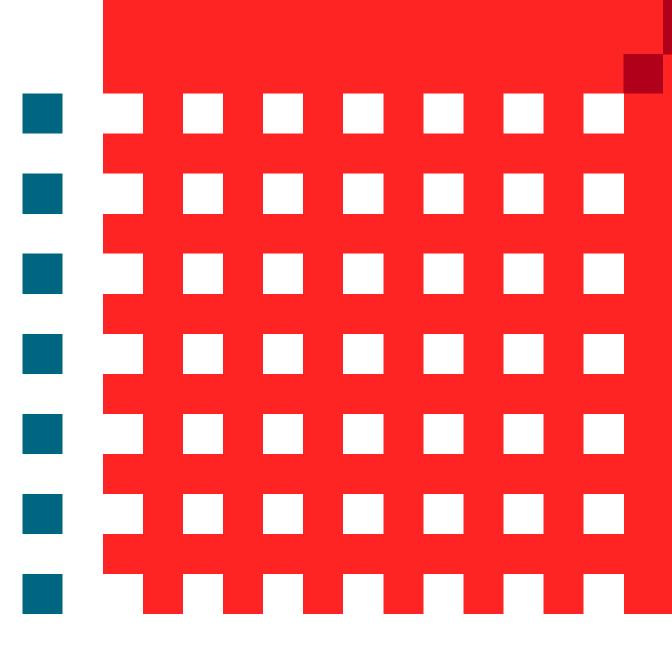


Investor Presentation

September 2023



Disclaimer

Forward-looking statements

This presentation contains forecasts that may be subject to various risks and uncertainties concerning the Company's future growth and profitability. The Company highlights that contract signatures, which represent investments for customers, are historically more significant in the second half of the year and may therefore have a more or less favorable impact on full-year performance.

Furthermore, activity during the year and/or actual results may differ from those described in this document as a result of a number of risks and uncertainties set out in the 2022 Universal Registration Document filed with the French Financial Markets Authority (Autorité des Marchés Financiers, AMF) on March 24, 2023.

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Who we are

Axway at a glance

3rd LARGEST HORIZONTAL SOFTWARE PUBLISHER IN FRANCE Top 250 NUMEUM - EY 2022

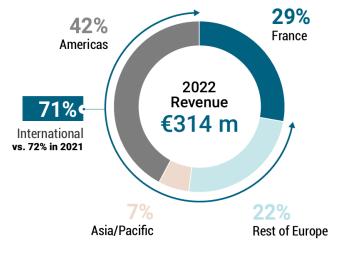
A RECOGNISED LEADER:

Gartner 2022 Magic Quadrant[™] for Full Life Cycle API Management Shameen Pillai, Kimihiko lijima, Mark O'Neill, John Santoro, Paul Dumas, Akash Jain, 14 November 2022

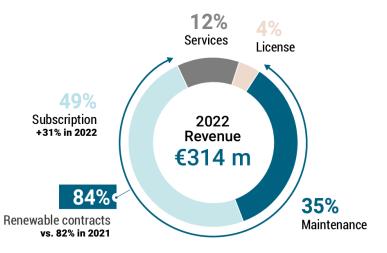
Forrester **API Management Solutions** Q3 2022 The Forrester Wave[™], 23 August 2022

Gaïa

REVENUE BY GEOGRAPHY



REVENUE BY ACTIVITY



CSR LABELS & COMMITMENTS

SUSTAINABLE

DEVELOPMENT

GOALS



United Nations Global Compact



Whistle-blowing system





2022

Axway around the world

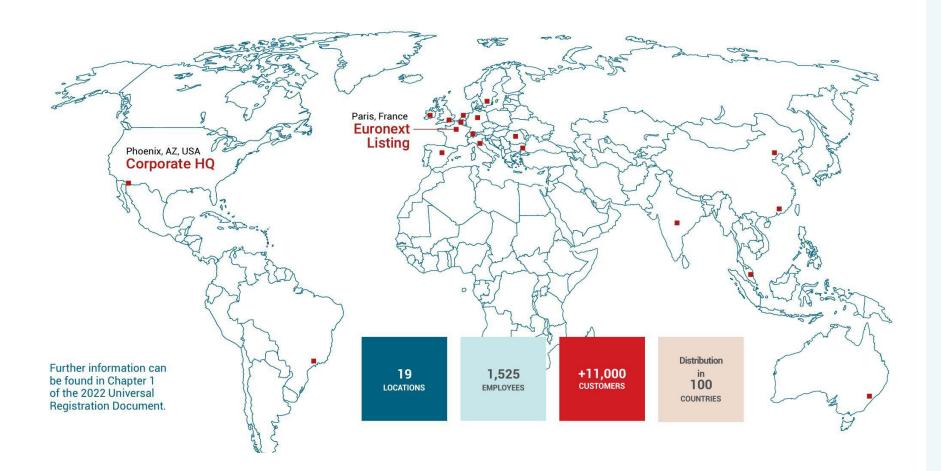


Euronext Paris – Compartment B Bloomberg : AXW-FR Reuters : AXW.PA Market capitalisation at 31/12/2022: €360 M

Main Euronext indices:

CAC ALL Shares CAC TECHNOLOGY EN FAMILY BUSINESS EN TECH CROISSANCE

A French-American software company, dual headquartered in Phoenix, AZ, and Paris, France



