



Welcome to the Axway 2017 General Shareholders' Meeting

Tuesday 6 June 2017
Hôtel Le Meurice, Paris



Forward-looking statements

This presentation contains forecasts in respect of which there are risks and uncertainties concerning Axway future growth and profitability. The company highlights the fact that the execution of license agreements, which often represent investments for clients, are more significant in the second half of the year and may therefore have a significant impact on full-year performance of the company.

The outcome of events or actual results may differ from those described in this document due to various risks and uncertainties set out in the 2016 Registration Document submitted to the Autorité des Marchés Financiers on 24 April 2017 - D.17-0420.

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- Report of the Board of Directors
- Reports of the Statutory Auditors
- Information on the resolutions proposed
- Discussion
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Ordinary General Meeting

- R1 Approval of the company annual financial statements and of the non-tax deductible expenses and charges.
- R2 Discharge of members.
- R3 Approval of the consolidated financial statements.
- R4 Appropriation of earnings.
- R5 Renewal of Michael Gollner's term of office as a director.
- R6 Appointment of Nicole-Claude Duplessix as a director.
- R7 Approval of the conclusions of the Statutory Auditors' special report on related-party agreements and commitments.
- R8 Determination of the directors' fees allocated to members of the Board of Directors for the 2017 fiscal year.

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Ordinary General Meeting

- R9 Approval of the principles and criteria for the determination, distribution and allocation of the components comprising the total compensation of Mister Pierre Pasquier as Chairman of the Board of the Company for the year ending 31 December 2017.
- R10 Approval of the principles and criteria for the determination, distribution and allocation of the components comprising the total compensation of Mister Jean-Marc Lazzari as Chief Executive Officer of the Company for the year ending 31 December 2017.
- R11 Authorization to be granted to the Board of Directors to implement the shares buyback program of the Company.

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Extraordinary General Meeting

- R12 Authorization granted to the Board of Directors to cancel the shares acquired by the Company through the share buyback program; related reduction in the share capital; powers conferred on the Board of Directors.
- R 13 Delegation of authority granted to the Board of Directors to increase the share capital through the capitalization of reserves, profits, share premiums or other items.
- R 14 Delegation of authority granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to ordinary shares with maintenance of preferential subscription rights and/or securities giving entitlement to the allocation of debt securities.
- R 15 Delegation of authority granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to ordinary shares, with cancellation of preferential subscription rights and/or securities giving entitlement to the allocation of debt securities, through private placement.
- R 16 Delegation of authority granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to ordinary shares with cancellation of preferential subscription rights and/or securities giving entitlement to the allocation of debt securities within the context of a public tender offer.

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Extraordinary General Meeting

- R 17 Authorization granted to the Board of Directors to increase the size of the initial issue in the event of the issuance of ordinary shares or securities giving access to ordinary shares, with maintenance or with cancellation of preferential subscription rights, decided upon pursuant to the 14th, 15th and 16th resolutions.
- R 18 Delegation of authority granted to the Board of Directors to issue ordinary shares and/or securities giving access to ordinary shares to compensate contributions in kind made to the Company and comprising equity securities or securities giving access to the capital, outside public exchange offers.
- R19 Authorization granted to the Board of Directors to set the issue price of ordinary shares and/or any securities giving access to ordinary shares, in the event of the cancellation of preferential subscription rights, up to the limit of 10% of the capital per 12-month period.

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Extraordinary General Meeting

- R20 Overall limit of the share capital issue authorizations with remaining or with cancellation of preferential subscription rights.
- R21 Authorization given to the Board of Directors to proceed, in favor of employees and company officers of the Company or of the Axway Group, with the issue of warrants for the subscription and/or acquisition of redeemable shares (BSAARs), without preferential shareholder subscription rights.
- R22 Authorization granted to the Board of Directors to increase the share capital by issuing ordinary shares reserved for Axway Group employees who are members of a company savings plan.
- R23 Powers to perform legal formalities.

