

**FIRST PROSPECTUS SUPPLEMENT DATED 29 AUGUST 2023
TO THE BASE PROSPECTUS DATED 30 MAY 2023**



(incorporated as a société anonyme in France)

€4,000,000,000 Euro Medium Term Note Programme

This first prospectus supplement (the “**First Prospectus Supplement**”) is supplemental to, and should be read in conjunction with, the base prospectus dated 30 May 2023 (the “**Base Prospectus**”), prepared in relation to the Euro 4,000,000,000 Euro Medium Term Note Programme (the “**Programme**”) of Worldline (the “**Issuer**”). The Base Prospectus constitutes a base prospectus for the purposes of article 8(1) of Regulation (EU) 2017/1129 of 14 June 2017, as amended (the “**Prospectus Regulation**”) and was approved in Luxembourg by the *Commission de Surveillance du Secteur Financier* (the “**CSSF**”) in its capacity as competent authority under the Prospectus Regulation.

Application has been made for approval of this First Prospectus Supplement to the CSSF in its capacity as competent authority pursuant to the Prospectus Regulation.

This First Prospectus Supplement has been prepared pursuant to article 23 of the Prospectus Regulation, for the purposes of (i) incorporating by reference the Issuer's *Amendement au Document d'Enregistrement Universel 2022 incluant le Rapport Financier Semestriel 2023* and (ii) incorporating recent events relating to the Issuer.

Save as disclosed in this First Prospectus Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Base Prospectus which may affect the assessment of the Notes since the publication of the Base Prospectus.

Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meaning when used in this First Prospectus Supplement.

To the extent there is any inconsistency between (a) any statement in this First Prospectus Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Copies of this First Prospectus Supplement (a) may be obtained, free of charge, from the registered office of the Issuer during normal business hours, (b) will be available on the website of the Issuer (www.worldline.com) and (c) will be available on the website of the Luxembourg Stock Exchange (www.luxse.com).

The Issuer accepts responsibility for the information contained in this First Prospectus Supplement and declares that, to the best of its knowledge, the information contained in this First Prospectus Supplement is in accordance with the facts and that this First Prospectus Supplement makes no omission likely to affect its import.

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DOCUMENTS INCORPORATED BY REFERENCE

The section entitled “*Documents Incorporated by Reference*” appearing on pages 27 to 31 of the Base Prospectus is hereby deleted and replaced by the following:

“This Base Prospectus should be read and construed in conjunction with the pages set out in the cross-reference table below from the following documents:

- (1) the *amendement au document d'enregistrement universel 2022* including the *rapport financier semestriel 2023* of the Issuer for the six-month period ended on 30 June 2023 in French language, including the consolidated financial statements of the Issuer as at 30 June 2023 (the “***Amendement au Document d'Enregistrement Universel 2022 incluant le Rapport Financier Semestriel 2023***”);
- (2) the press release dated 26 April 2023 on quarterly information as at 31 March 2023 in French language published on the Issuer's website (the “**2023 Q1 Press Release**”);
- (3) the *document d'enregistrement universel 2022* of the Issuer for the financial year ended 31 December 2022 in French language, including the audited consolidated financial statements of the Issuer as at 31 December 2022 (the “***Document d'Enregistrement Universel 2022***”);
- (4) the *document d'enregistrement universel 2021* of the Issuer for the financial year ended 31 December 2021 in French language, including the audited consolidated financial statements of the Issuer as at 31 December 2021 (the “***Document d'Enregistrement Universel 2021***”); and
- (5) the terms and conditions of the notes contained in the base prospectus of the Issuer dated, 22 June 2020 (the “**2020 EMTN Conditions**” or the “**EMTN Previous Conditions**”).

Such pages shall be incorporated by reference in, and shall be deemed to form part of, this Base Prospectus, save that any statement contained in a document which is incorporated by reference herein shall be deemed to be modified or superseded for the purpose of this Base Prospectus to the extent that a statement contained herein modifies or supersedes such earlier statement (whether expressly, by implication or otherwise). Any statement so modified or superseded shall not, except as so modified or superseded, constitute a part of this Base Prospectus.

The documents listed in (1) to (5) above and this Base Prospectus are available on the websites of the Issuer (www.worldline.com) and of the Luxembourg Stock Exchange (www.luxse.com).

Free translations in the English language of the *Amendement au Document d'Enregistrement Universel 2022 incluant le Rapport Financier Semestriel 2023*, the 2023 Q1 Press Release, the *Document d'Enregistrement Universel 2022* and the *Document d'Enregistrement Universel 2021* are available on the Issuer's website (www.worldline.com). Such English translations are available for information purposes only and are not incorporated by reference in this Base Prospectus. The only binding versions are the French language versions.