11,000 customers in 100+ countries





Transport & Logistics

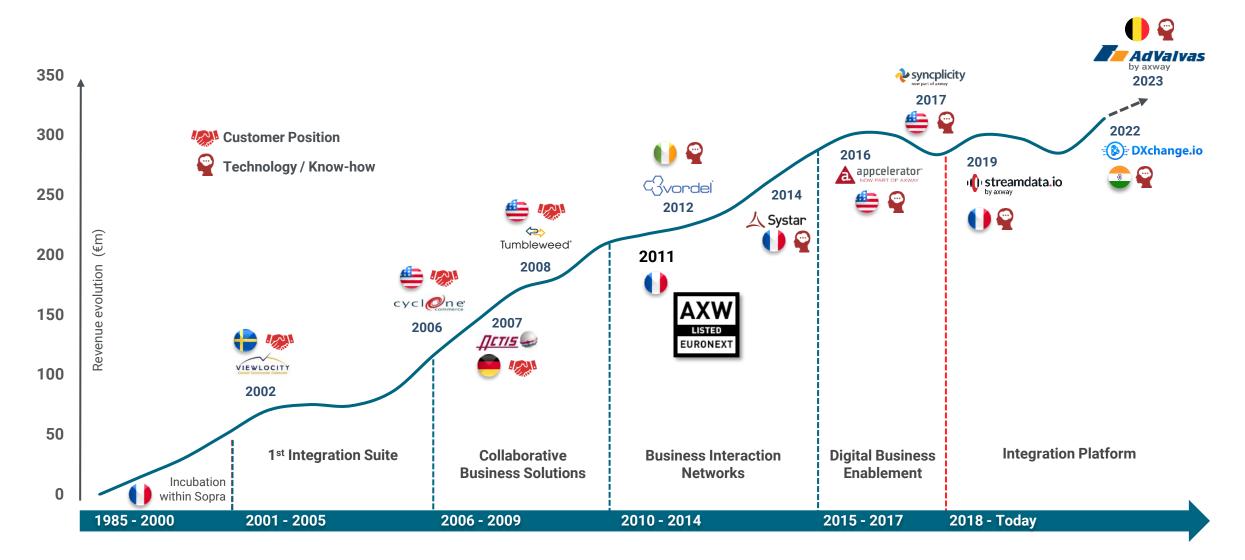
Healthcare

Customer satisfaction

as a company value



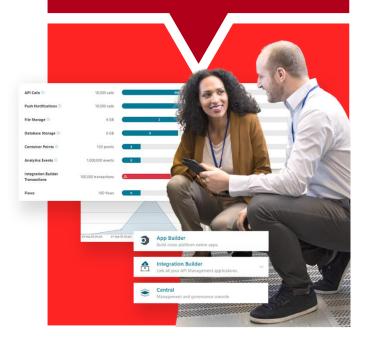
20+ years supporting our customer's goals



Our stakeholders are at the heart of our strategy

OUR CUSTOMERS

Delivering brilliant customer experience



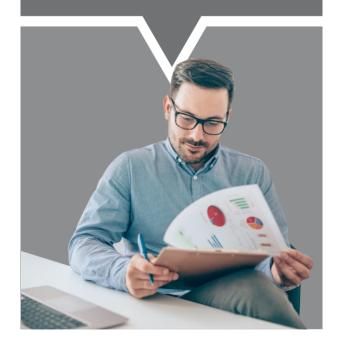
OUR EMPLOYEES

Axway – The place to be

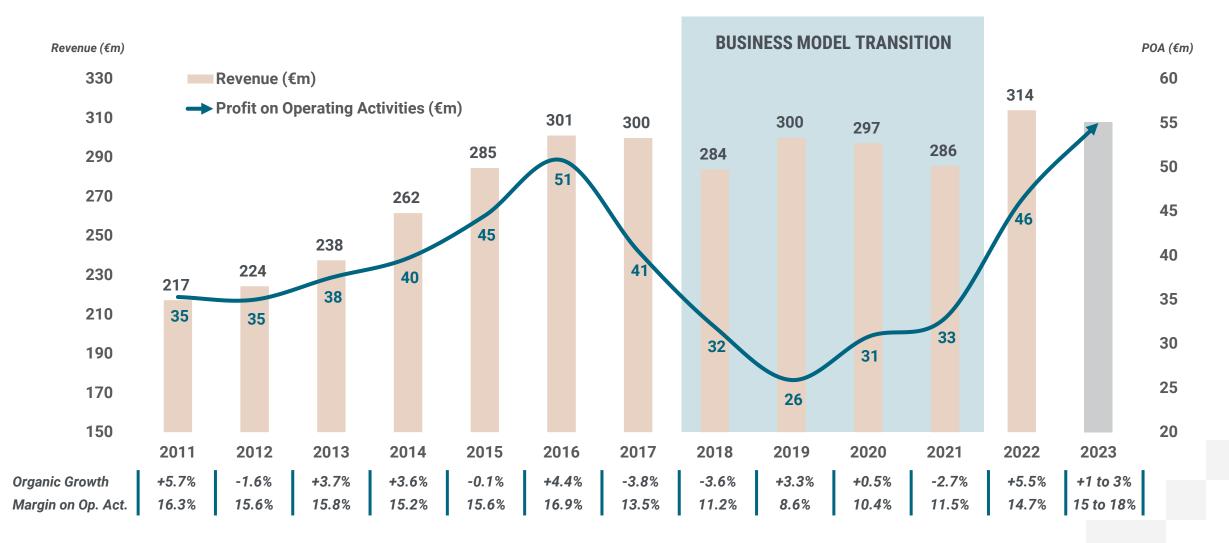


OUR SHAREHOLDERS

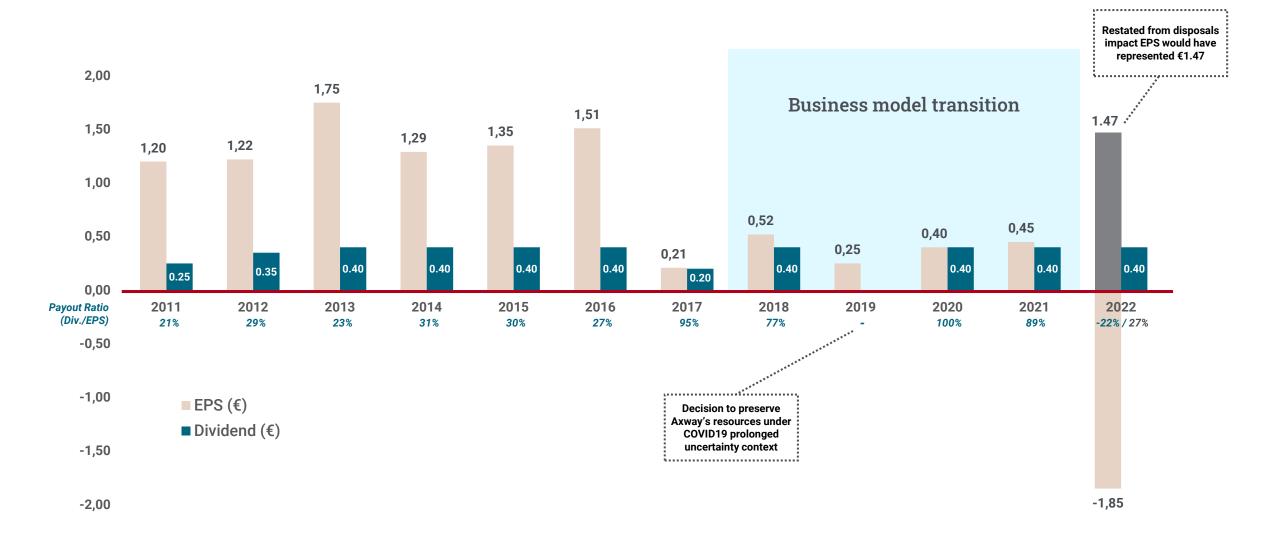
Building a predictable, profitable company for the long term