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Highlights 2016 #axway

- **Transition year**
- Continued transformation: PM, R&D...
- **Appcelerator** Integration
- New **branding** “imagination takes shape”
- **Moving people** Paris, Sydney, Singapore...
- **AMPLIFY** platform innovation



- Axway announces the acquisition of Syncplicity
- Leader in secure collaboration and file sharing (EFSS)



Key figures 2016

Total
growth
+5.8%

	2016	2015 Published
Revenue	301.1	284.6
Profit from operations <i>(% revenue)</i>	50.8 <i>16.9%</i>	44.5 <i>15.6%</i>
Net Profit <i>(% revenue)</i>	31.5 <i>10.5%</i>	27.9 <i>9.8%</i>

(1) At constant exchange rates and on a like-for-like basis

Revenue by activity 2016

[€M]	2016	2015 Published	2015 Restated	Organic Growth ¹
Licenses	81.3	80.5	79.9	1.8%
Maintenance	143.0	137.7	136.6	4.7%
Services	76.8	66.4	72.0	6.7%
Axway	301.1	284.6	288.5	4.4%

(1) At constant exchange rates and on a like-for-like basis

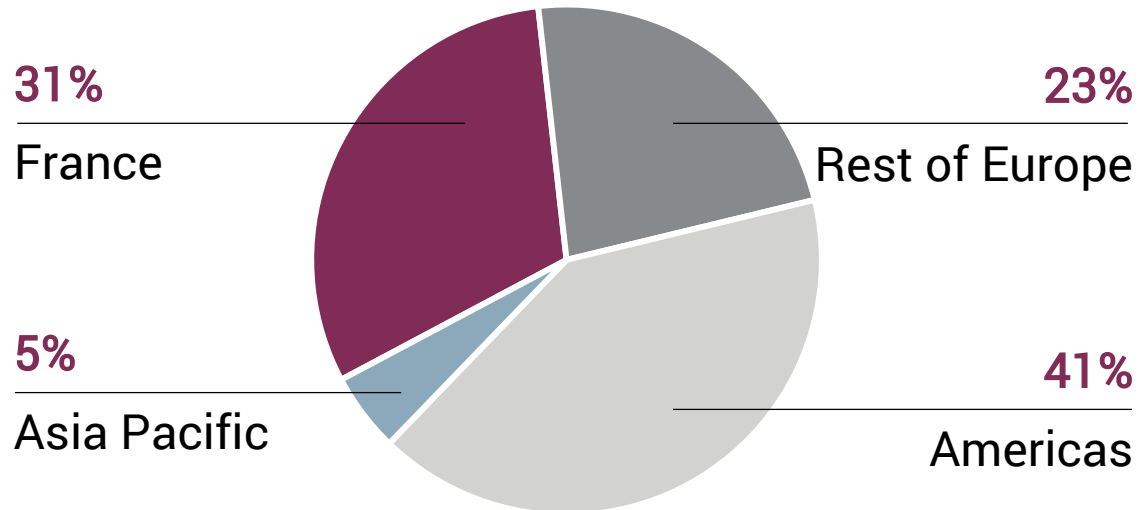
Revenue by region 2016

[€M]	2016	2015 Published	2015 Restated	Organic Growth ¹
France	94.2	95.2	94.8	-0.6%
Rest of Europe	68.8	65.7	64.0	7.4%
Americas	122.9	109.7	115.9	6.0%
Asia Pacific	15.3	13.9	13.8	10.7
Axway	301.1	284.6	288.5	4.4%

