others (LYO) for emerging talent and Strategic & Transformational Leadership (STL) for senior talent.
- **Increased NPS** compared to 2024 due to improvements made in content and delivery.
- **97% LYO, 99% STL** – average attendance.
- **39% Female participation**
- **90 LYO, 81 STL** – exceptional NPS

Leadership Program

- **375 Unique Participants** (40% increase on 2024 partly due to some local versions of the programs).
- Increase in usefulness score from 2024 which was 8.

39% Female Participation

Overall Satisfaction/Usefulness Score:

9/10 - First Level Leaders

8.5/10 - Advanced Level Leaders

4.3/5 - Senior Level Leaders

Product Academy

- **472 unique participants** - in one or more modules.
- Increased attendance on internal optional modules (two new modules – Finance & AI Powered Product Management. 296 Product Owners upskilled on AI in their role).

36% Female Participation

52% - NPS for Vendor led modules

4.5/5 Satisfaction score – internal modules

OTHER OFFERINGS IN 2025

Coaching

109 employees received coaching with average of 4.2 hours per session.

4.8/5 satisfaction rate

Mentoring

20 women participated in mentoring program, **17** completed.

63% NPS.

Increasing to 30 places in 2026.

360 Feedback

20 managers in HR & the business participated in a 360-feedback pilot.

Plan to launch in 2026, aligned to Worldline Way.

Self-Paced Learning

Curated and launched learning paths on leadership in LinkedIn Learning aligned to Worldline Way

AI Learning

Promoted agents to support employees and managers and designed AI role plays in LinkedIn learning.

Our 2025 Engagement Journey: Key Pillars & Objectives

STRENGTHENING LOCAL GOVERNANCE
TO ENHANCE ENGAGEMENT



EACH COUNTRY WILL ASSESS EACH SITUATION, PICK &
CHOOSE FROM THE TOOLKIT, BUILD TAILORED ACTION PLAN
TO:

Strengthen
proximity and
sense of
belonging

Sharing and
understanding our
strategy

Recognizing the
involvement
of our
Collaborators

Localized Engagement: Communication & Country Plans

Selected One Germany

Working in Wordline - Our Organization - Programmes and Initiatives

24 October 2024

You said, we did: Unsere Mitarbeiterumfrage "Great Place to Work" in Aktion

Germany

Euer Feedback macht den Fortschritt möglich.

Die Great Place to Work (GPTW) Umfrage ist mehr als nur das Beantworten von Fragen - sie gestaltet unseren gemeinsamen Erfolgskurs. Wir haben jeden Kontext aus der letzten Umfrage aufzuheben gesucht und unsere Themen identifiziert. Das setzt wir auf folgende Strategie: Wir bauen auf unseren Stärken auf und vermeiden es wieder Schwächen zu geben und den Dingen, die wir noch lernen müssen.

Stolz und dankbar sind wir für die vielen wertvollen Beiträge unserer Mitarbeiter. Über diese Maßnahmen informieren wir Euch regelmäßig im [Company Update](#) und in weiteren Formaten. Diese Updates über alles, was wir bereits gemacht haben und welche Themen wir besonders auf eure Feedbacks mitgegriffen haben, findet ihr im [Company Update 2024](#).

Auch im nächsten Jahr möchten wir unsere Unternehmenskultur weiter optimieren und laden Euch ab dem 16.11.2024 dazu ein, an der diesjährigen GPTW Umfrage teilzunehmen.

Wir freuen uns auf eure Teilnahme und auf eure wertvolle Rückmeldung!

- Daniela Vogt, Executive Director Human Relations

What you said - Die Ergebnisse der letzten Umfrage

Das erste der drei Hauptthemen, die wir auf Basis eurer Feedbacks aus der Umfrage abgeleitet haben, lautet unsere **Struktur**. Viele von euch, die sich dafür zu Wort gemeldet haben, sind:

- Work-Life-Balance / Team:** flexible Arbeitszeiten, mobiles Arbeiten, Arbeitsumgebung, soziale Programme, Zusammenarbeit der KollegInnen, Feedbackkultur, Mitarbeiterveranstaltungen etc.
- Die beiden anderen Bereiche beschäftigen unsere **Interne Kommunikation**. Das Ziel besteht in, diese beiden Bereiche zu integrieren und miteinander zu verbinden.
- Menschen und Kultur:** Unterstützung bei MitarbeiterInnen etc.
- Empowerment/Führung:** Unsere Visionen und Ziele, Transparenz von Organisationen und Geschäftsprozessen, Unterstützung von Führungskräften etc.