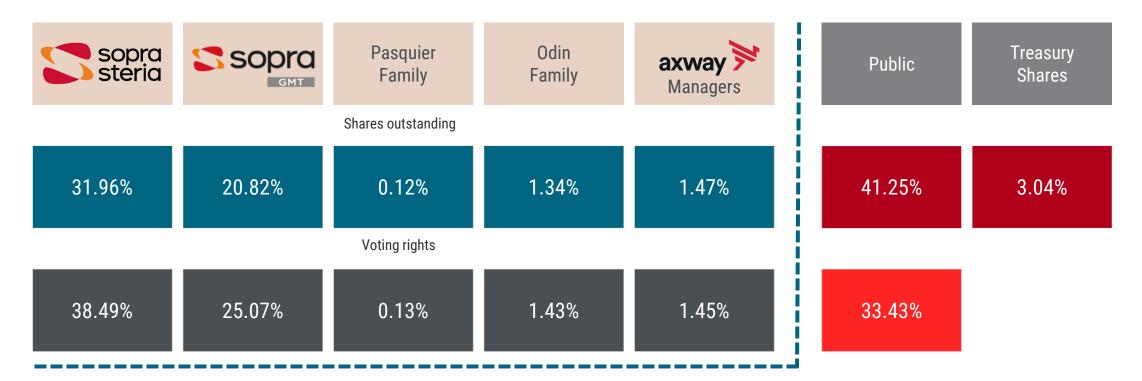
Axway's historical performance



Axway's historical net profit & dividend



Shareholding structure at 31/07/2023



Shareholders' agreement 55.7% of shares outstanding / 66.5% of voting rights

21,633,597 shares outstanding 35,921,232 voting rights



What we do

Vision & Mission

AXWAY ENABLES ENTERPRISES TO OPEN EVERYTHING BY SECURELY INTEGRATING AND MOVING DATA ACROSS A COMPLEX WORLD OF OLD AND NEW

axway

20-years of delivering value with our Solutions such as MFT, B2Bi, Digital Finance, as well as other specialized products.

amplify

APIM based platform helping meet our customers needs and outcomes.



Focus on strategic core product lines

4 Main product lines representing 90% of Axway's revenue

Axway Managed File Transfer

Secure, reliable, and easy-to-manage solution for transferring data between people, partners, businesses, and applications

Axway B2B Integration

A secure, API-enabled approach to EDI that lets enterprise respond faster to evolving business demands



Amplify API Management Platform

The only open, independent platform for governing APIs across teams, the hybrid cloud, and third-party gateways

Axway Financial Accounting Hub (AFAH)

Accelerate digital finance transformation by reducing finance information system complexity

Product lines drivers



EXPANSION OF	ACCELERATION	DRIVING API	
HIGH VALUE FILE	TOWARD	CONSUMPTION	ENABLING ERPs
MOVEMENT	CLOUD MANAGED	THROUGH	MOVE TO CLOUD
IN THE CLOUD	SERVICES	MARKETPLACE	

Axway MFT. Secure managed file transfer operations.



Tightest Security

Protect organizations from operations disruption and avoid security incidents with Zerotrust enabled MFT



Automate and meet SLAs

Use automated workflows to encrypt and transfer files according to your organization's SLAs requirements



Managed Cloud Services for MFT

Spend less time managing a technical platform and more time on business by letting Axway handle your MFT in our secure cloud



Scalable Hybrid Deployment

Deploy as a flexible subscription service on-premises or the hybrid cloud from a single point of control



Intelligent MFT

Empower MFT practitioners and business users with nocode tools for MFT process integration and end-to-end orchestration



Modernize with API Integrations

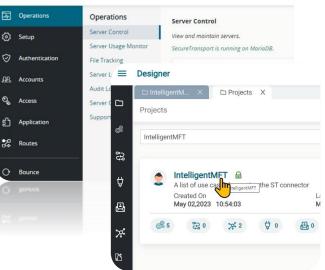
Integrate more easily and get governance capabilities into third-party applications using REST APIs and connectors

Faster, more secure

transfers

Decrease the time it takes to create and initiate a secured file transfer by up to 90 percent for your entire MFT ecosystem





B2B integration platform. Secure, API-enabled EDI in the cloud.



Better Responsiveness

Cut manual involvement and shorten response times with DevOps-friendly, lowcode/no-code integrations



Managed Cloud Services for B2B

Cut operational and capital costs by letting Axway manage your integrations in a secure cloud environment



Faster Onboarding

Uncompromising

Ensure data integrity and

SLA compliance across a

range of cloud based B2B

messaging protocols

Security

API-enabled onboarding and support for innovative integration and DevOps solutions reduce onboarding friction



B2B Communications

Connect to all your partners quickly and securely using their preferred standards and protocols



Real-time Visibility

Track all data and apps across your enterprise and B2B ecosystem to meet SLAs and optimize operations



Axway Financial Accounting Hub. Digital finance transformation.

Accelerate the closing of accounts at the group level, ensure data accuracy, and comply with all regulations. Digital transformation, operational excellence, and accurate data for the entire company.

		Accounting Postings	AXWAY FINANCIAL ACCOUNTING HUB	→ Data Warehouse
Event Storage	Storage of accounting entries	Branches & Business Lines	Configuration & Operations of accounting and extra accounting flow of Data	Finance Applications
Audit Trail	Reconciliation	Business Back-Office	Data TransformationData QualityData Exposure	Reporting
		Business events	Data Exchanges Amplify Integration	

Data Access

Matching com Intelligence

axway.com

IT complexity has met its match. Its name is Amplify.



Open Platform

Discover, reuse, and govern APIs across multiple gateways, environments, and vendor solutions



Developer Independence

Speed API and app development by giving DevOps the freedom to use the tools that work best for them



Full Lifecycle

Manage the entire API lifecycle: design, build, test, deploy, secure, manage, analyze, extend & reuse



Zero Duplication

Automatically detect new APIs wherever they surface and reuse them instead of rebuilding from scratch



IT and Business

Unified catalog of pre-built APIs and agents empower line of business users, not just IT

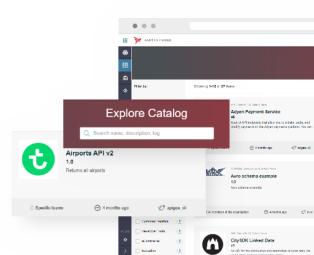
Analyst Recognized

Trust in solutions recognized by industry analysts such as Gartner, Forrester, Ovum, IDC, and others

Can

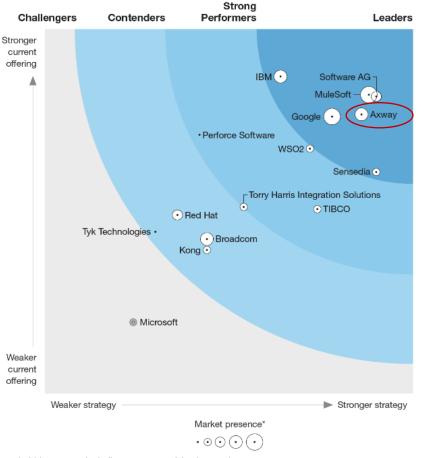
Event Enablement

Bring an event-driven architecture to your enterprise by making APIs available as real-time event streams



