

Dear Ingenico Shareholders,

Your next General Meeting will be held this coming 16th of May. At that Meeting, you will be asked to vote on twenty-five resolutions of which No. 11 regards the variable compensation of the CEO and No. 7 regards the appointment of a new director.

With regard to resolution No. 11, the provisions of the Sapin II law will apply for the first time this year, and will require you to vote on the variable compensation of Philippe Lazare for the year 2017.

We have had exchanges with a number of you these past weeks regarding this topic and have listened to your opinions.

Certain reservations have been expressed, not regarding the variable compensation per se, which is the subject of resolution No. 11, but on the so-called long-term portion of the compensation, which consists of performance share grants awarded provided three-year goals are met.

In order to take into account these reservations, if resolution No. 11 is approved at the AGM, the Compensation Committee, with the full agreement of Philippe Lazare, will propose amending certain terms of the long term portion of the compensation on the two following points:

1. instead of deducting the number of shares granted from the amount in euros divided by the recent stock price, the number of shares will remain equal to the amount approved in 2016, i.e. 18,610 shares for 2017 instead of 23,639.
2. the minimum performance required to reach the first allocation level based on the share price evolution, will be raised to 100% of the SBF 120 performance, instead of 95%.

With regard to resolution No. 7, the proposal to appoint Mr Sommelet as director, we would like to make the following clarification: as Mr Sommelet has recently resigned from one of his offices as director, his appointment is in compliance with laws and corporate governance guidelines concerning the number of directorships.

We hope that these modifications will lead you to approve resolutions Nos. 7 and 11.

We thank you in advance.

Yours sincerely,

Xavier Moreno
Independent Director
Chairman of the Compensation, Appointments, and Governance Committee

Bernard Bourigeaud
Independent Director
Member of the Compensation, Appointments, and Governance Committee

Diaa Elyaacoubi
Independent Director
Member of the Compensation, Appointments, and Governance Committee

William Nahum
Censor
Member of the Compensation, Appointments, and Governance Committee

About Ingenico Group

Ingenico Group (Euronext: FR0000125346 - ING) is the global leader in seamless payment, providing smart, trusted and secure solutions to empower commerce across all channels, in-store, online and mobile. With the world's largest payment acceptance network, we deliver secure payment solutions with a local, national and international scope. We are the trusted world-class partner for financial institutions and retailers, from small merchants to several of the world's best known global brands. Our solutions enable merchants to simplify payment and deliver their brand promise.

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