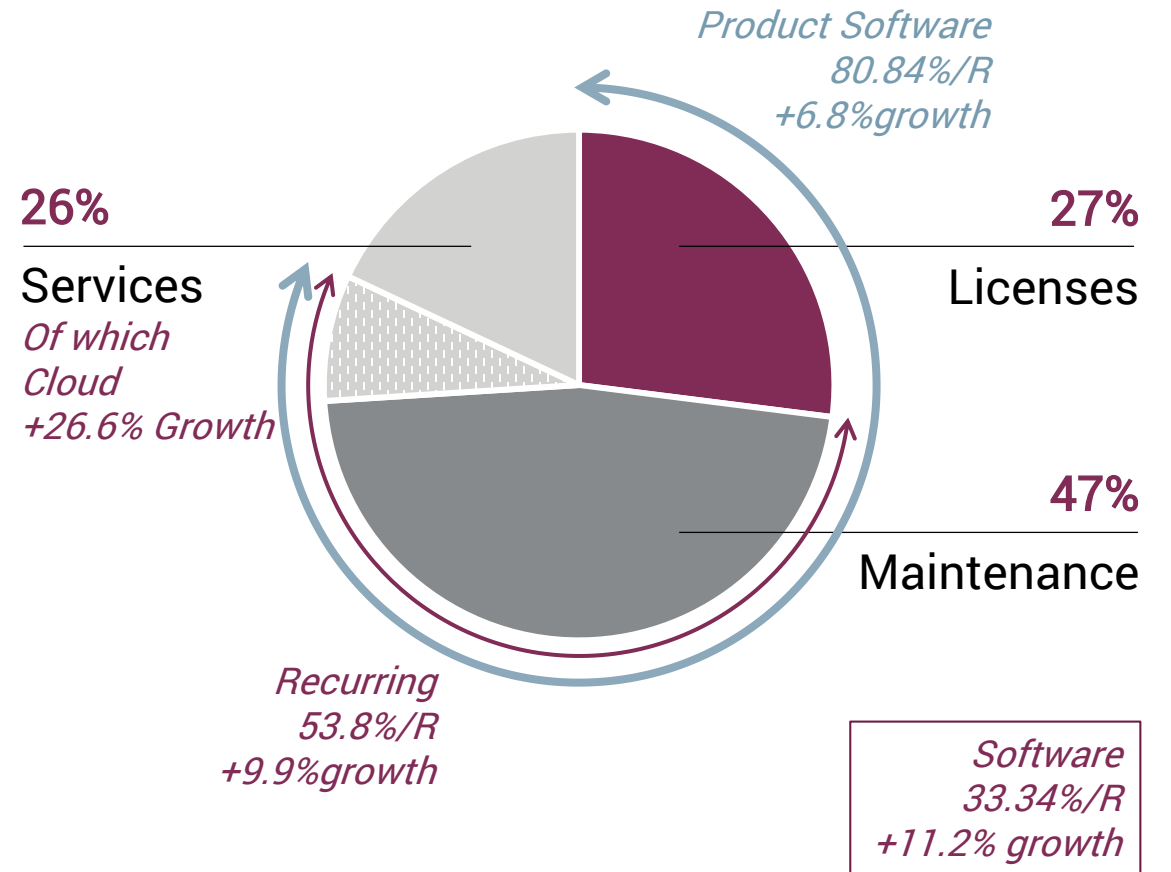
(1) At constant exchange rates and on a like-for-like basis

Balanced and resilient business model