No information in the website of the Issuer (www.worldline.com) nor the website itself forms any part of this Base Prospectus unless that information is incorporated by reference into this Base Prospectus.

For the purpose of the Prospectus Regulation, information can be found in the documents incorporated by reference in this Base Prospectus in accordance with the following cross-reference table (in which the numbering refers to the relevant items of Annex 7 of the Delegated Regulation).

Items of such Annex 7 of the Commission Delegated Regulation which are not listed in the cross-reference table below are also not relevant because included elsewhere in this Base Prospectus.

Any information not listed in the cross-reference list below but included in the documents incorporated by reference shall not form part of this Base Prospectus and is either not relevant for investors or covered elsewhere in this Base Prospectus. Any documents themselves incorporated by reference in the documents incorporated by reference in this Base Prospectus shall not form part of this Base Prospectus.

However, the information set out in sections “Description of the Issuer” or “Recent Developments” can complete, modify or supersede the information incorporated by reference.

Annex 7 of the Delegated Regulation		<i>Amendement au Document d'Enregistrement Universel 2022 incluant le Rapport Financier Semestriel 2023</i>	2023 Q1 Press Release	<i>Document d'Enregistrement Universel 2022</i>	<i>Document d'Enregistrement Universel 2021</i>
SECTION 3		RISK FACTORS			
3.1	<p>A description of the material risks that are specific to the issuer and that may affect the issuer’s ability to fulfil its obligations under the securities, in a limited number of categories, in a section headed ‘Risk Factors’.</p> <p>In each category the most material risks, in the assessment of the issuer, offeror or person asking for admission to trading on a regulated market, taking into account the negative impact on the issuer and the probability of their occurrence, shall be set out first. The risk factors shall be corroborated by the content of the registration document.</p>			<p>Pages 355 to 362</p> <p>The risks factors that are specific to the Issuer include the following:</p> <ul style="list-style-type: none"> • Operational Risks; • Compliance & Legal Risks; • Strategic Risks; and • Financial Risks. 	
SECTION 4		INFORMATION ABOUT THE ISSUER			
4.1	History and development of the Issuer				
4.1.1	The legal and commercial name of the Issuer.			Page 477	
4.1.2	The place of registration of the Issuer, its registration number and legal			Page 477	

Annex 7 of the Delegated Regulation	<i>Amendement au Document d'Enregistrement Universel 2022 incluant le Rapport Financier Semestriel 2023</i>	2023 Q1 Press Release	<i>Document d'Enregistrement Universel 2022</i>	<i>Document d'Enregistrement Universel 2021</i>
	entity identifier ('LEI').			
4.1.3	The date of incorporation and the length of life of the Issuer, except where the period is indefinite.		Page 477	
4.1.4	The domicile and legal form of the Issuer, the legislation under which the Issuer operates, its country of incorporation, the address, telephone number of its registered office (or principal place of business if different from its registered office) and website of the Issuer, if any, with a disclaimer that the information on the website does not form part of the prospectus unless that information is incorporated by reference into the prospectus.		Page 477	
4.1.5	Any recent events particular to the issuer and which are to a material extent relevant to an evaluation of the issuer's solvency.	Pages 4 to 10	Pages 1 to 7	Pages 12 to 16
SECTION 5	BUSINESS OVERVIEW			
5.1	Principal activities			
5.1.1	A brief description of the Issuer's principal activities stating the main categories of products sold and/or		Pages 4, 17 to 19 and 36 to 53	

Annex 7 of the Delegated Regulation	<i>Amendement au Document d'Enregistrement Universel 2022 incluant le Rapport Financier Semestriel 2023</i>	2023 Q1 Press Release	<i>Document d'Enregistrement Universel 2022</i>	<i>Document d'Enregistrement Universel 2021</i>
	services performed; and			
5.1.2	The basis for any statements in the registration document made by the Issuer regarding its competitive position.			Pages 25 to 27 and 36 to 53
SECTION 6	ORGANISATIONAL STRUCTURE			
6.1	If the Issuer is part of a group, a brief description of the group and the Issuer's position within the group. This may be in the form of, or accompanied by, a diagram of the organisational structure if this helps to clarify the structure.			Page 481
SECTION 9	ADMINISTRATIVE, MANAGEMENT, AND SUPERVISORY BODIES			
9.1	Names, business addresses and functions within the Issuer of the following persons and an indication of the principal activities performed by them outside of that Issuer where these are significant with respect to that Issuer: (a) members of the administrative, management or supervisory bodies; (b) partners with unlimited	Pages 41 to 44		Pages 374 to 393