What we did! - Durchgeführten Maßnahmen und Aktionen

Wir haben euer [Feedback](#) ernst genommen und es in unsere Maßnahmen umfassen und sich wie folgt gestaltet:

- Work-Life-Balance / Team**
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
- Menschen und Kultur**
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
- Empowerment/Führung**
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten
 - Arbeitszeiten, Arbeitszeiten

Zur Berufsgründung/Wordline -Gats

Unsere derzeitigen Aktivitäten und Pläne

Nachdem dem [Action-Engagement-Plan](#) haben sich Kolleginnen und Kollegen seit Juli 2023 in [Arbeitsgruppen](#) gebildet, um gemeinsam für alle Wandler: unsere Mitarbeiter:innen pro Thematischerbereich zu entwickeln:

- Work-Life-Balance / Team**
Karin Heideich
[k.heideich@one.com](#)
- Menschen und Kultur**
Karin Heideich
[k.heideich@one.com](#)
- Empowerment/Führung**
Karin Heideich
[k.heideich@one.com](#)

Die Arbeitsgruppen werden ihre Arbeit und Ideen in separaten Posts in unserem [GPTW-Team-Kan](#) vorstellen. Aktuell diskutieren die Great Teams wie regelmäßige Check-ins, ein Unterstützungsprogramm für MitarbeiterInnen, eine Führungsrolle von On und Support im Rahmen des neuen Leadership-Modells.

Stützt euch, verfolgt die Fortschritte, bedankt bei einer Arbeitsgruppe!

OR

You said, we did: Great Place to Work in action.

Dear Colleagues,

When you shared your thoughts in the Great Place to Work survey 2024, you helped us better understand what matters most to you at Wordline.

We have taken time to review your feedback carefully, identify key themes and explore ways to address them together. Your input continues to guide our ongoing efforts to make Wordline a great place to work for everyone.

What you said - Our insights from last year's survey

If you could change one thing about this company to make it a better place to work, what would it be?

- Empowerment** - More and clearer local mandates, less centralization of tasks
- Working in silos** - Break silos, align goals, and drive results with a single Nordic manager and Nordic-wide updates of results and direction that reach every contributor - **One company mindset**
- Communication** - From many channels (Teams, Slack, e-mail, Intranet, Sharepoint, Confluence) to **one clear set up for general communication and information:** know who does what, how everything connects, and where trusted information lives - so we're aligned on direction and information travels faster

Our top development areas based on the survey

- Structure and Strategy/Identify who does what, understanding of strategy, management, mission, Lack of clarity/communication
- Reward and Fairness (share of profit, fair salary increases...)
- Overall confidence in the future and the leadership / company

What we did! - Our actions and commitments

What We Did

- Structure, strategy and overall confidence in the future and leadership**
 - The Re-Connect and Engage Day in Stockholm on June 24 with 230 colleagues coming together on site, plenary with Pierre-Antoine Vacheron and stands with local and central teams to learn more about Wordline
 - Company-wide and MS All-hands calls to explain the structure and target operating model and the vision of the company.
 - Regular local Townhalls with general updates, from September with team presentations to give a better view of our structure.
 - The introduction of a digital and physical Speak Up Box in our local offices for all employees to send any kind of feedback anonymously.
- Communication**
 - To make sure reaching all of you, locally we communicate via either e-mail or Slack, or both depending on subject, when sending out different information and invitations to All hands and Celebrations
- Reward and Fairness**
 - In the salary review 2023 we have focused on market alignment with focus on employees below market salary levels with the aim for a fair outcome despite a limited budget.

= 80% of WL employees informed

In Germany, Netherlands, Belgium & Romania

In Italy, Greece, Nordics, India, France, Baltics, Czech Rep, Luxemburg, Poland

Trust 2025: 2025 Employee Satisfaction Status



2025 STATUS

65% (versus 64% since 2020)
Great Place To Work Trust Index*

* Trust Index reflects The average of positive & very positive responses



2025 TARGET

69%
Great Place To Work Trust Index*

* Trust Index reflects The average of positive & very positive responses

H2 2025: A Revised Employee Listening Strategy

Transparent Communications

- **Monthly company wide calls with the ExCo**
- **Open and unfiltered employee Q&A**
- **Focus on transparently sharing company performance and our North Star transformation**

Foster top management proximity

- **ExCo country visits with local town halls to build proximity**
- **Employee listening sessions**
- **Formalised the role of country leadership to create the connections and translate global strategy into local reality**