By Region



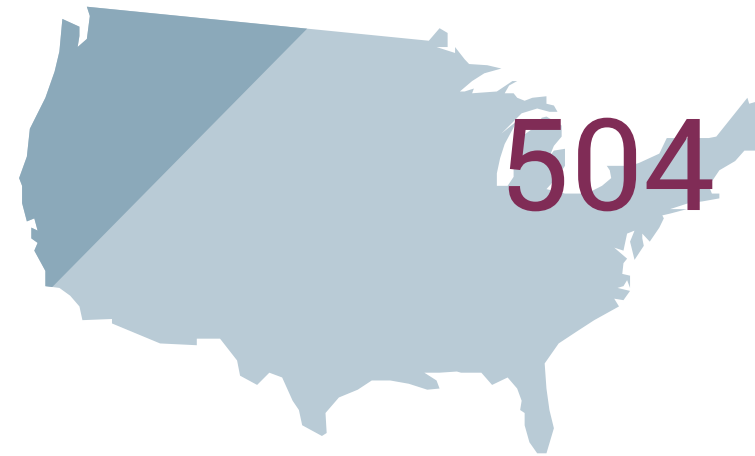
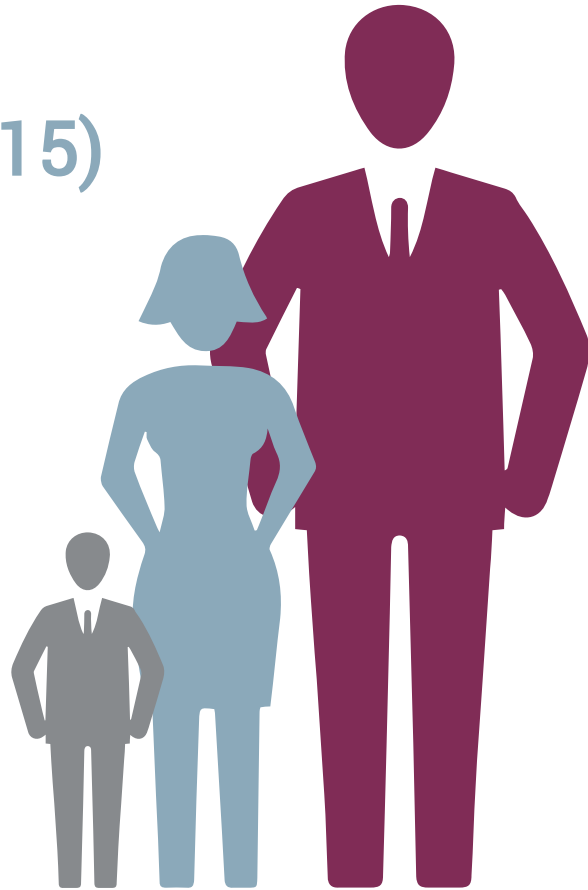
By Activity