Recognized APIM Market Position

The Forrester Wave[™]: API Management Solutions, Q3 2022



Gartner 2022 Magic Quadrant for Full Life Cycle API Management



Gartner 2022 Magic Quadrant for Full Life Cycle API Management, Paolo Malinverno, Kimihiko lijima, Mark O'Neill, John Santoro, Shameen Pillai, Akash Jain, November 2020. This graphic was published by Gartner, Inc. as part of a larger research document and should be evaluated in the context of the entire document. The Gartner document is available upon request from Axway. Gartner does not endorse any vendor, product or service depicted in its research publications, and does not advise technology users to select only those vendors with the highest ratings or other designation. Gartner research publications consist of the opinions of Gartner's research organization and should not be construed as statements of fact. Gartner disclaims all warranties, expressed or implied, with respect to this research, including any warranties of merchantability or fitness for a particular purpose.

*A gray bubble or open dot indicates a nonparticipating vendor.

The Forrester Wave™: API Management Solutions, Q3 2022, Forrester Research, Inc., August 2022.

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FY 2022 Highlights

Historic Q4 performance, FY targets exceeded



Organic growth @ +5.5% vs. +1 to +3% target



Profit on operating activities @ 14.7% vs. 12 to 14% target



Portfolio rationalization executed as planned

2022 Key Figures

€314.0m Revenue €**46.3**m +31.0% +125%

Miles Marine Miles and Miles

compared to €285.5m in 2021, an organic growth of 5.5%

Profit on Operating Activities

or 14.7% of revenue, up 320bps vs. 11.5% in 2021

Subscription Growth

or €154.0m vs. €117.6m in 2021

ARR Growth

or €196.5m vs. €174.8m in Q4 2021

In 2022 we continued to deliver value!

OUR CUSTOMERS

Delivering brilliant customer experience

- Customer satisfaction at its highest with NPS at 35
- Focused portfolio to Customers' needs
- Long-term Partner

OUR EMPLOYEES

Axway – The place to be

Employee Engagement Score
 > 60 target

- 202 Recruitments
- Reinforced dialogue

OUR SHAREHOLDERS

Building a predictable, profitable company for the long term

- ▼ Growth AND Profitability
- Consistent dividend
- Share buybacks to fund employee plans

KEY FIGURES

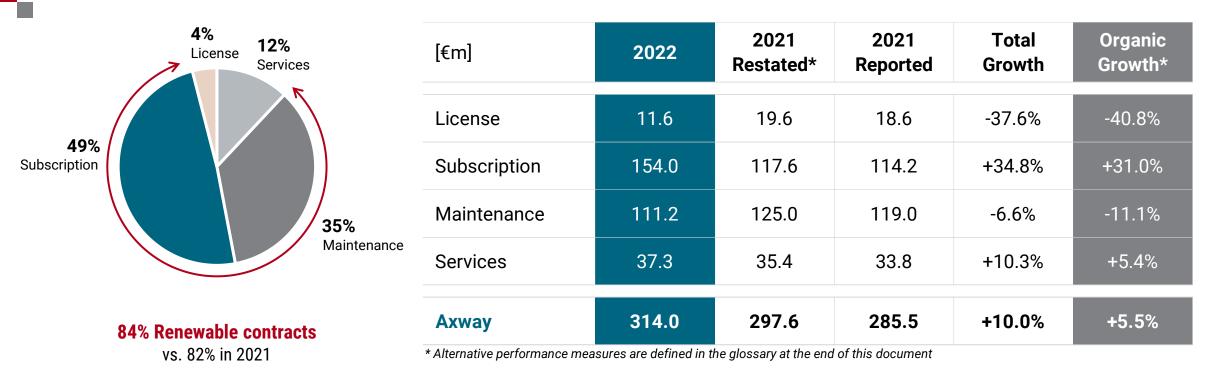
Organic Growth*	Total Growth		
+5.5%	+10.0%		
Profit on Op. Activities	Net profit		
14,7%	-128%		
or €46.3m	or €-40.0m		

INCOME STATEMENT

	2022		2021	
In millions of euros	€m	% of Rev.	€m	% of Rev.
Revenue	314.0		285.5	
Cost of sales	91.4		83.3	
Gross Profit	222.6	70.9%	202.3	70.8%
Operating expenses	176.4		169.4	
of which Sales and marketing	93.2		89.0	
of which Research and development	57.3		55.3	
of which General and administrative	25.9		25.0	
Profit on operating activities	46.3	14.7%	32.9	11.5%
Profit from recurring operations	37.4	11.9%	19.9	7.0%
Operating profit	-46.4	-14.8%	17.3	6.1%
Income taxes	7.4		-6.9	
Net profit	-40.0	-12.8%	9.6	3.4%
Basic earnings per share (in €)	-1.85		0.45	

→ Restated from disposals impact net profit would have represented more than 10% of revenue

REVENUE BY ACTIVITY



- ightarrow Very strong growth on the Subscription activity for the fourth consecutive year
- \rightarrow Decline in maintenance as planned

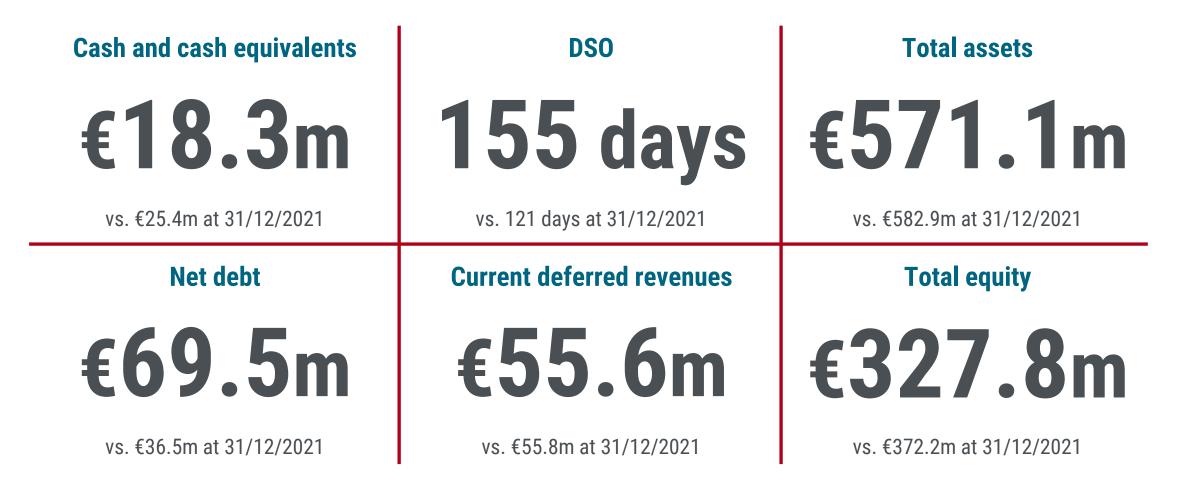
SUBSCRIPTION ACTIVITY

[€m]	2022	2021 Restated*	2021 Reported	Total Growth	Organic Growth*
Subscription	154.0	117.6	114.2	+35%	+31.0%
of which Q1 22	26.4	24.4	23.7	+11%	+8.2%
of which Q2 22	29.5	29.7	28.1	+5%	-0.8%
of which Q3 22	27.4	30.2	27.8	-1.7%	-9.5%
of which Q4 22	70.7	33.2	34.6	+105%	+113.2%

