



Ingenico Group enters exclusive negotiations to acquire GlobalCollect to accelerate Group's strategy towards payment services

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INVESTOR PRESENTATION



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Key Highlights

- Ingenico Group enters exclusive negotiations with Welsh, Carson, Anderson & Stowe regarding the acquisition of GlobalCollect, a leading global online full service payment provider
- To accelerate Ingenico Group's strategy towards payment services
 - Global footprint / Collect services / Cross-border e-commerce
- Strong complementary with Ingenico Payment Services (Ogone)
 - Geographically, beyond Europe
 - Enrich value proposition to cover the entire value chain in the card not present space
 - Tier1 merchants with strong footprint in digital goods and services
- Purchase price of €820 million would be fully financed with available cash and bank debt
- Closing* expected by early Q4 2014 subject to antitrust and regulatory approvals
- EPS: expected accretive impact of around 15% in 2015 (before PPA)
- 2016 targets expected to be revised upwards

*Final documentation expected to be signed in Q3 2014

GlobalCollect, a leading global Full-Service Payment Provider (FSP)

- Created in 1994
- Headquartered in Amsterdam, with 8 regional offices
- 500+ employees / 35 nationalities
- A solid business model
 - Revenue based on % of transaction in value
 - 2013 gross revenue: €305 million
 - 2013 net revenue: €111 million
 - 2013 adjusted EBITDA*: €50 million
- A global reach
 - 170 countries / 150+ currencies
 - 65% of GlobalCollect's revenue outside of Europe



FSPs provide a **single link** to the merchant, acting as a **hub** to multiple other payment providers in various countries and providing an access to **several payment methods.**

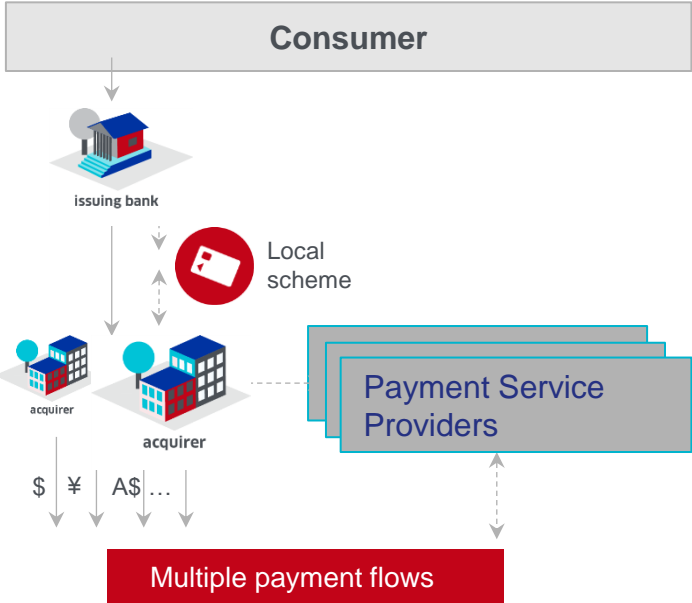
*EBITDA adjusted of management fees and some non recurring items

GlobalCollect, a leading global online Full-Service Payment Provider (FSP)