Headcount at end of December 2016

1,930

(1,884 Dec. 2015)

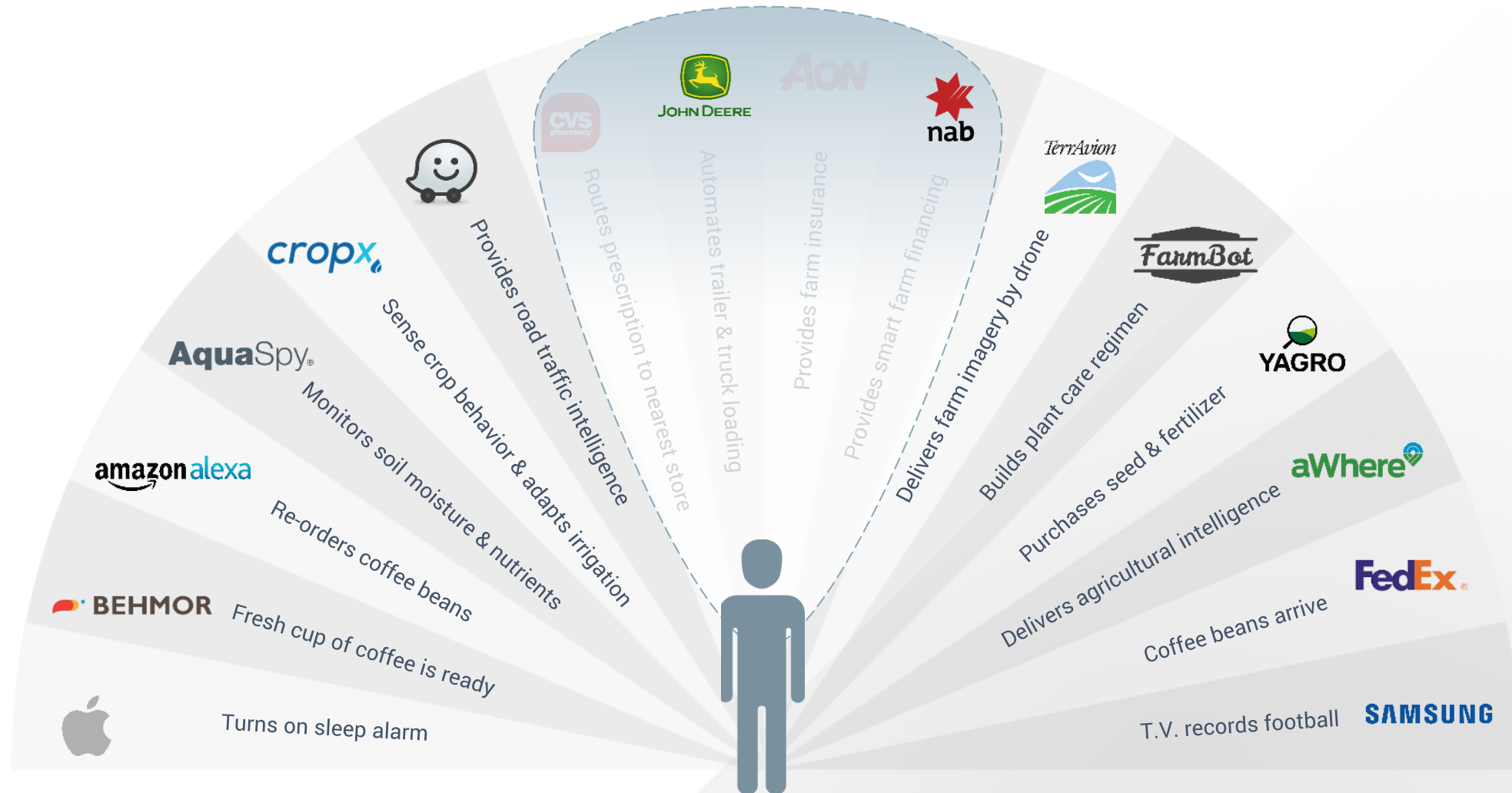


Axway Offer – a catalyst for digital transformation



Employees, partners, suppliers and developers collaborate in a customer experience network to transform disparate data and services into connected, personalized, seamless digital experiences

Example of Farming Customer Experience Network (CXN)



The Digital Farmer, 2017



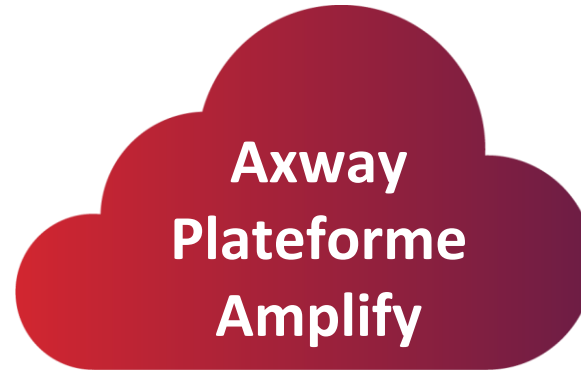
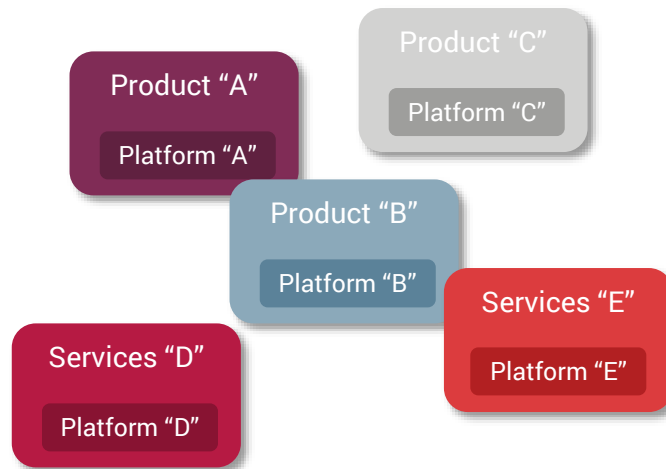
IMAGINE SUMMIT
2017