* Alternative performance measures are defined in the glossary at the end of this document

- \rightarrow Very strong Subscription activity which now represents 49% of Axway's total revenue
- → Upfront revenue represented €78.7m in 2022 vs. €51.5m in 2021

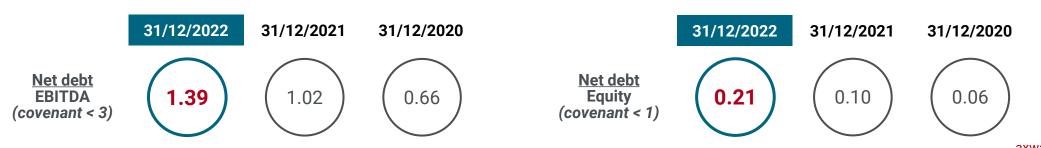
Main Balance Sheet items at 31/12/2022



CASH FLOWS

In millions of euros	2022	2021
Net profit for the period	-40.0	9.6
Change in operating working capital requirements	-41.0	-26.2
Net cash from operating activities	13.0	12.9
Free cash flow	2.2	2.9
Net cash used in investing activities	-11.1	-2.8
Net cash used in financing activities	-9.4	-1.7
Net change in cash and cash equivalents	-6.9	9.0
Opening cash position	25.2	16.2
Closing cash position	18.3	25.2

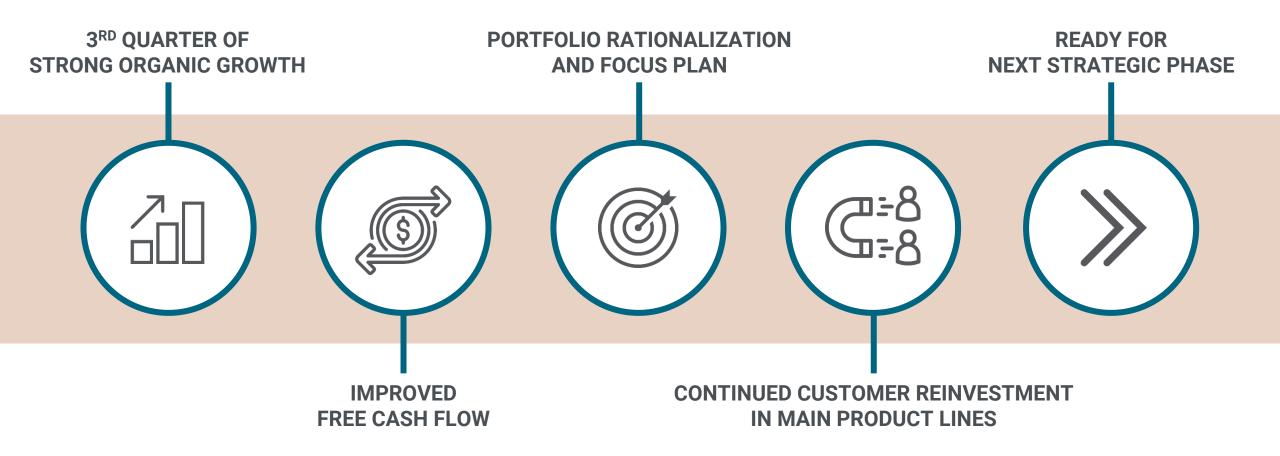
COVENANTS



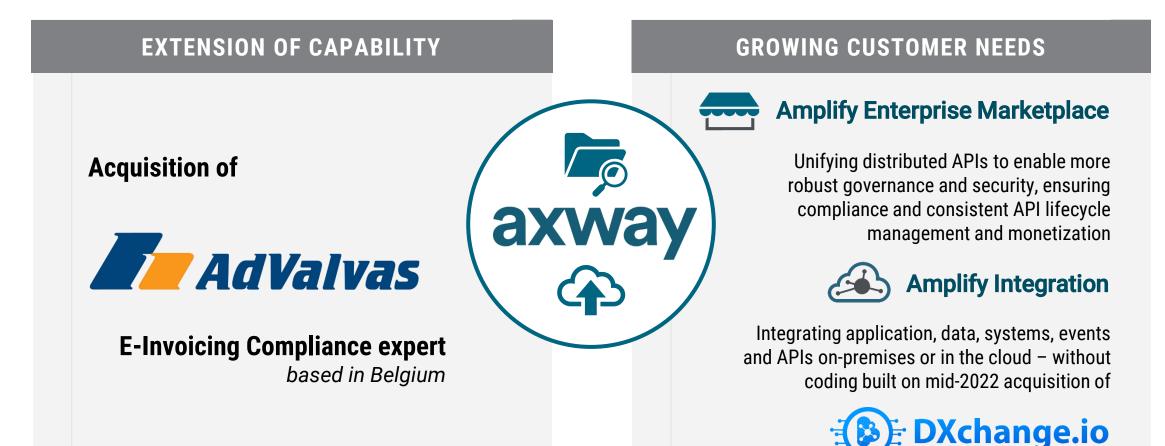


H1 2023 Highlights

Momentum continues!



