“Large organizations are making the best use of their data by adopting strategies to navigate through technological waves, no matter how disruptive they may be.”

Pierre PASQUIER
Chairman of the Axway Board of Directors

Under the leadership of Patrick Donovan, Chief Executive Officer since April 2018, Axway has accelerated the execution of its strategy to support the growth of its Subscription offers. This has been reflected in increased investments in Research & Development, Sales and Marketing. The Group has chosen to rely on its historical areas of expertise to build a complete portfolio of infrastructure offerings, with the AMPLIFY™ hybrid integration platform as the flagship. Thanks to AMPLIFY™, Axway plans to become a market leader in hybrid integration platforms by the end of 2020.

To achieve this ambitious objective, the Group will continue its efforts in 2019. The progressive launch of the platform’s various functionalities will require new investments but should contribute to a return to growth for Axway’s activities over the year, which would represent an important signal of the success of the ongoing operations.

Axway’s executive team can count on the support of the Board of Directors in carrying out its mission. We will ensure that the Group’s project, through the adoption of its new business model, creates value for all its stakeholders.
Cloud architectures which can generate both traditional license sales or subscription contracts. Our customers are looking for rapid operating benefits, capable of radically transforming their industries and development projects.

This imperative requires us to anticipate any “business” issues, as far as possible, to make Axway a preferred digital transformation partner. It is this key objective that drives our Customer Success Organisation, created last July, which brings together nearly half of our employees. This approach allows us to develop stronger ties with our customers each day, through uniform transaction monitoring that enables us to propose higher added-value offerings.

Our AMPLIFY™ hybrid integration platform responds perfectly to these new challenges. Our customers use it as a tool box, able to orchestrate all the integration scenarios of a major organisation, while remaining both technology neutral and agile. In addition, this AMPLIFY™ approach allows us to offer innovative digital solutions to our historical customers.

How do you see 2019 for Axway?

Patrick Donovan: In 2018, I became aware of Axway’s true strength as I re-discovered the Group’s cultural diversity, the unflagging determination of our teams and our technology expertise recognised by our customers and the market.

Now that we have the foundations of our AMPLIFY™ platform, and have strengthened our company to support our ambitions, we must concentrate our efforts on the market launch of our new offerings, build client awareness, enable our sales teams and build more partnerships and alliances to help us get our message out. Our actions in 2019 will, therefore, continue along the same lines as in 2018 around the technology and a strong push in the marketplace.

We will continue to invest in Research & Development to make our products technology benchmarks, while accelerating our efforts in Sales and Marketing, to boost revenue growth and secure our independent project. These sales and marketing efforts may result in short-term sales, but we are looking to build the long-term pipeline for the years to come.

Additionally, against the backdrop of a talent war in the technology markets and a dramatic change in working methods, Axway’s employees must, more than ever, be committed to our project. We will continue to help them develop their specific expertise, be clear with our strategy and their key role in achieving our strategy.

All of this will help make Axway an economically sustainable company, responsible in its dealings with stakeholders and mobilised for its ecosystem.

What benefits will your strategic direction produce by 2020?

Patrick Donovan: We have a clear vision of the customer benefits of our new business model we are developing within Axway.

Through meeting their requirements for Subscription offerings, the Company business model and revenue cycles are impacted. Although it has a short-term impact on revenue recognition, in the long-term, this change will significantly improve the visibility on revenue and income through a substantial increase in recurring business. The customer proximity necessary to this model, supported by high-performing tools, will not only offer new business opportunities, but also optimise processes and resource allocation by improving our knowledge of needs and bringing us closer to our customers.

We hope to establish this virtuous cycle progressively by the end of 2020, by continuing to do what we have done for more than 30 years: securely moving, integrating and exposing the data of leading global organisations.
BUSINESS LINES

Our mission: accompany the modernisation of our customer’s IT infrastructures, by securely moving, integrating and exposing their strategic data.