Annex 7 of the Delegated Regulation	<i>Amendement au Document d'Enregistrement Universel 2022 incluant le Rapport Financier Semestriel 2023</i>	2023 Q1 Press Release	<i>Document d'Enregistrement Universel 2022</i>	<i>Document d'Enregistrement Universel 2021</i>
	liability, in the case of a limited partnership with a share capital.			
9.2	Administrative, management, and supervisory bodies conflicts of interests Potential conflicts of interests between any duties to the Issuer, of the persons referred to in item 9.1, and their private interests and or other duties must be clearly stated. In the event that there are no such conflicts, a statement to that effect must be made.			Page 401
SECTION 10		MAJOR SHAREHOLDERS		
10.1	To the extent known to the Issuer, state whether the Issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control and describe the measures in place to ensure that such control is not abused.	Page 52		Pages 463 and 470
10.2	A description of any arrangements, known to the issuer, the operation of which may at a subsequent date result in a change in control of the issuer.			Page 470

Annex 7 of the Delegated Regulation		<i>Amendement au Document d'Enregistrement Universel 2022 incluant le Rapport Financier Semestriel 2023</i>	2023 Q1 Press Release	<i>Document d'Enregistrement Universel 2022</i>	<i>Document d'Enregistrement Universel 2021</i>
SECTION 11		FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES			
11.1	Historical financial information				
11.1.1	Historical financial information covering the latest two financial years (at least 24 months) or such shorter period as the Issuer has been in operation and the audit report in respect of each year.	Pages 17 to 38		Pages 244 to 310	Pages 249 to 315
	- balance sheet;	Page 19		Pages 251-252	Pages 256-257
	- income statement;	Pages 17-18		Pages 249-250	Pages 254-255
	- cash flow statement; and	Pages 20-21		Pages 253-254	Pages 258-259
	- accounting policies and explanatory notes	Pages 22 to 37		Pages 255 to 310	Pages 263 to 315
11.1.5	Consolidated financial information If the Issuer prepares both stand-alone and consolidated financial statements, include at least the consolidated financial statements in the registration document.	Pages 17 to 38		Pages 244 to 310	Pages 249 to 315
11.1.6	Age of financial information	Page 19		Pages 251-252	Pages 256-257
11.2	Auditing of Historical financial information				

Annex 7 of the Delegated Regulation	<i>Amendement au Document d'Enregistrement Universel 2022 incluant le Rapport Financier Semestriel 2023</i>	2023 Q1 Press Release	<i>Document d'Enregistrement Universel 2022</i>	<i>Document d'Enregistrement Universel 2021</i>	
11.2.1	<p>The historical annual financial information must be independently audited. The audit report shall be prepared in accordance with Directive 2006/43/EC and Regulation (EU) No 537/2014.</p> <p>Where Directive 2006/43/EC and Regulation (EU) No 537/2014 do not apply, the historical financial information must be audited or reported on as to whether or not, for the purposes of the registration document, it gives a true and fair view in accordance with auditing standards applicable in a Member State or an equivalent standard. Otherwise, the following information must be included in the registration document:</p> <p>(a) a prominent statement disclosing which auditing standards have been applied;</p> <p>(b) an explanation of any significant departures from International Standards on Auditing.</p>	Page 38 (limited review)		Pages 244 to 248	Pages 249 to 253

Annex 7 of the Delegated Regulation	<i>Amendement au Document d'Enregistrement Universel 2022 incluant le Rapport Financier Semestriel 2023</i>	2023 Q1 Press Release	<i>Document d'Enregistrement Universel 2022</i>	<i>Document d'Enregistrement Universel 2021</i>
11.3	Legal and arbitration proceedings			
11.3.1	Information on any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), during a period covering at least the previous 12 months which may have, or have had in the recent past, significant effects on the Issuer and/or group's financial position or profitability, or provide an appropriate negative statement.			Pages 363-364
SECTION 12		MATERIAL CONTRACTS		
12.1	A brief summary of all material contracts that are not entered into in the ordinary course of the issuer's business, which could result in any group member being under an obligation or entitlement that is material to the issuer's ability to meet its obligations to security holders in respect of the securities being issued.			Pages 340 to 342, 362

The EMTN Previous Conditions are incorporated by reference in this Base Prospectus for the purpose only of further issues of Notes to be assimilated (*assimilées*) and form a single series with Notes already issued with the relevant EMTN Previous Conditions.