Transitioning to a new survey tool

- **Last Great Place to Work survey in Nov-Dec 2025**
- **Focus on action planning and building accountability for engagement**
- **Preparing to move to a new, more robust survey tool and platform in 2026 to allow more regular Pulse surveys**

2025 Gender Equity Global Dashboard

Indicators	2020 Baseline	2021	2022	2023	2024	2025	2025 (Excluding eMTS)	Vs 2020	TRUST 2025 Target
% of women in management positions (Career ban "Manager" Grade 12+)	22%	23%	25%	26%	26%	28%	31%	+6	35%
% of women in Executive Committee	16%	18%	25%	33%	33%	55%	50%	+39	
% of Women within the Top Management (Grading 17+)	16%	18%	25%	26%	28%	27%	27%	+11	
% Women in company (globally)	32%	33%	35%	35%	36%	36%	37%	+4	
% of women hired (all level)	35%	36%	38%	39%	45%	42%	44%	+7	
% of women hired (Career ban "Manager" Grade 12+)	-	29%	32%	34%	36%	36%	38%	-	
% of women on the Worldline Leadership Programmes	28%	31%	35%	47%	34%	35%	36%	+7	
% of women on the Worldline Talent Programmes	24%	25%	36%	32%	39%	39%	40%	+15	
% Gender Distribution in Talent Pool	-	29%	29%	31%	-	32%	34%	-	

- For Trust 2030, we will be focusing on more senior managerial roles (Grade 15+) and have reset our target to be 33% by 2030.
- Our Gender Equity dashboard highlights positive trends, with an increase in women in managerial roles. We are dedicated to building on this progress to meet our 2030 goal.
- The decrease of women participating to the leadership program is attributable to the shift from GBL nomination to self-enrollment system

2025 Employee with disability Status



2025 STATUS

+24%

of Employees with Disability In the countries with target (vs +17% in 2024)



2025 TARGET

+20%

of Employees with Disability In the countries with target

Thank you

Investors Relations

César Zeitouni
cesar.zeitouni@worldline.com

Peter Farren
peter.farren@worldline.com

Long-Term Incentive update (not applicable to CEO)

The Board decided to mitigate the dilutive effect of the capital increase on unvested LTI's by applying the Euronext ratio* on the number of shares granted

Long-term equity compensation

2023 LTI PLAN

13,00% vesting rate for members of the Executive Committee

26,08% vesting rate for other employees

2024 LTI PLAN

Re-alignment of the performance conditions for the 2025 performance year, in order to maintain the plan beneficiaries' motivation and retention. The adjustment reflects the approval of a revised budget by the Board of Directors on 23 April 2025, subsequent to the arrival of the new Chief Executive Officer.

2025 LTI PLAN

Setting of the financial performance conditions in line with the revised budget by the Board of Directors on 23 April 2025, subsequent to the arrival of the new Chief Executive Officer.

*Euronext ratio: 0.258 324 203 305 864

Focus on Say on Pay ex ante

No Change in the following CEO Specifics vs 2025 AGM

Supplementary pension plan (art 82)



25% of annual fixed compensation paid as premium subject to:

- **Performance condition:** (i) 100% paid if 100% of annual cash variable compensation achieved; (ii) no premium paid if less than 60% of annual cash variable compensation achieved. Linear in between.
- **Presence condition** on 1 December of Y+1 as Executive Company Officer

Indemnity in case of forced departure



- **Cap @ 100% of gross annual remuneration** (fixed & variable actually paid) **for the 12 months preceding a forced departure**
- **Based on the achievement of performance conditions** of the annual cash variable compensation for **the two financial year preceding the termination**
- **No payment (i) if the arithmetic average of the achievement rates of the performance conditions does not meet the minimum threshold set for the payout of the variable cash compensation or (ii) in case of dismissal of the CEO for serious misconduct or gross negligence or (iii) in case of voluntary departure, change of position within WL or if the CEO has the opportunity to claim his retirement right or (iv) in the event of the end of the mandate due to reaching the age limit provided by the Company's bylaws**

Unemployment insurance (“GSC”)



- Only in case of dismissal (“revocation”) or non-renewal of the mandate
- Indemnity of €150,000 for a duration of 12 months
- €1,158 monthly insurance premium paid by Worldline

Exceptional compensation



- In cash or in shares in very specific circumstances (to be clearly communicated & justified) or upon recruitment of a new executive officer
- Limited to 100% of the fixed & target variable remuneration
- **No exceptional compensation planned for 2026**