By business

- 16% Services
- 20% Licences
- 14% Subscription
- 50% Maintenance
- 64% Recurring vs. 61% in 2017

By region

- 43% Americas
- 5% Asia-Pacific
- 29% France
- 23% Rest of Europe

2018 Revenue

€M 283.8

Recognised by Forrester as a “Strong performer” in strategic iPaaS and hybrid integration platforms


Axway History

Incubation in the Sopra Group

April 2002
Acquisition of Viewlocity, a specialist in EAI (United States).

February 2007
Acquisition of Atos’ BtoB business (Germany).

September 2008
Acquisition of Tumbleweed, a specialist in secure messages (United States).

January 2001
Spin-off of Sopra’s infrastructure software business to create Axway.

January 2006
Acquisition of Cyclone Commerce, a specialist in RFID (United States). Relocation of Executive Management to Phoenix, AZ.

September 2007
Development of the Synchrony™ offer, first comprehensive data exchange management platform.
OFFER AND CUSTOMERS

Our offer: with the AMPLIFY™ hybrid integration platform, all data in an IT ecosystem can interact between hundreds of applications, on premise or in the cloud, from any device, anywhere.

In the AMPLIFY™ platform, Axway’s expertise stands out in:

- Application Integration (IPaaS);
- API Management;
- Managed File Transfer (MFT);
- B2B-EDI Integration;
- Content collaboration (EFSS);
- Mobile integration.

For our customers, our software solutions transform disparate data and services into a simple and seamless digital experience.

Our strategic business sectors

- Banking and Financial Services
- Automotive
- Public Sector
- Manufacturing & Retail
- Telecommunications
- Healthcare
- Energy & Utilities

distribution in
+ 100 countries
100 commercial and technology partners

Further information can be found in Chapter 1 of the Registration Document.

June 2011
IPO on the Euronext Paris market.

January 2014
Acquisition of Information Gateway’s assets (Australia).

April 2014
Acquisition of Systar, a specialist in operating performance management (France).

February 2017
Acquisition of Syncplicity, a specialist in content collaboration (United States).

March 2019
Acquisition of Streamdata.io, a specialist in event-driven API (France and the United States).
OPERATING INDICATORS

RESULTS

<table>
<thead>
<tr>
<th>Year</th>
<th>Revenue</th>
<th>Profit on operating activities</th>
<th>Net profit</th>
</tr>
</thead>
<tbody>
<tr>
<td>2016</td>
<td>301.1 M</td>
<td>50.8 % of revenue</td>
<td>31.5 M</td>
</tr>
<tr>
<td>2017</td>
<td>299.8 M</td>
<td>40.5 % of revenue</td>
<td>31.5 M</td>
</tr>
<tr>
<td>2018</td>
<td>283.8 M</td>
<td>31.9 % of revenue</td>
<td>10.5 M</td>
</tr>
</tbody>
</table>

In Research & Development (In millions of euros)

- 2016: 81.9 M
- 2017: 83.8 M
- 2018: 83.3 M

R&D + Sales & Marketing investment up +14.7% in H2 2018 vs. H1 2018

INVESTMENT

<table>
<thead>
<tr>
<th>Year</th>
<th>In Research &amp; Development</th>
<th>In Sales &amp; Marketing</th>
</tr>
</thead>
<tbody>
<tr>
<td>2016</td>
<td>53.3 M</td>
<td>16.9 M</td>
</tr>
<tr>
<td>2017</td>
<td>59.4 M</td>
<td>13.5 M</td>
</tr>
<tr>
<td>2018</td>
<td>58.0 M</td>
<td>11.2 M</td>
</tr>
</tbody>
</table>

BALANCE SHEET

<table>
<thead>
<tr>
<th>Description</th>
<th>2018</th>
<th>2017</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash</td>
<td>€35.8 million</td>
<td>€28.1 million</td>
</tr>
<tr>
<td>Net debt</td>
<td>€10.2 million</td>
<td>€19.6 million</td>
</tr>
<tr>
<td>Equity</td>
<td>€362.7 million</td>
<td>€344.1 million</td>
</tr>
</tbody>
</table>

OBJECTIVES

CONFIRMATION OF AMBITIONS AT END 2020

Further information can be found in Chapter 1 of the Registration Document.