EMTN Previous Conditions	
2020 EMTN Conditions	Pages 36 to 69

Information contained in the documents incorporated by reference other than information listed in the table above is for information purposes only.”

RECENT DEVELOPMENTS

The section entitled “Recent Developments” appearing on page 94 to 102 of the Base Prospectus is completed by the following:

“On 26 July 2023, the Issuer published the following press release:

H1 2023 results

Strong business trends, solid first-half

Revenue: € 2,242 million, +9.3% organically, with +9.4% in Q2'23

OMDA: € 519 million, 23.1% of revenue, +80 bps

Free cash flow: € 232 million, 44.7% OMDA conversion

Strategic initiatives developing as per plan

Milestones reached on Crédit Agricole partnership confirming a closing by end of 2023

Closing of Banco Desio completed and merchants' migration ongoing

All 2023 objectives confirmed

Paris La Défense, 26 July 2023 – Worldline [Euronext: WLN], a global leader in payment services, today announces its results for the first semester of 2023.

Gilles Grapinet, CEO of Worldline, said: “*Worldline executed a very satisfactory first half of the year with a 9.3% organic growth, supported by a solid double-digit performance in merchant Services, confirming, in particular, our enhanced competitive positioning resulting from our continued successful integration of and the former Ingenico.*

This strong business trends coupled with cost optimization plans, integration synergies and operating leverage, allowed the Group to deliver a 80 basis points margin expansion led, as planned, by a solid improvement in Merchant Services profitability despite inflationary headwinds impacting our costs base.

As part of our M&A roadmap, we entered during the semester into exclusive discussions with Crédit Agricole for a strategic long-term partnership and the creation of a joint-venture. Combining Worldline leading technology and products with the distribution power of Crédit Agricole, we have the joint ambition to create the future leading player in the French market able to deliver premier services to all merchants. The preparatory work post-announcement is progressing well, fully in line with a targeted signing in the course of Q3 2023 and a closing before the end of the year.

Last, end of March, we have completed the acquisition of Banco Desio Merchant Acquiring activities reinforcing our local presence in the Italian market with a strong partner.

Based on this good first-half showing its enhanced competitive strengths 2 years after the start of the ex-Ingénico integration the Group confirms its 2023 objectives and reaffirms its strategic projects to establish Worldline as a premium global Paytech while actively participating in the Payment industry consolidation.”

H1 2023 key figures

In € million	H1 2023	H1 2022	change
Revenue*	2,242	2,051	+9.3%
OMDA*	519	457	+13.4%
% of revenue	23.1%	22.3%	+80 bps
Net income Group share from continued operations**	81	53	+51.6%
% of statutory revenue from continued operations	3.6%	2.6%	
Normalized net income Group share from continued operations**	243	213	+14.3%
% of statutory revenue from continued operations	10.8%	10.5%	
Free cash flow (FCF) from continued operations	232	230	+0.8%
OMDA to FCF conversion rate***	44.7%	49.0%	
Closing net debt (before IFRS 5)*	1,837	3,456	

* H1 2022 at constant scope and exchange rates

** Normalized net income Group share on continued operations

*** H1 2022 conversion rate calculated on H1 2022 statutory OMDA from continued operations

Worldline’s **H1 2023 revenue** reached **€ 2,242 million**, representing **+9.3% revenue organic growth** (of which **+9.4% in Q2**). This achievement was reached thanks, in particular, to the continuous growth dynamic in Merchant Services reflecting the robustness of the business model. It reflects the benefit of the widespread and rapid shift towards digital payments as well as the Group’s strong positioning following the acquisition of Ingénico.

This strong execution also materialized in the Group’s **Operating Margin before Depreciation and Amortization (OMDA)** reaching **€ 519 million** in H1 2023; representing **23.1% of revenue**, an improvement by **+80 basis points** compared to H1 2022 at constant scope and exchange rates. This profitability improvement was led in particular by Merchant Services posting +100 basis points thanks to the acceleration of revenue growth fostering operating leverage; synergies from Ingénico; and effects of transversal productivity actions.

Net income Group share from continued operations reached **€ 81 million**, an improvement of **+5.6%**. **Normalized net income Group share from continued operations** (excluding unusual and infrequent items, Group share, net of tax) reached **€ 243 million**, up **+14.3%**.

Normalized basic EPS was **€ 0.86** in H1 2023 compared to **€ 0.76** in H1 2022. On a dilutive basis, it was **up 10.5% to € 0.84**.