#AxwayImagine

Platform Architecture Evolution

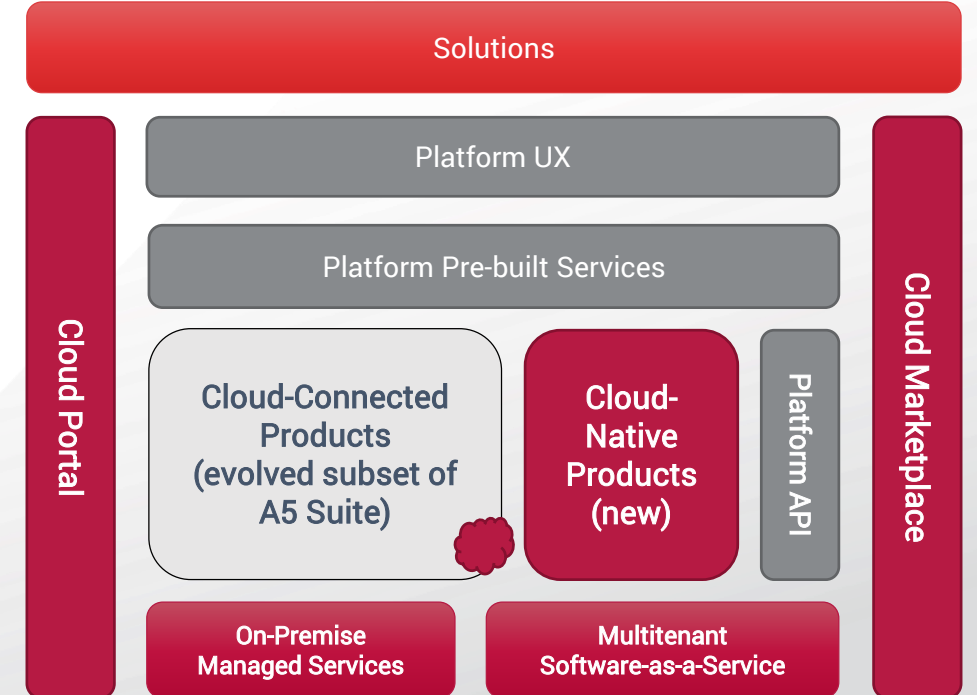
Axway 5 Suite

Point products, disjointed user experience



Axway AMPLIFY

Integrated solutions,
Coherent user experience



Axway business plan ambition & strategy

- Preserve margins before acquisition while investing in innovation
- Keep our historic leadership in France, while focusing on Digital
- Target 20% growth in software revenue in the USA
- Achieve average annual growth of 30% Digital revenue
- Active M&A plan both on engagement and foundation domains

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Statutory Auditors' report

- Statutory Auditors' report on the consolidated financial statements and the annual financial statements
- Statutory Auditors' special report on regulated agreements and commitments
- Other Statutory Auditors' reports

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Quorum and information on the proposed resolutions

The resolutions are available on the 2016 Registration Document pages 221 and following pages

- **Ordinary General Meeting**
 - Resolutions falling within the remit of the Ordinary General Meeting require a quorum of one-fifth of shares with voting rights and a majority of votes held by shareholders present or represented.
- **Extraordinary General Meeting**
 - Resolutions falling within the remit of the Extraordinary General Meeting require a quorum of one-fourth of shares with voting rights and a two-thirds majority of votes held by shareholders present or represented.
 - By exception, the twelfth and thirteenth resolutions, while falling within the remit of the Extraordinary General Meeting, require a quorum of one-fifth of shares with voting rights and a majority of votes held by shareholders present or represented.



Resolutions presented for the approval of the Ordinary General Meeting



Information on the proposed OGM resolutions

- Resolutions 1 & 3: Approval of the annual financial statements
 - Consolidated and annual company financial statements for the fiscal year ended 31 December 2016.
 - Approval of the annual financial statements for the fiscal year ended 31 December 2016 showing a profit of €10,881,106.02 and the transactions reflected in those financial statements or summarized in the reports.
 - Approval of the consolidated financial statements for the year ended 31 December 2016, showing consolidated net profit – Group share – of €31,476,576 and the transactions reflected in those financial statements or summarized in the reports.

Information on the proposed OGM resolutions

- **Resolution 2: Discharge of members of the Board of Directors**
 - Full and unconditional discharge of the members of the Board of Directors from their duties for the fiscal year ended 31 December 2016.
- **Resolution 4: Appropriation of earnings**
 - Distribution of a dividend of €0.40 per share.
 - Ex-coupon date: 13 June 2017.
 - Coupon payment date: 15 June 2017.

Information on the proposed OGM resolutions

- Resolution 5:

- Renewal of Michael Gollner's term of office as a director for a period of four (4) years, which will expire at the end of the General Meeting called to approve the financial statements for the fiscal year ending 31 December 2020.
- Michael Gollner is Managing Partner of Operating Capital Partners, which he founded in 2008. Michael Gollner previously worked in the Investment Banking Department of Marine Midland from 1985 to 1987 before joining Goldman Sachs where he worked from 1989 to 1994. He next worked at Lehman Brothers until 1999 then at Citigroup Venture Capital. Michael Gollner is a graduate of Tulane University in New Orleans and holds an MBA from Wharton School as well as an MA in international studies from the University of Pennsylvania.
- Mr. Gollner's experience and knowledge in financial matters are an undeniable asset amid the different qualifications represented on the Board of Directors.
- Therefore, it is proposed that his term of office as a director be renewed for a term of four (4) years, which will expire at the end of the General Meeting called to approve the financial statements for the fiscal year ending 31 December 2020.