Alternative performance measures are defined in the glossary to the Registration Document.
STOCK MARKET PROFILE & SHARE CAPITAL

Axway share ownership
Share ownership at 31 December 2018

Axway Profile

2019 Financial Calendar

Further information can be found in Chapters 6, 7 and 8 of the Registration Document.
Axway’s governance is founded on the sharing of powers between the Board of Directors, assisted by its working committees, and the Executive Committee, in accordance with the recommendations of the Middlenext Code, which the Group has adopted.

### Board of Directors

<table>
<thead>
<tr>
<th>Name</th>
<th>Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pierre Pasquier</td>
<td>Chairman of the Board of Directors</td>
</tr>
<tr>
<td>Kathleen Clark Bracco</td>
<td>Director – Vice Chairman</td>
</tr>
<tr>
<td>Pierre-Yves Commanay</td>
<td>Director</td>
</tr>
<tr>
<td>Hervé Dechelette</td>
<td>Independent Director</td>
</tr>
<tr>
<td>Nicole-Claude Duplessix</td>
<td>Director</td>
</tr>
<tr>
<td>Emma Fernandez</td>
<td>Independent Director</td>
</tr>
<tr>
<td>Michael Gollner</td>
<td>Independent Director</td>
</tr>
<tr>
<td>Helen Louise Heslop</td>
<td>Independent Director</td>
</tr>
<tr>
<td>Pascal Imbert</td>
<td>Independent Director</td>
</tr>
<tr>
<td>Véronique de la Bachelerie</td>
<td>Director</td>
</tr>
<tr>
<td>Yann Metz-Pasquier</td>
<td>Director</td>
</tr>
<tr>
<td>Marie-Hélène Rigal-Drogerys</td>
<td>Director</td>
</tr>
<tr>
<td>Hervé Saint-Sauveur</td>
<td>Independent Director</td>
</tr>
<tr>
<td>Yves de Talhouët</td>
<td>Director</td>
</tr>
</tbody>
</table>

- **14 members**
- **4 nationalities**
- **57% independent directors**
- **43% women**
- **6 meetings in 2018**
- **95% attendance rate**

Further information can be found in Chapter 3 of the Registration Document.
Previously Group Chief Financial Officer, Patrick Donovan has in-depth understanding of Axway’s business model, history and the software industry in general. He is supported by an Executive Committee, in which the Board recently renewed its confidence. His mission is to sustainably establish Axway as a facilitator of digital transformation by energising the adoption of new Group offers.

Patrick Donovan, Chief Executive Officer since 6 April 2018

Audit Committee
6 members with the following duties:
- Review the annual and half-year financial statements;
- Oversee the internal control and management systems;
- Monitor the statutory audit;
- Verify statutory auditor independence.

Selection, Ethics and Governance Committee
6 members with the following duties:
- Propose appointments to the Board of Directors and of company officers;
- Assess the Board of Directors and the operation of corporate governance, in the event of an unforeseeable vacancy;
- Verify the application of best governance practice.

Compensation Committee
6 members with the following duties:
- Propose fixed and variable compensation;
- Verify the application of compensation rules;
- Check information quality.

Deliberations of the Board of Directors in 2018
- Corporate strategy and vision;
- Growth projects;
- Monitoring of major quarterly results;
- Budget and major directions;
- Accounts closing and related documents;
- Activities of the Board;
- Company officer compensation.

Further information can be found in Chapter 1 of the Registration Document.
In 2018, Axway conducted a review to identify its priority challenges in corporate social responsibility. Two major challenges were identified:

**Human Resources: attract, develop and retain talent**

### Axway teams  
At 31/12/2018

- **1,848 employees** vs. 1,839 in 2017
- **40 average age** vs. 42 in 2017
- **28% women** vs. 26.8% in 2017
- **6.5 years average seniority**

### Recruitment  
At 31/12/2018

- **392 new employees** vs. 283 in 2017
- **34 average age** vs. 36 in 2017
- **32% women** vs. 26% in 2017
In 2018, Axway documented its business model, clarified its approach and launched new corporate social responsibility initiatives.