Free cash flow from continued operations in H1 2023 was **€ 232 million**, representing a **44.7% cash conversion of OMDA** (free cash flow divided by OMDA), in line with the expected half-yearly pattern of 2023.

Group **Net debt** amounted to **€ 1,837 million** at the end of June 2023, reflecting good free cash flow generated over the semester. It represents a Group leverage ratio at 1.6x on a LTM basis.

Focus on Q2 2023 revenue performance

<i>In € million</i>	Q2 2023	Q2 2022 *	Organic change Q2
Merchant Services	849	749	+13.5%
Financial Services	236	235	+0.2%
Mobility & e-Transactional Services	87	87	-0.3%
Revenue	1 172	1 071	+9.4%

* at constant scope and exchange rates

Worldline's Q2 2023 revenue reached **€ 1,172 million**, representing a **+9.4% organic growth**. This achievement was notably reached thanks to the solid growth in Merchant Services at +13.5% organically, fueled by payment volumes both instore and online in commercial acquiring activities. Financial Services was broadly stable, in line with anticipated full year trajectory. Mobility & e-Transactional Services benefited of a solid underlying growth but remained impacted, as already disclosed, by the re-insourcing of a secured mail telco operator contract end of Q2 22, leading to an overall flat performance in Q2 2023.

Merchant Services

Merchant Services' **revenue** in Q2 2023 reached **€ 849 million**, representing a solid **organic growth by +13.5%**. Acquiring MSV reached € 120 billion in Q2, a solid performance led in particular by the strong Online acquiring MSV growth and new merchants gained.

By division, the dynamics were the following:

- **Commercial Acquiring:** Strong double-digit growth driven by the good performance for almost all geographies especially in Switzerland, Benelux and Germany and fueled as well by the good start of new activities integrated in Italy and Greece.
- **Payment Acceptance:** Good double-digit growth mainly led by Digital Commerce benefitting from the good ramp-up of new customers recently signed and the continuous recovery of travel related verticals, while omnichannel solutions continue to gain traction in the vast majority of our geographies.
- **Digital Services:** Soft performance despite a good level of activity in Turkey and Benelux related to retailers' activities.

During the second quarter of the year, commercial activity in Merchant Services materialized in numerous wins or extensions for both *Commercial Acquiring* and *Payment Acceptance*, in-store and online, with among others, Blizzard, Valve, Evonity, Amazing Talker, and new key partnerships signed with Vtex (Digital commerce platform) and travelplanbooker.com.

Financial Services

Q2 2023 **revenue** reached **€ 236 million** up **+0.2% organically**, with a soft growth in the second quarter as expected.

The performance by division was the following:

- **Card-based payment processing activities (*Issuing Processing and Acquiring Processing*):** Significant improvement driven by APAC, thanks to new project deliveries, as well as continuous good development of volumes in Benelux and France.
- **Account Payments:** Soft performance despite a good level of activity with large German contracts (Commerzbank and Unicredit)
- **Digital Banking:** Good Dynamic fueled by increased volumes and new contracts in France, Belgium and Switzerland, offsetting a soft performance in the Netherlands

In Q2 2023, Financial services activity was also marked by the successful delivery of a front end prototype in collaboration with ECB to shape the future digital euro. Worldline delivered the person-to-person (P2P) fully offline payment use-case, allowing individuals to make payments using the digital euro, even when no party involved has network access. The prototype's success confirms the technological feasibility and industrial scaling potential of the offline scenario, contributing to a more resilient payment system.

Mobility & e-Transactional Services

Revenue in Mobility & e-Transactional Services reached **€ 87 million, stable organically** with a good underlying growth still offset by the effect of the re-insourcing of the secured mail telco operator contract end of H1 22, as already disclosed.

The performance by division was the following:

- **Trusted Digitization:** Soft performance despite a good dynamic in France driven new projects signed and volumes growth from energy subsidies.
- **e-Ticketing:** Double-digit growth driven by increased volumes in transportation and a strong momentum in the UK with the ramp-up of contracts signed such as WECA.
- Finally, **e-Consumer & Mobility:** Organic decline despite a solid growth in Iberia and the contribution of the new contract signed with SNCF (the French railway national organization) not able to offset the re-insourcing of a French telco operator contract.

Commercial activity in Mobility & e-Transactional Services was dynamic during the quarter, in particular with the signature of a contract with Paris- Ile-de-France regional authority to realize and to operate the new generation of its digital services platform for highschoolers. This service will be use by 1.5 million highschoolers and will be the center piece of the digital education policy for Paris region. This major win opens new growth perspectives for the Trusted Services business line.

