

Worldline signs a strategic partnership with Eurobank in merchant acquiring in Greece

**Creation of a joint venture with Eurobank
supported by long term commercial partnership
Acquisition of 80% of Eurobank Merchant Acquiring activities**

**A leading position in the dynamic Greek market
Portfolio of 123,000 merchants directly owned**

**High growth with synergies potential
combining Eurobank Merchant Acquiring activities
with Cardlink acceptance network**

Bezons, December 7, 2021 – Worldline [Euronext: WLN], European leader in the payments and transactional services industry, today announced the signing of a binding agreement for the acquisition of 80% of Eurobank Merchant Acquiring activities, one of the main acquirers in Greece with a c. 20% market share.

Gilles Grapinet, CEO of Worldline, said: *“I am very proud to announce the acquisition of Eurobank Merchant Acquiring. This operation is fully in line with our strategy to further expand our Merchant Services activities towards the South of Europe and at the same time allows us to leverage our footprint in Greece that was established earlier this year through the acquisition of Cardlink. The combination of both companies will create a meaningful, comprehensive and leading position in the fast-growing Greek market that is driven by a steady ongoing adoption of electronic payments. This transaction offers attractive development opportunities for Worldline in the coming years, building on our direct access to an existing merchants portfolio with a full suite of end-to-end payment solutions.*

With Eurobank Merchant Acquiring, Worldline keeps on building the Europe of payments beyond its existing borders, with a focus on value-creating consolidation opportunities, enhancing Worldline scale, reach and direct presence in a growing number of countries.”

Fokion Karavias, CEO of Eurobank, said: *“The agreement we reached with Worldline regarding the cards acquiring business is fully in line with our strategic plan to focus on our core activities, while further strengthening our capital base. Our clients will benefit from a prime customer experience in a secure transaction environment, provided by a world leader in payment services with the global reach and the cutting-edge digital capabilities required in a fast-moving, tech-driven sector.”*

Acquisition of Eurobank Merchant Acquiring, one of the largest acquirers in Greece

Eurobank is one of the four systemic banks in Greece relying on a large distribution network of c. 300 branches, seeking to find the right and exclusive partner to acquire, operate and develop their merchant acquiring portfolio in Greece. Eurobank Merchant Acquiring (EBMA) is a meaningful card acquirer in the very dynamic Greek market with 21% share of transaction volumes processed in the country. EBMA manages c. 219 million transactions acquired per year representing a payment volume of c. € 7 billion from a c. 190,000 POS network. The company serves a well-diversified and high-quality portfolio of 123,000 merchants of which more than 50% are SMBs in MSV terms.

This acquisition represents an opportunity for Worldline to strongly expand its Merchant Services activities in this dynamic Southern European market, still driven by the shift from cash to card with a significant electronic payments adoption rate and online and e-commerce development. In parallel, the exposure to the Greek economy fueled by the travel & hospitality industry offers added growth opportunities.

As part of the transaction, Worldline will enter into a long-term commercial partnership with Eurobank aiming to leverage its strong banking network as a key commercial channel in order to distribute Worldline's and EBMA best-in-class payment product and services to physical and online merchants.

Strategic rationale: a meaningful opportunity through the combination of Eurobank Merchant Acquiring activities with Cardlink acceptance network

In this rapidly changing industry, driven by the customers' adoption of numerous and innovative payment methods, Eurobank Merchant Acquiring is the ideal cornerstone to further deploy Worldline payment offerings and value-added services capabilities in the Greek market, combined with the large acceptance network of Cardlink (acquired in 2021) to offer end-to-end payment services.

Through this combination, Worldline will provide a strong end-to-end value proposition to the merchant portfolio, covering the needs of both SMBs and large retailers, coming on top of a long-term commercial partnership with the bank fostering growth opportunities and relying on:

- A large merchant installed base in Greece;
- Very strong and well-recognized brand and banking network;
- A state-of-the-art card and non-card payment technology stack, and;
- A large scale and leading expertise in the field of merchant acquiring services (from omni-channel POS to E-commerce acceptance solutions).

The leading position of the combined entity coupled with Worldline's best-in-class technology and payment expertise will allow a double-digit growth rate in revenues for the entity in the coming years. This accelerated growth rate will be achieved through POS acceptance deployment, the introduction of value-added services, and a one-stop-shop offering for merchants.

As the European leader in payments, Worldline keeps executing its strategic roadmap with a focus on value-creative consolidation opportunities to enhance its scale, reach and direct presence in a growing number of countries in close partnership with leading local financial institutions.

Furthermore, a robust integration and development program will be implemented at closing to further improve profitability rate through operating leverage and costs efficiency.

Impacts of the transaction on Worldline

The key financial impacts of the transaction on Worldline are the following:

- Additional annual revenue of c. € 35 million at closing with expected double-digit organic growth CAGR over the next 4 years;
- OMDA margin of c. 30% expected at closing, with upside potential fueled by operating leverage and expected synergies leveraging the combination with Cardlink;
- Estimated cash-out of c. € 256 million at closing (for 80% ownership, based on €320m EV);
- Combined acquisition multiple of two complementary acquisitions in Greece (Cardlink and Eurobank) below 19x OMDA 2021 and c.15x OMDA 2021 including run-rate synergies
- Eurobank to retain a 20% ownership in EBMA, and;
- Closing expected in Q2 2022, subjected to satisfaction of customary condition precedent.

Forthcoming events

- February 22, 2022 FY 2021 results
- April 27, 2022 Q1 2022 revenue
- July 27, 2022 H1 2022 results
- October 25, 2022 Q3 2022 revenue

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About Worldline

Worldline [Euronext: WLN] is a European leader in the payments and transactional services industry and #4 player worldwide. With its global reach and its commitment to innovation, Worldline is the technology partner of choice for merchants, banks and third-party acquirers as well as public transport operators, government agencies and industrial companies in all sectors. Powered by over 20,000 employees in more than 50 countries, Worldline provides its clients with sustainable, trusted and secure solutions across the payment value chain, fostering their business growth wherever they are. Services offered by Worldline in the areas of Merchant Services; Terminals, Solutions & Services; Financial Services and Mobility & e-Transactional Services include domestic and cross-border commercial acquiring, both in-store and online, highly-secure payment transaction processing, a broad portfolio of payment terminals as well as e-ticketing and digital services in the industrial environment. In 2020 Worldline generated a proforma revenue of 4.8 billion euros. [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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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 2020 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. 2021 objectives are expressed at constant scope and exchange rates and according to Group's accounting standards.

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