

**Notice (i) to holders of bonds convertible into new shares and/or exchangeable for existing shares (OCEANEs), (ii) to holders of stock-options, (iii) to beneficiaries of unvested performance shares, and (iv) to beneficiaries of unvested free shares**

***(Capital increase with preferential subscription rights)***

**Paris La Défense – 13/03/2026 – Worldline [Euronext: WLN]**

Holders of bonds convertible into new shares and/or exchangeable for existing shares of Worldline (the “**Company**”) issued on 30 July 2019 and 4 December 2020 (the “**OCEANEs**”), holders of stock-options giving right to subscribe for or purchase shares of the Company that are currently exercisable under the plans implemented since 25 May 2016 (the “**Stock-Options**”), beneficiaries of performance shares granted under plans decided by the Company since 8 June 2023, and for which the vesting period is ongoing (the “**Performance Shares**”), as well as beneficiaries of free shares granted under plans decided by the Company since 25 July 2023, and for which the vesting period is ongoing (the “**Free Shares**”), are hereby informed, in accordance with the provisions of Article R. 228-92 of the French Commercial Code, that the Chief Executive Officer, acting pursuant to a sub-delegation of the Board of Directors granted by decision taken on 10 March 2026, itself acting in accordance with Article L. 22-10-49 of the French Commercial Code and pursuant to the delegation of authority conferred by the extraordinary general meeting of the Company's shareholders on 8 January 2026 (eighth resolution), decided on 11 March 2026 to proceed with a capital increase of the Company with preferential subscription rights for a total amount, including issue premium, of 391,780,753.76 euros through the issue of 1,939,508,682 new ordinary shares at a price of €0.202, including €0.02 of nominal value and €0.182 euros of issue premium (the “**Rights Issue**”).

Holders of preferential subscription rights will be able to subscribe to the Rights Issue (i) not subject to reduction (*à titre irréductible*), at a ratio of 6 new shares for 1 existing share with a nominal value of €0.02 (1 preferential subscription right will enable to subscribe to 6 new shares at a subscription price of €0.202 euros) and (ii) subject to reduction (*à titre réductible*), for the number of new shares they wish to subscribe in addition to those to which they are entitled by virtue of exercising their rights not subject to reduction (*à titre irréductible*), in proportion to the preferential subscription rights they hold and, in any event, within the limits of their requests. The preferential subscription rights will be traded from 13 March 2026 to 25 March 2026 inclusive, and exercisable from 17 March 2026 to 27 March 2026 according to the indicative timetable.

The detailed terms and conditions of the Rights Issue are set out in the prospectus approved by the Autorité des marchés financiers (the “**AMF**”) on 11 March 2026 under number n°26-053, comprising the Universal Registration Document (*Document d'Enregistrement Universel*) of the Company filed with the AMF on 6 March 2026 under number D.26-0071 and the securities note (*note d'opération*) (which contains the summary (*résumé*) of the prospectus).

The right to exercise the conversion or exchange of the OCEANEs into new and/or existing shares of the Company, as well as the right to exercise the allocation rights attached to exercisable Stock-Options, have been suspended from 11 March 2026 (00:01 a.m., Paris time) until the settlement-delivery date (inclusive) of the Rights Issue, without the suspension period exceeding three months, i.e. no later than 10 June 2026 (23:59, Paris time), in accordance with the notice published in the *Bulletin des Annonces Légales Obligatoires* (BALO) No. 27 of 4 March 2026, the provisions of Articles L. 225-149-1 and R. 225-133 of the French Commercial Code and, respectively, the terms and conditions of the OCEANEs and the provisions of the Stock-Option plans of the Company.

Following the Rights Issue, the necessary adjustments will be made so that the rights (i) of holders of OCEANEs who have not exercised their right to convert and/or exchange OCEANEs for new and/or

existing shares by 10 March 2026 (11:59 p.m.) at the latest, (ii) of holders of Stock-Options who have not exercised them by 10 March 2026 (11:59 p.m.) at the latest, (iii) of beneficiaries of Performance Shares and (iv) of beneficiaries of Free Shares, are preserved in accordance with applicable legal and regulatory provisions and, respectively, the terms and conditions of the OCEANEs, the provisions of the corresponding Stock-Option, Performance Share and Free Share plans, as applicable. The Company will inform the said holders and beneficiaries after completion of the Rights Issue.

## CONTACTS

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## ABOUT WORLDLINE

Worldline [Euronext: WLN] is Europe's leading operator of critical infrastructure and payment services. With a presence across the entire value chain, the group offers its customers unique expertise in processing and securing their payments, thereby promoting their growth. Worldline is leveraging its 2030 strategic plan and its technological innovation capabilities to build the European reference payment partner for merchants and financial institutions. With over 1.2 million customers, Worldline achieved €4bn revenue in 2025. [worldline.com](https://www.worldline.com)

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

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