H1 2023 OMDA performance per Global Business Line

In € million	OMDA			OMDA %		
	H1 2023	H1 2022 *	Organic change	H1 2023	H1 2022 *	Organic change
Merchant Services	399	339	+17.6%	24.8%	23.9%	+100 bps
Financial Services	127	129	-1.3%	27.4%	28.1%	-70 bps
Mobility & e-Transactional Services	22	22	+3.7%	13.1%	12.6%	+50 bps
Corporate	-30	-32	-7.2%	-1.3%	-1.6%	+30 bps
Worldline	519	457	+13.4%	23.1%	22.3%	+80 bps

* at constant scope and exchange rates

Merchant Services

Merchant Services' **OMDA** in H1 2023 amounted to **€ 399 million, 24.8% of revenue**, representing a strong improvement by **+100 basis points**. It was positively supported by:

- Acceleration of revenue growth fostering operating leverage;
- Synergies from Ingenico integration program; and
- The effects of contract revaluation and repricing initiated in H2 2022.

Financial Services

H1 2023 **OMDA** reached **€ 127 million**, representing **27.4% of revenue**, down 70 basis points compared to the same period last year. The division was affected by cost inflation not yet compensated by measures launch in term of cost base monitoring and workforce management.

Mobility & e-Transactional Services

Mobility & e-Transactional Services' **OMDA** reached **€ 22.4 million** in H1 2023, representing **13.1% of revenue**. OMDA margin was **up 50 basis points** compared to last year driven by the improvement of the workforce management and positive business trends.

Corporate costs

Corporate costs amounted to **€ 30 million** in H1 2023, representing **1.3% of total Group revenue** compared to 1.6% in H1 2022 (**+30 basis points** compared to last year). This good performance reflect the implementation of a rigorous cost monitoring in support functions.

Financing activity

In H1 2023, Worldline has been very active regarding its debt maturity management.

Thanks to the 1.4 bn TSS proceeds and a strong cash generation, two operations occurred:

- Bought back for an amount of € 385 million on bonds maturing in 2024 split as follows:
 - € 245,300,000 of the Series A Bonds at a purchase price of 97.656% plus 1.117% accrued interest, of which € 354,700,000 will remain outstanding after cancellation of the repurchased Bonds, and;
 - € 140,300,000 of the Series B Bonds at a purchase price of 95.891% plus 0.168% accrued interest, of which € 359,700,000 will remain outstanding after cancellation of the repurchased Bonds.
 - The settlement date for the Tender Offer occurred on 22 May 2023.
- Repayment of €500m of bonds maturing end of June 2023, using Worldline's cash available on the balance sheet.

Strategic initiatives update

On April 19, 2023, Worldline entered into **exclusive discussions with Crédit Agricole** with the objective to create a major player in the attractive French payment market. Leveraging Worldline's vertical expertise and Crédit Agricole's strong distribution networks and deep French market presence, the contemplated partnership would offer a state-of-the-art combination of technological and commercial offerings at scale allowing to adequately respond to any type of evolving merchant needs. The joint-company would be majority owned (50% of total capital plus one share) and fully consolidated by Worldline and would be in charge of leveraging Worldline's global processing power and of developing all the innovative products dedicated to the French market. The joint-company would also be in charge of the commercial development of the alliance, both directly for largest merchants in particular, and indirectly by providing an active support to the bank distribution channels. In order to implement the partnership, targeting a joint-company that will start to generate revenue and OMDA early 2025, important milestones have been reached as per plan. Worldline work councils' consultation has been finalized with a positive advice obtained and the antitrust filling is in progress. Based on these developments, we are on-tracks for signing expected in Q3 2023 and a closing of the transaction in Q4 2023.

Last, we have **completed the acquisition of Banco Desio Merchant Acquiring activities** on March 28, 2023, reinforcing Worldline presence in the promising Italian market with a strong partner. Since the closing of the acquisition, we have started the migration of the c. 15 thousand merchants on Worldline platform. The process of migration is expected to be fully completed by end Q3 2023.

Ongoing developments in our CSR roadmap

During this first Semester, Worldline is well on track regarding the achievements of its CSR Transformation programme. As far as the environment is concerned, the objectives have even been exceeded. These excellent results demonstrate the perfect alignment between the programme and the Group's CSR expectations. Furthermore, we are pleased to announce that, with an Axylia® Carbon Score of A, Worldline has been included in the 2023 edition of @Axylia's Vérité40 index. This index brings together the 40 French listed companies capable of paying their "carbon bill®" equivalent to all CO2 emissions converted into euros. Deducted from profits, this bill indicates how profitable the company remains. Obtaining this A score

recognises the maturity of Worldline's climate commitments and the environmental Strategy implemented since the Worldline IPO.

