

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

(Adjustment of the terms (i) of the OCEANEs, (ii) of the stock-options, (iii) of the performance share plans and (iv) of the free share plans)

Paris La Défense – 03/04/2026 – 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, by means of this notice, of the completion, on 2 April 2026, of the 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**"), the subscription period of which was open from 17 March 2026 to 27 March 2026 inclusive, and the launch of which was decided by the Chief Executive Officer of the Company by a decision dated 11 March 2026, 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).

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).

By decision dated 3 April 2026, the Chief Executive Officer of the Company proceeded, pursuant to a sub-delegation of the Board of Directors granted by decision of 29 January 2026 and as announced in the notice published in the *Bulletin des Annonces Légales Obligatoires* (BALO) No. 31 of 13 March 2026, to the adjustment of the rights of holders of OCEANEs, holders of Stock-Options and beneficiaries of Performance Shares, in order to preserve their rights, in accordance with applicable legal and regulatory provisions and, respectively, the terms and conditions of the OCEANEs, the provisions of the corresponding Stock-Option and Performance Share plans, as applicable.

As a result of the completion of the Rights Issue, and in accordance with applicable legal and regulatory provisions (in particular, Articles L. 228-99 and R. 228-91 of the French Commercial Code) and in accordance with the terms and conditions of the OCEANEs, the provisions of the Stock-Option and Performance Share plans, the new exercise bases (i) of the OCEANEs, (ii) of the Stock-Options, and (iii) of the Performance Shares are henceforth as follows, with effect as from 3 April 2026:

OCEANES:

The number of shares of the Company that may be obtained, by conversion and/or exchange, for each OCEANE is increased from 1 share of the Company to 2.928 shares of the Company.

Stock-Options:

Grant date	25/05/2016	16/08/2016	21/07/2018	02/01/2019	24/07/2019
Exercise price before the share capital increase	26.82 €	28.58 €	52.91 €	46.69 €	66.77 €
Exercise price after the share capital increase	6.93 €	7.38 €	13.67 €	12.06 €	17.25 €
Adjustment of the balance of the number of shares under option	260 880	58 067	1 014 239	505 376	343 133

Grant date	09/06/2020	27/05/2021	09/06/2022	08/06/2023
Exercise price before the share capital increase	69.73 €	81.39 €	39.70 €	40.70 €
Exercise price after the share capital increase	18.01 €	21.03 €	10.26 €	10.51 €
Adjustment of the balance of the number of shares under option	364 881	189 778	73 413	408 990

Performance Shares:

Grant date	08/06/2023	25/07/2023	13/06/2024	13/06/2024
Adjustment of the balance of the number of performance shares	3 645 167	48 798	112 476	7 541 578

Grant date	05/06/2025	05/06/2025	21/10/2025
Adjustment of the balance of the number of performance shares	387 112	12 875 025	1 142 843

Holders of OCEANES and holders of Stock-Options are also informed, respectively, (i) of the resumption of the right to exercise the conversion or exchange of the OCEANES into new and/or existing shares of the Company and (ii) of the resumption of the right to exercise the Stock-Options, as from 3 April (00:00 a.m., Paris time), in accordance with the notice published in the *Bulletin des Annonces Légales Obligatoires* (BALO) No. 27 of 4 March 2026.

CONTACTS

INVESTOR RELATIONS

Cesar Zeitouni

E cesar.zeitouni@worldline.com

Peter Farren

E peter.farren@worldline.com

COMMUNICATION

WL-PressNews@worldline.com

Virginie Bonnet

T +33 6 18 70 72 12

E virginie.bonnet@worldline.com

or

teamworldline@taddeo.fr

ABOUT WORLDLINE

Worldline [Euronext: WLN] is a European leader in 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 in revenue in 2025. 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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