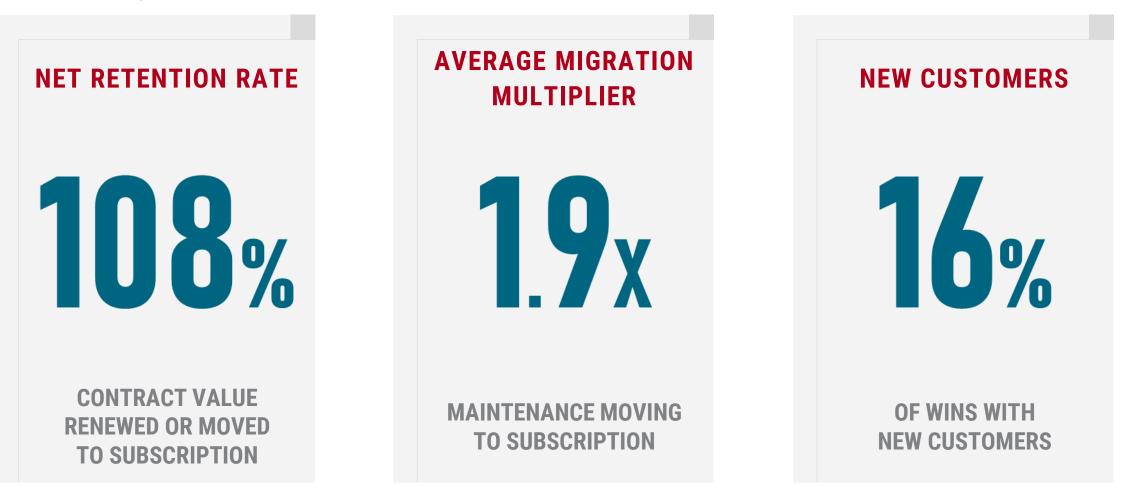
Product portfolio investments



CUSTOMER-CENTRIC

Customer success as a company value

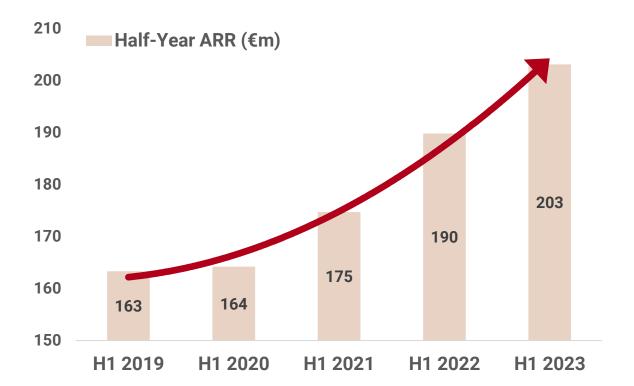
H1 2023 growth factors



ARR (Annual Recurrent Revenue)



up 11.2% compared to H1 2022



REVENUE BY ACTIVITY

54% Subscription 2% License 13% Services 31% Maintenance	[€m]	H1 2023	H1 2022 Restated*	H1 2022 Reported	Total Growth	Organic Growth*
	License	3.0	5.5	6.3	-52.5%	-44.9%
	Subscription	78.7	52.3	55.9	+40.8%	+50.5%
	Maintenance	44.6	55.1	56.0	-20.4%	-19.1%
	Services	19.2	18.2	18.2	+5.3%	+5.7%
85% Renewable contracts vs. 82% in H1 2022	Axway * Alternative performance me	145.5	131.0	136.4	+6.6%	+11.0%

 \rightarrow Very good performance in the Subscription activity which is on track for strong full-year growth for the fourth year in a row

 \rightarrow Continued improvement in recurring revenue with 85% under renewable contracts

SUBSCRIPTION ACTIVITY

[€m]	H1 2023	H1 2022 Restated*	H1 2022 Reported	Total Growth	Organic Growth*
Subscription	78.7	52.3	55.9	+40.8%	+50.5%
of which Q1 23	37.8	24.7	26.4	+43.1%	+53.1%
of which Q2 23	40.9	27.6	29.5	+38.7%	+48.2%

* Alternative performance measures are defined in the glossary at the end of this document

- \rightarrow Very strong Subscription activity which now represents 54% of Axway's total revenue
- → Upfront revenue represented €34.2m in H1 2023 vs. €18.3m in H1 2022

KEY FIGURES





or €17.8m

Net profit

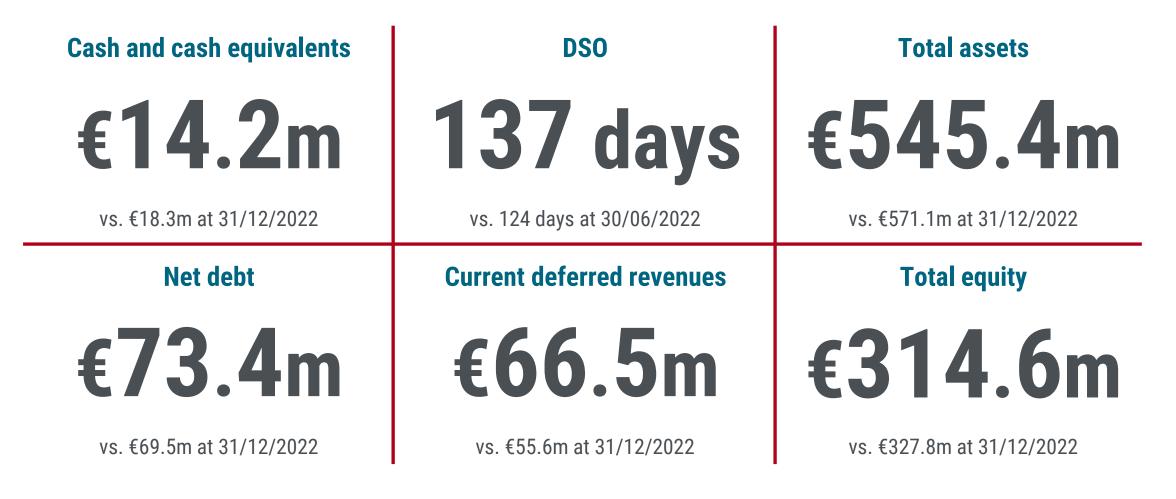
or €3.7m

INCOME STATEMENT

	H1 2	H1 2023		H1 2022	
In millions of euros	€m	% of Rev.	€m	% of Rev.	
Revenue	145.5		136.4		
Cost of sales	42.9		45.8		
Gross Profit	102.6	70.5%	90.6	66.4%	
Operating expenses	84.8		83.9		
of which Sales and marketing	42.1		42.8		
of which Research and development	29.4		28.2		
of which General and administrative	13.3		12.9		
Profit on operating activities	17.8	12.2%	6.7	4.9%	
Profit from recurring operations	14.7	10.1%	2.5	1.8%	
Operating profit	11.2	7.7%	1.1	0.8%	
Income taxes	-5.9		1.1		
Net profit	3.7	2.5%	2.4	1.8%	
Basic earnings per share (in €)	0.17		0.11		

2023 Half-Year Results

Main Balance Sheet items at 30/06/2023



2023 Half-Year Results

CASH FLOWS

In millions of euros	H1 2023	H1 2022
Net profit for the period	3.7	2.4
Change in operating working capital requirements	4.5	2.3
Net cash from operating activities	23.1	13.1
Free cash flow	16.5	8.2
Net cash used in investing activities	-8.6	-9.7
Net cash used in financing activities	-18.6	-10.5
Net change in cash and cash equivalents	-4.2	-6.1
Opening cash position	18.3	25.2
Closing cash position	14.2	19.1