2023 objectives confirmed

- **Revenue organic growth:** +8% to +10%
- **OMDA margin:** Above 100 bps OMDA margin improvement vs. 2022 pro forma
- **Free cash flow:** 46% to 48% OMDA conversion rate

2023 objectives are based on unchanged macro-economic situation.

2024 ambition reiterated

The Group ambitions to deliver:

- **Revenue organic growth:** +9% to +11% CAGR over the 2022-2024 period
- **OMDA margin:** above 400 basis points improvement over the 2022-2024 period
- **Free cash flow:** circa 50% OMDA conversion rate

Appendices

RECONCILIATION OF H1 2022 STATUTORY REVENUE WITH H1 2022 REVENUE AT CONSTANT SCOPE AND EXCHANGE RATES

For the analysis of the Group's performance, revenue and Operating Margin before Depreciation and Amortization (OMDA) for H1 2023 are compared with H1 2022 revenue and OMDA at constant scope and exchange rates. Reconciliation between the H1 2022 reported revenue and OMDA and the H1 2022 revenue and OMDA at constant scope and foreign exchange rates is presented below per Global Business Lines:

Revenue				
<i>In € million</i>	H1 2022	Scope effect**	Exchange rates effects	H1 2022*
Merchant Services	1 378.0	+58.2	-14.8	1 421.4
Financial Services	457.5	-0.2	+1.1	458.4
Mobility & e-Transactional Services	184.2	-11.6	-1.4	171.2
Worldline	2 019.7	46.4	-15.0	2 051.1

OMDA				
<i>In € million</i>	H1 2022	Scope effect**	Exchange rates effects	H1 2022*
Merchant Services	351.9	-9.8	-3.0	339.1
Financial Services	122.6	+5.4	+0.9	128.9
Mobility & e-Transactional Services	25.7	-3.7	-0.3	21.6
Corporate	-32.4	0	-0.0	-32.4
Worldline	467.8	-8.1	-2.4	457.3

* At constant scope and June 2023 YTD average exchange rates

** At June 2022 YTD average exchange rates

Over the semester, compared to the same period last year, exchanges rates effect is mainly due to:

- the Euro depreciation versus the Swiss franc;
- the Euro appreciation versus the Turkish lira, the Swedish krona and the Australian dollar

Scope effects on H1 2022 reported are related to the exclusion Ingenico and MTS Latam and to the integration of ANZ and Eurobank.

2022 ESTIMATED PRO FORMA

For the analysis of the Group's organic performance, revenue and Operating Margin before Depreciation and Amortization (OMDA) in 2023 are compared with 2022 revenue and OMDA at constant scope and exchange rates. FY 2022 estimated pro forma is presented below (per Global Business Lines):

2022 estimated proforma (at June 2023 YTD average exchange rates)							
	Q1	Q2	H1	Q3	Q4	H2	FY
<i>In € million</i>	Revenue	Revenue	Revenue	Revenue	Revenue	Revenue	Revenue
Merchant Services	673	749	1 421	810	827	1 637	3 059
Financial Services	223	235	458	240	259	499	957
Mobility & e-Transactional Services	84	87	171	81	88	169	341
Worldline	980	1 071	2 051	1 131	1 175	2 305	4 357

<i>In € million</i>	OMDA	OMDA	OMDA
Merchant Services	339	503	842
Financial Services	129	154	283
Mobility & e-Transactional Services	22	24	45
Corporate costs	-32	-29	-61
Worldline	457	652	1 110

<i>In € million</i>	OMDA%	OMDA%	OMDA%
Merchant Services	23.9%	30.7%	27.5%
Financial Services	28.1%	30.9%	29.6%
Mobility & e-Transactional Services	12.6%	14.0%	13.3%
Corporate costs	-1.6%	-1.3%	-1.4%
Worldline	22.3%	28.3%	25.5%

Main components of the scope effects on 2022 estimated pro forma:

- ANZ added contribution of 3 months (integrated for 9 months in 2022 reported)
- Eurobank added contribution of 6 months (integrated for 6 months in 2022 reported)
- Disposal of Mobility & e-Transactional Services activities in Latin America for 11 months (excluded for 1 month in 2022 reported)
- Impacts of the disposal of TSS

FORTHCOMING EVENTS

- October 25, 2023 Q3 2023 revenue

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ABOUT WORLDLINE

Worldline [Euronext: WLN] helps businesses of all shapes and sizes to accelerate their growth journey – quickly, simply, and securely. With advanced payments technology, local expertise and solutions customised for hundreds of markets and industries, Worldline powers the growth of over one million businesses around the world. Worldline generated a 4.4 billion euros revenue in 2022. [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.