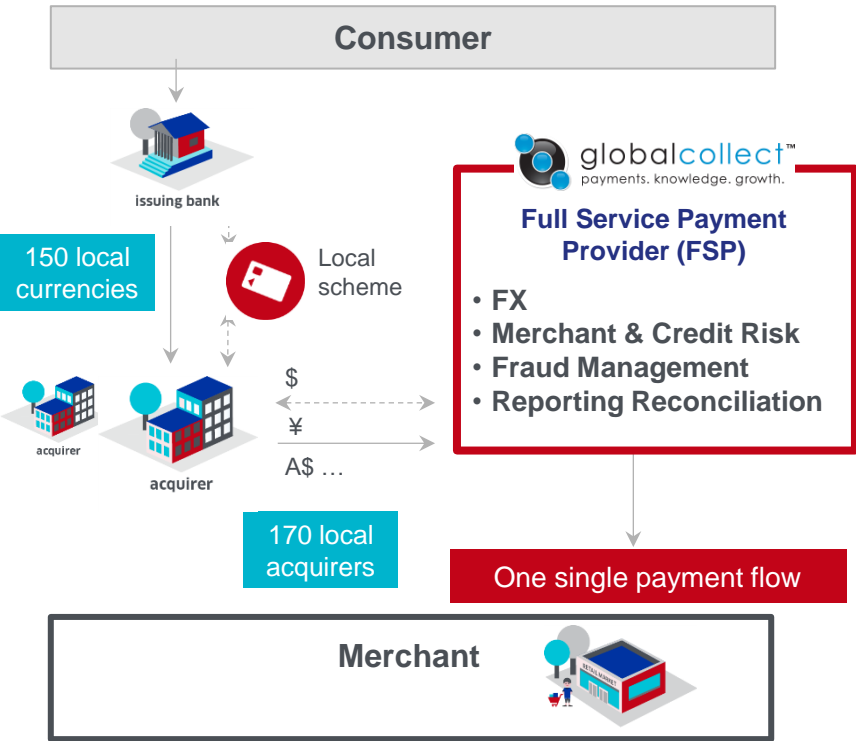
- GlobalCollect, provides cross-border online solutions ...
 - One single agreement with merchants to manage their complex cross border online payment
 - From gateway to value-added services: processing, collect and settlement, FX conversion, fraud management
- ... through a unique network
 - Connected to ~170 local acquirers
 - Accepting 150 local payment methods
- ... to high quality tier-1 merchants
 - c.600 high-end and large Tier 1 merchants
 - Directly owns the merchant relationship driving high customer loyalty
 - Strong customer retention > 95%

GlobalCollect acts as a hub for merchants, reducing complexity of cross border e-payment

Without GlobalCollect



With GlobalCollect



GlobalCollect, an opportunity to add to Ingenico Group's strength

Complementary customer base

- c.600 tier-1 online cross-border merchants
- Strong footprint in digital goods and services

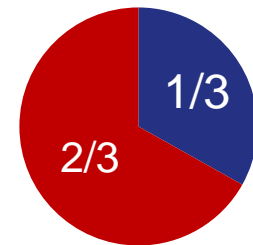


Complementary geographies

- 65% of GlobalCollect's revenue outside of Europe
- Significant increased presence in North America
 - 36% of GlobalCollect revenue in this region
 - Covering the whole value chain across all channels: in-store, online and mobile
- Access to high growth markets: APAC and LATAM

Transformation towards more payment services

- 2013 PF* revenue: €1,606m
- 2013 PF* revenue from payment services to more than double to exceed €500m



- Payment services
- Smart terminals

*2013 Pro Forma revenue excluding the contribution of TransferTo and including GlobalCollect in 2013

GlobalCollect, the perfect fit with Ingenico Payment Services

To accelerate the deployment of one-stop-shop payment solutions across all channels / globally / covering the whole payment value chain

	Merchant	Transaction « gateway »	Collecting	Acquiring	Reporting/ Fraud
In-store				<p><i>Mainly financial institutions</i></p>	
Online			 	<p><i>Mainly financial institutions</i></p>	
Mobile		 	 	<p><i>Mainly financial institutions</i></p>	

Transaction Financing and Pro Forma Financial Impact

- Transaction financing would be secured
 - Funded with available cash on balance sheet for €220 million and bank debt of €600 million
 - Low cost of funding reflects Ingenico Group's business model strength and strong credit market conditions
- Pro forma net debt / EBITDA below 3x by the end of 2014 with significant cash generation driving expected rapid deleveraging
- EPS: expected accretive impact of around 15% in 2015 (before PPA)
- 2016 targets expected to be revised upwards:
 - 2016 pro forma revenue* over €2.2 billion
 - EBITDA margin in excess of 20% revenue

*At comparable FX (euro versus other currencies)

With GlobalCollect, Ingenico Group would accelerate the implementation of its global strategy across all channels

- To enhance Ingenico Group's position as a global leader in seamless payment
- Time-to-market advantage, to rapidly reinforce Ingenico Group's position across the payment value chain and notably e-commerce / online
- To create an unrivalled combination of geographical coverage, network of acquirers/banks and payment methods