Information on the proposed OGM resolutions

- Resolution 6:
 - Appointment of Nicole-Claude Duplessix as director, for a period of four (4) years, which will expire at the end of the General Meeting called to approve the financial statements for the fiscal year ending 31 December 2020.
 - She has very substantial skills in the IT sector. She started her career in the leading HR software publisher in France, ADP GSI, before joining the Sopra Steria Group. She first worked in HR consulting and subsequently worked with various Group key accounts. For six (6) years she has been working on the security of critical projects in an international, multicultural environment, as well as the integration of new companies acquired by the Group.
 - The Board of Directors wants to develop its technical skills in terms of services, to account for customer issues encountered by the Group daily.
 - To this end, it is proposed that Nicole-Claude Duplessix be appointed as a director on the Board.

Information on the proposed OGM resolutions

- Resolution 7:
 - Approval of the conclusions of the Statutory Auditors' special report on related-party agreements and commitments.
 - No new regulated agreements were signed during the fiscal year ended on 31 December 2016.
 - The conclusions of the Statutory Auditors' special report involve only regulated agreements and commitments which were previously approved in prior fiscal years and continued to be performed in the fiscal year ended on 31 December 2016.

Information on the proposed OGM resolutions

- Resolution 8:
 - Determination of the directors' fees to be allocated to members of the Board of Directors for the 2017 fiscal year, i.e. €302,000.
 - €302,000 to be distributed among the members of the Board of Directors based on their attendance at meetings of the Board and the various committees.
 - A 15% increase over the amount of directors' fees paid in respect of prior fiscal years, because:
 - The total amount has not been re-assessed since the fiscal year ended on 31 December 2011;
 - And the number of directors has increased substantially.

Information on the proposed OGM resolutions

- Resolution 9:
 - Approval of the principles and criteria for the determination, distribution and allocation of the components comprising the total compensation of Mister Pierre Pasquier as Chairman of the Board of the Company for the year ending 31 December 2017.
 - First, the Chairman's compensation is reviewed and analyzed each year by the Remuneration Committee and then signed off on by the Board of Directors.
 - The Chairman of the Board is paid (i) fixed compensation and (ii) directors' fees for his duties.
 - It is proposed that the Chairman's compensation be increased to the gross amount of 138,000 euro (compared to 120,000 euro for prior fiscal years). Shareholders are reminded that the Chairman's fixed compensation has not changed since 2011, and that the Chairman is not paid any variable compensation for his duties.
 - It was proposed that the Chairman be paid directors' fees for his actual participation on the Board and the committees, in the context of the different work carried out on the basis of the rule for determining the directors' fees established by the Board.

Information on the proposed OGM resolutions

- Resolution 10 (1/3):
 - Approval of the principles and criteria for the determination, distribution and allocation of the components comprising the total compensation of Mister Jean-Marc Lazzari as Chief Executive Officer of the Company for the year ending 31 December 2017.
 - The Chief Executive Officer is paid (i) fixed compensation, (ii) variable compensation, and (iii) benefits in kind. In addition, severance payments have been put in place for him.
 - Fixed compensation would stand at the gross amount of 625,000 US dollars. This amount is identical to that paid out for the prior fiscal year ended.

Information on the proposed OGM resolutions

- Resolution 10 (2/3):
 - Approval of the principles and criteria for the determination, distribution and allocation of the components comprising the total compensation of Mister Jean-Marc Lazzari as Chief Executive Officer of the Company for the year ending 31 December 2017.
 - Maximum total variable compensation would stand at the gross amount of 625,000 US dollars per year, distributed as follows:
 - 40% of the maximum total amount will be linked to organic revenue growth, in both licensing and Cloud; and
 - 40% of the maximum total amount of this sum will be linked to profit or loss from operations; and
 - 20% of the maximum total amount will be linked to qualitative extrafinancial criteria.