COVENANTS





Targets & ambition Looking to H2 2023 & beyond

H2 2023 Priorities



Looking ahead

Continued momentum

SOLID PIPELINE FOR H2

COVERAGE STABLE VS. LAST YEAR DESPITE H1 SOLID BOOKING GROWTH

STILL GREAT POTENTIAL



OF INITIAL CUSTOMER BASE STILL AVAILABLE TO MIGRATE

Confirming our guidance and ambitions

2023 FY GUIDANCE

MID-TERM AMBITIONS

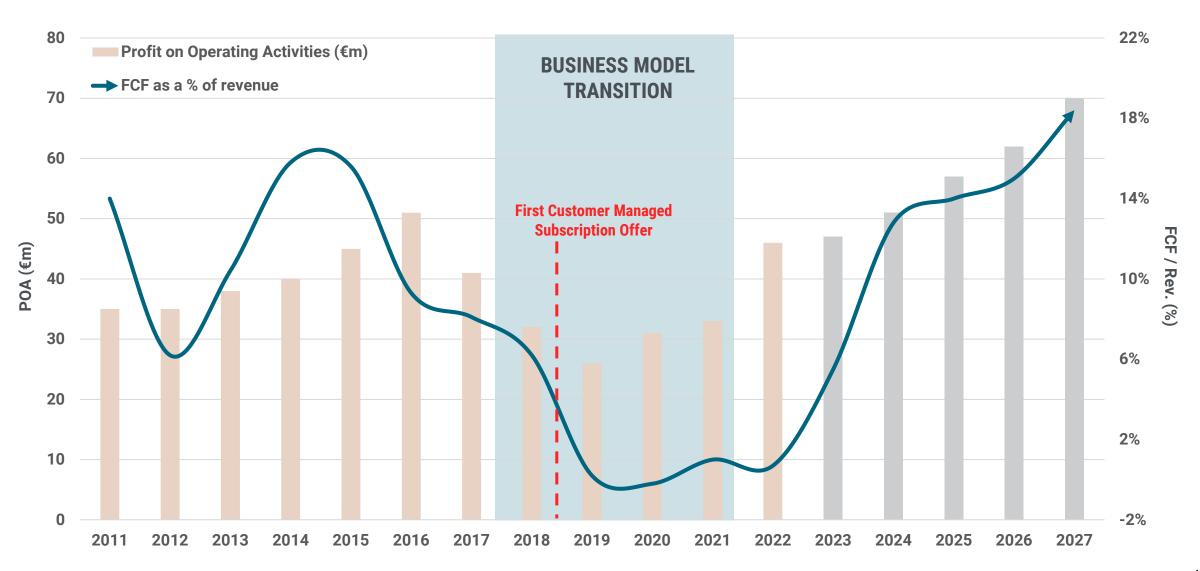
Organic Revenue Growth between 0% and +3%

Profit on Operating Activities ≈ 20%

Profit on Operating Activities between 15% and 18% of total Revenue

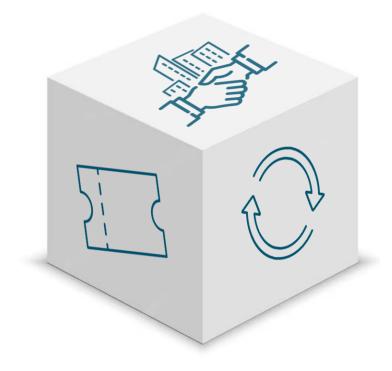
Opportunistic Strategy to €500m Revenue

Progressive normalization of Free Cash Flow



2024 and beyond – Establish capital allocation program

Path to €500 million



M&A OPPORTUNITIES

- From 2023 onwards, FCF and POA will allow more flexibility to explore M&A options
- Over the last 3 years, acquisitions were limited to the addition of product functionality
- Built out M&A team to support both product AND revenue growth over next 3-year plan

DIVIDENDS

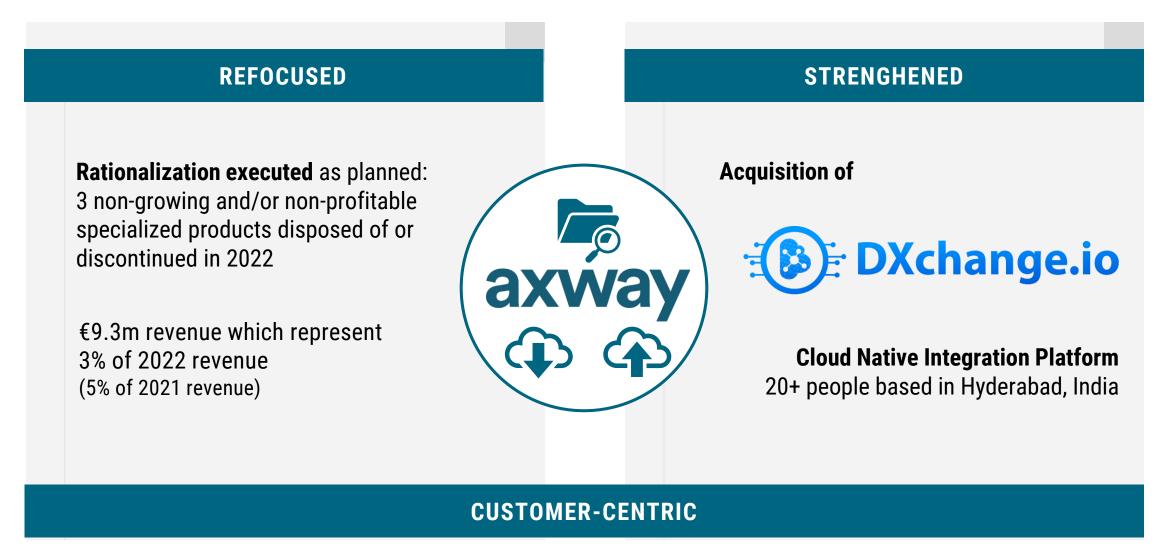
Continue to return capital to shareholders in the form of stable dividends