DISCLAIMER

This document contains forward-looking statements that involve risks and uncertainties, including references, concerning the Group's expected growth and profitability in the future which may significantly impact the expected performance indicated in the forward-looking statements. These risks and uncertainties are linked to factors out of the control of the Company and not precisely estimated, such as market conditions or competitors' behaviors. Any forward-looking statements made in this document are statements about Worldline's beliefs and expectations and should be evaluated as such. Forward-looking statements include statements that may relate to Worldline's plans, objectives, strategies, goals, future events, future revenues or synergies, or performance, and other information that is not historical information. Actual events or results may differ from those described in this document due to a number of risks and uncertainties that are described within the 2022 Universal Registration Document filed with the French Autorité des marchés financiers (AMF) on April 28, 2023 under the filing number: D.23-0371.

Revenue organic growth and Operating Margin before Depreciation and Amortization (OMDA) improvement are presented at constant scope and exchange rate. OMDA is presented as defined in the 2022 Universal Registration Document. All amounts are presented in € million without decimal. This may in certain circumstances lead to non-material differences between the sum of the figures and the subtotals that appear in the tables. 2023 objectives are expressed at constant scope and exchange rates and according to Group's accounting standards.

Worldline does not undertake, and specifically disclaims, any obligation or responsibility to update or amend any of the information above except as otherwise required by law.

This document is disseminated for information purposes only and does not constitute an offer to purchase, or a solicitation of an offer to sell, any securities in the United States or any other jurisdiction. Securities may not be offered or sold in the United States unless they have been registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or the securities laws of any U.S. state, or are exempt from registration. The securities that may be offered in any transaction have not been and will not be registered under the U.S. Securities Act or the securities laws of any U.S. state and Worldline does not intend to make a public offering of any such securities in the United States.

On 28 July 2023, the Issuer published the following press release:

Crédit Agricole and Worldline sign a binding agreement to create a major player in merchant services in France

Montrouge, La Défense, July 28th, 2023 – Worldline [Euronext: WLN] and Crédit Agricole [Euronext: ACA], announced today the signing of a binding agreement, a new step in the strategic partnership to create a major player in the French payment market.

Following their exclusive negotiations announced last April, the Crédit Agricole group and the Worldline group have specified, in an agreement signed today, the outlines of their partnership project in the merchant payment services sector.

The Boards of Directors of all the entities concerned in each of the two groups have approved the terms of the binding, exclusive agreement, thus marking a new milestone in this partnership project. The transaction is still subject to the approval of regulators and customary authorities.

This unique and innovative alliance would enable the two partners to create a joint venture with the ambition of becoming a major player in payment services in France. It would leverage the high-level technological performance and innovation capabilities of Worldline, combined with the commercial strengths and exceptional knowledge of the French market of Crédit Agricole and its distribution networks.

The operation is being conducted in accordance with the announced schedule. It is expected that the required approvals will be obtained then the joint venture be operational by the end of 2023; which will enable to launch its offers at the beginning of 2024.”

GENERAL INFORMATION

Paragraph (4) of the section entitled “*General Information*” appearing on page 125 of the Base Prospectus is hereby deleted and replaced by the following:

“(4) There has been no significant change in the financial position or financial performance of the Issuer or the Group since 30 June 2023.”

Paragraph (10) of the section entitled “*General Information*” appearing on page 126 of the Base Prospectus is hereby deleted and replaced by the following:

“(10) The statutory auditors of the Issuer are Deloitte & Associés and Grant Thornton, who have audited the Issuer’s consolidated accounts in accordance with generally accepted auditing standards in France for each of the two financial years ended on 31 December 2021 and 2022 and have reviewed and rendered a review report on the Issuer’s condensed half-yearly consolidated financial statements in accordance with generally accepted auditing standards in France for the six-month period ended on 30 June 2023. The auditors are independent statutory auditors with respect to the Issuer as required by the laws of France and under the applicable rules of the *Compagnie Nationale des Commissaires aux Comptes*. Their audit reports on these accounts were issued with unqualified opinions. Deloitte & Associés and Grant Thornton are members of the *Compagnie Régionale des Commissaires aux Comptes of Versailles*.”