**CSR initiatives**
- 4 programmes to share digital expertise with young girls and women in several countries;
- + 5 local solidarity programmes; and
- 1 global solidarity programme.

**CSR measures**
- Power shared between Governance bodies;
- Cross-functional CSR team and network of correspondents to collect environmental data;
- Management Roadshow to share and exchange on Axway’s strategy.

**CSR tools**
- Ethics and anti-corruption charter;
- Personnel data protection measures;
- Whistle-blowing system;
- CSR programmes and labels.

Further information can be found in Chapter 2 of the Registration Document.
Our Strengths

TALENT
- 1,848 employees
- Our businesses: R&D, Customer Success Organisation and Support structures
- International diversity

INNOVATION
- €58 million R&D investment in 2018
- 65 patents

SOLUTIONS
- Digital transformation at 11,000 Customers
- Reputed technological expertise
- Robust and diverse product portfolio: iPaaS / MFT / B2B / EDI / API / mobile...
- Technology-agnostic hybrid integration platform

STRUCTURE
- Revenue: € 283.8 million (64.5% recurring)
- Operating profit margin: 11.2%
- Locations in 17 countries
- Distribution in over 100 countries
- Governance shared by a Board of Directors and an Executive Committee
- Independent project supported by a family shareholding structure and historical proximity with Sopra Steria Group
- Financial capacity underpinning organic and external growth

VALUES
- Ethical commitment
- Initiative and proactive bias

Our Offer

BUSINESS MODEL

Our goal
Become the market leader in Hybrid Integration Platforms
**Our Business:** modernise our customers’ IT infrastructures by securely moving, integrating or exposing their data

**Our Strategy**

- Accompany our traditional customers with their digital transformation
- Pursue our investment in AMPLIFY™ and accelerate growth of our Subscription offers
- Proposing innovative hybrid offers “with a difference” to multiply uses

**Our Value Creation**

**Attract / Develop / Retain**
- 392 recruitments in 2018
- New profiles
- 36,934 training hours
- E-learning platform
- In-house social network
- In-house satisfaction surveys
- Management Roadshow
- Employee share ownership
- Formal organisation of teleworking

**Transform businesses**
- Facilitate digital transformation
- Accelerate operating benefits
- Guarantee data security
- Focus on Customer success
- Propose a flexible offering: On Premise and/or Cloud, License or Subscription
- CSR and Ethics Labels

**Best practice reporting**
- Listing on Euronext Paris
- Middlenext Governance Code
- Inclusion in Gaia Index
- Meetings with investors and shareholders
- Historic distribution rate > 30% of net income
- Shareholder website and digital support

**Co-innovate**
- 100 commercial and technology partnerships
- Ethics Charter
- Whistle-blowing system
- Sub-contracting and procurement policy

**Contribute**
- UN Global Compact annual commitment
- Education and support programmes for women and young girls
- Responsible environmental behaviour

**With our Stakeholders**

**EMPLOYEES**

**CUSTOMERS**

**SHAREHOLDERS**

**PARTNERS & SUPPLIERS**

**CIVIL SOCIETY**

**SOFTWARE MARKET**

**MULTIPLICATION OF SECURITY THREATS AND GREATER REGULATORY PRESSURE**

**INCREMENTAL SCARCITY OF QUALIFIED PROFILES PROVIDING A “TALENT WAR”**

**MERGERS & ACQUISITIONS ACCELERATING SECTOR CONSOLIDATION**

**TRENDS IN THE INFRASTRUCTURE SOFTWARE MARKET**

- Accompany our traditional customers with their digital transformation
- Pursue our investment in AMPLIFY™ and accelerate growth of our Subscription offers
- Proposing innovative hybrid offers “with a difference” to multiply uses

**Our goal**

Become the market leader in Hybrid Integration Platforms (HIP) by end-2020