SHARE BUYBACKS

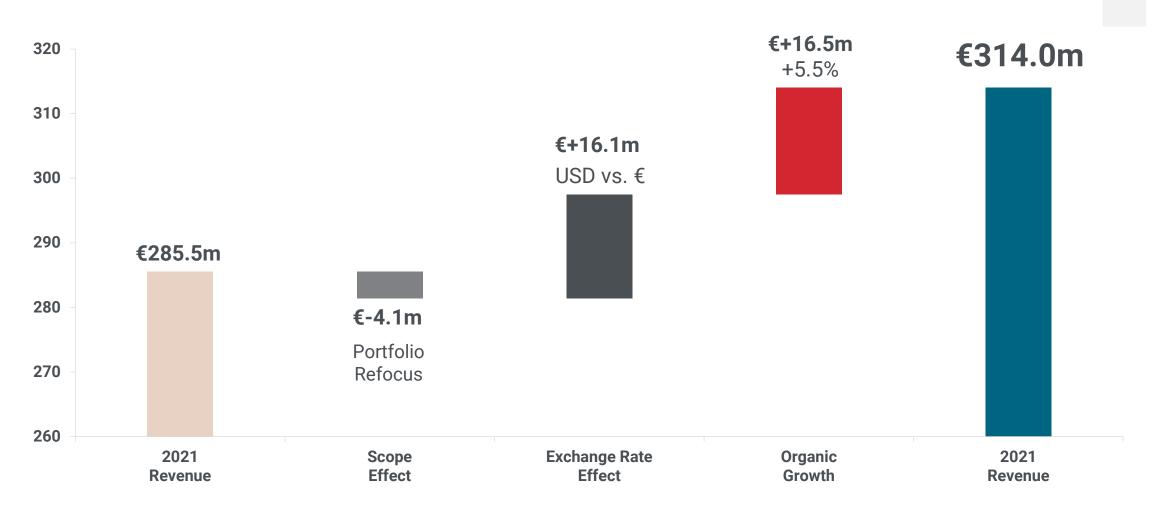
- Remain in the market repurchasing shares to fund employee shareholding programs, looking 3 years out
- Potential to review plan if shares needed for M&A or other activities



Optimization of the product portfolio



2022 Full-Year Results - Change in Revenue



2022 Full-Year Results

REVENUE BY GEOGRAPHY

7% Asia/Pacific	[€m]	2022	2021 Restated*	2021 Reported	Total Growth	Organic Growth*
29% France	France	91.6	81.2	81.4	+12.5%	+12.8%
	Rest of Europe	68.4	66.6	67.4	+1.5%	+2.7%
42%	Americas	133.3	131.1	119.4	+11.6%	+1.6%
Americas 22% Rest of E	Asia/Pacific	20.8	18.6	17.3	+19.8%	+11.8%
71% International revenue	Axway	314.0	297.6	285.5	+10.0%	+5.5%
vs. 72% in 2021	* Alternative performance me	* Alternative performance measures are defined in the glossary at the end of this document				

2022 Full-Year Results

SIMPLIFIED BALANCE SHEET

- → Cash and cash equivalents of \in 18.3m
- → DSO of 155 days vs. 121 at 31/12/2021
- → €69.5m Net debt
- → Current deferred revenues of €55.6m

In millions of euros	31/12/2022	31/12/2021	
Assets			
Goodwill	297.8	348.3	
Non-current assets	374.0	424.6	
Trade receivables	148.1	105.1	
Other current assets	30.6	27.8	
Cash and cash equivalents	18.3	25.4	
Current assets	197.1	158.3	
Total Assets	571.1	582.9	
Equity and Liabilities			
Equity	327.8	372.2	
Financial debt - long-term portion	84.6	60.1	
Lease liabilities - long-term portion	23.5	27.2	
Other non-current liabilities	11.7	13.6	
Non-current liabilities	119.8	100.9	
Financial debt - short-term portion	3.2	1.7	
Lease liabilities - short-term portion	5.8	6.2	
Deferred revenues	55.6	55.8	
Other current liabilities	58.9	46.0	
Current liabilities	123.5	109.8	
Total Liabilities	243.3	210.7	
Total Equity and Liabilities	571.1	582.9	

2022 Full-Year Results

CHANGES IN EQUITY & EARNINGS PER SHARE AT 31/12/2022

In millions of euros	31/12/2022	31/12/2021	31/12/2020
Equity at Beginning of Period	372.2	355.5	362.6
Profit for the period	-40.0	9.6	8.5
Dividends	-8.5	-8.6	0.0
Capital increase	0.0	2.1	0.6
Other	-10.3	-5.0	4.2
Foreign exchange translation adjustments	14.4	18.6	-20.5
Equity at End of Period	327.8	372.2	355.5

In €	31/12/2022	31/12/2021
Net profit for the period (in €m)	-40.0	9.6
Weighted average number of shares excluding treasury shares	21,63M	21,5M
Basic earnings per share	-1.85	0.45
Theorical potential weighted average number of shares	22,2M	22,4M
Diluted earnings per share	-1.85	0.43

Headcount

As of 30/06/2023

	30/06/2023	31/12/2022
France	425	437
Rest of Europe	606	636
Americas	362	378
Asia/Pacific	64	74
Axway	1 457	1 525



Corporate Social Responsibility

Axway, a responsible and committed player







Governance

Board of Directors

4 Nationalities 44% Women

9 Members 44% Independent directors

	Name	Status	Audit Committee	Compensation Committee	Nomination, Governance and Corporate Responsibility Committee
	Pierre PASQUIER	Chaiman			\checkmark
	Kathleen CLARK	Director Deputy Chairman			Chairman
9	Pierre-Yves COMMANAY	Director		\checkmark	\checkmark
	Nicole-Claude DUPLESSIX	Director		\checkmark	
	Emma FERNANDEZ	Independent Director	\checkmark	Chairman	
	Michael GOLLNER	Independent Director	\checkmark		\checkmark
	Yann METS-PASQUIER	Director	\checkmark		
	Marie-Hélène RIGAL-DROGERYS	Independent Director	Chairman		
	Yves DE TALHOUËT	Independent Director		\checkmark	\checkmark

Executive Committee



Patrick Donovan CHIEF EXECUTIVE OFFICER



Cecile Allmacher CHIEF FINANCIAL OFFICER



Paul French Chief Marketing Officer



Mark Fairbrother EVP RESEARCH & DEVELOPMENT



4 Nationalities



Dominique Fougerat EVP PEOPLE & CULTURE



Vince Padua CHIEF TECHNOLOGY & INNOVATION OFFICER



Roland Royer CHIEF CUSTOMER OFFICER



Alternative performance measures

<u>ACV</u>: Annual Contract Value – Annual contract value of a subscription agreement.

<u>ARR</u>: Annual Recurrent Revenue – Expected annual billing amounts from all active maintenance and subscription agreements.

Employee Engagement Score: Measurement of employee engagement through an independent annual survey.

<u>Growth at constant exchange rates</u>: Growth in revenue between the period under review and the prior period restated for exchange rate impacts.

<u>NPS</u>: Net Promoter Score – Customer satisfaction and recommendation indicator for a company.

<u>Organic growth</u>: Growth in revenue between the period under review and the prior period, restated for consolidation scope and exchange rate impacts.

<u>Profit on operating activities</u>: Profit from recurring operations adjusted for the non-cash share-based payment expense, as well as the amortization of allocated intangible assets.

<u>Restated revenue</u>: Revenue for the prior year, adjusted for the consolidation scope and exchange rates of the current year.

<u>TCV</u>: *Total Contract Value* – Full contracted value of a subscription agreement over the contract term.