



## **May 24, 2018 Combined General Meeting**

### **Voting results**

*This document published on May 31, 2018 cancels and replaces the one published on May 24, 2018 following the General Meeting, to correct a minor clerical error concerning the calculation of the number of votes taken into account and does not have any impact on the outcome of the votes.*

**Quorum:** 90.414 % (i.e., 120,375,001 shares and 314 shareholders)

	<b>SHAREHOLDERS</b>	<b>SHARES</b>	<b>VOTES</b>
<b>Attendees</b>	10	92,850,254	185,674,335
<b>Represented</b>	1	25	50
<b>Proxy to the Chairman</b>	8	27,598	27,749
<b>Votes by mail</b>	295	27,497,124	27,498,085
<b>Total</b>	314	120,375,001	213,200,219

Share capital: EUR 90,533,180.40

Number of shares making up the share capital: 133,137,030

Number of shares with voting rights: 133,137,030

# Worldline

NUMBER	RESOLUTIONS	FOR		AGAINST		ABSTAIN	
		Votes	%	Votes	%	Votes	%
<b>Ordinary Business</b>							
1	Approval of the Company financial statements for the financial year ending December 31, 2017	213,200,169	> 99.99 %	0	0.00 %	50	< 0.01 %
2	Approval of the consolidated financial statements for the financial year ending December 31, 2017	213,200,169	> 99.99 %	0	0.00 %	50	< 0.01 %
3	Allocation of the net income for the financial year ending December 31, 2017	213,200,121	> 99.99 %	48	< 0.01 %	50	< 0.01 %
4	Approval of an overall amount of annual Directors' fees	213,200,121	> 99.99 %	48	< 0.01 %	50	< 0.01 %
5	Renewal of Mr. Gilles Arditti as member of the Board of Directors	209,442,633	98.24 %	3,757,536	1.76 %	50	< 0.01 %
6	Renewal of Ms. Danielle Lagarde as member of the Board of Directors	212,048,154	99.46 %	1,151,967	0.54 %	98	< 0.01 %
7	Renewal of Ms. Sophie Proust as member of the Board of Directors	212,048,154	99.46 %	1,151,967	0.54 %	98	< 0.01 %
8	Approval of the elements of compensation and benefits paid or awarded for the financial year ending December 31, 2017 to Mr. Gilles Grapinet, Chief Executive Officer	199,676,377	93.66 %	13,523,792	6.34 %	50	< 0.01 %
9	Approval of the features and criteria for setting, allocating, and granting, the fixed, variable, long-term and exceptional elements making up the total compensation and benefits of all kinds attributable to the Executive Senior Officers	206,322,236	96.77 %	6,877,833	3.23 %	150	< 0.01 %

# Worldline

NUMBER	RESOLUTIONS	FOR		AGAINST		ABSTAIN	
10	Authorization granted to the Board of Directors for the purpose of purchasing, conserving or transferring shares in the Company	212,794,803	99.81%	405,366	0.19 %	50	< 0.01 %
<b>Extraordinary Business</b>		<b>Votes</b>	<b>%</b>	<b>Votes</b>	<b>%</b>	<b>Votes</b>	<b>%</b>
11	Authorization granted to the Board of Directors to reduce the share capital by cancelling self-owned shares	212,841,893	99.83 %	358,228	0.17 %	98	< 0.01 %
12	Delegation to the Board of Directors of authority to decide the issue of shares and/or securities giving access to share capital and/ or securities carrying a right to the allocation of debt securities – while maintaining preferential subscription rights	208,876,806	97.97 %	4,323,315	2.03 %	98	< 0.01 %
13	Delegation to the Board of Directors of authority to decide to issue shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt securities through public offerings, without preferential subscription rights	187,846,924	88.11 %	25,353,197	11.89 %	98	< 0.01 %
14	Delegation to the Board of Directors of authority to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt securities through a private placement mentioned in article L.411-2, II of the French Monetary and Financial Code, without preferential subscription rights	187,805,122	88.09 %	25,394,999	11.91 %	98	< 0.01 %
15	Delegation of powers to the Board of Directors to issue shares or securities giving access to the share capital without preferential subscription rights as consideration for contributions in kind consisting of equity securities or securities giving access to share capital	204,962,881	96.14 %	8,237,240	3.86 %	98	< 0.01 %

# Worldline

NUMBER	RESOLUTIONS	FOR		AGAINST		ABSTAIN	
16	Delegation to the Board of Directors of authority to increase the number of securities to be issued in the event of capital increase with or without preferential subscription rights	187,427,887	87.91 %	25,772,234	12.09 %	98	< 0.01 %
17	Delegation to the Board of Directors of authority to decide the increase of the share capital through the capitalization of premiums, reserves, profits or other items	213,199,921	> 99.99 %	200	< 0.01 %	98	< 0.01 %
18	Delegation to the Board of Directors of authority to increase the share capital of the Company with the removal of the preferential subscription rights to the benefit of members of a company saving plan as employees and executive officers of the Company and its affiliated companies	213,072,880	99.94 %	127,241	0.06 %	98	< 0.01 %
19	Authorization given to the Board of Directors to grant options to subscribe for or to purchase shares to the employees and executive officers of the Company and its affiliated companies under article L.225-180 of the French Commercial Code	194,687,614	91.32 %	18,512,507	8.68 %	98	< 0.01 %
20	Authorization given to the Board of Directors to grant free shares to the employees and executive officers of the Company and/or its affiliated companies	211,485,481	99.20 %	1,714,688	0.80 %	50	< 0.01 %
21	Amendment of article 27 of the Articles of Association – Statutory Auditors	211,539,348	99.22 %	1,660,821	0.78 %	50	< 0.01 %
22	Powers	213,200,169	> 99.99 %	0	0.00 %	50	< 0.01 %