Information on the proposed OGM resolutions

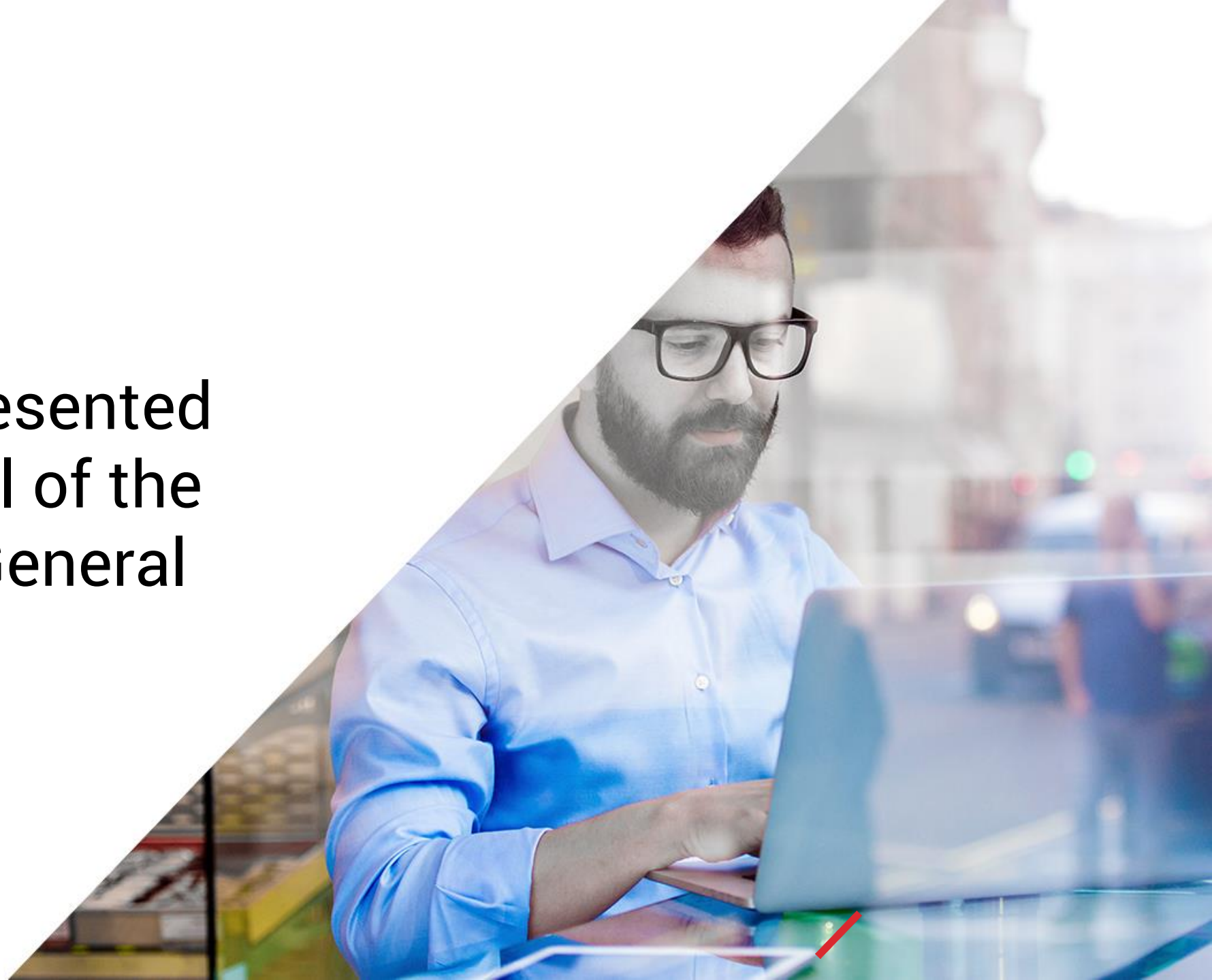
- Resolution 10 (3/3):
 - Approval of the principles and criteria for the determination, distribution and allocation of the components comprising the total compensation of Mister Jean-Marc Lazzari as Chief Executive Officer of the Company for the year ending 31 December 2017.
 - The total amount of benefits in kind paid to the Chief Executive Officer stands at 224,000 US dollars (identical to the amount allocated for the prior fiscal year). These benefits in kind include payment of rental fees as well as other standard allowances due to his expatriation.
 - Finally, severance payments in the amount of 500,000 US dollars have been put in place for him. These severance payments have been set up pursuant to the laws and regulations in force.

Information on the proposed OGM resolutions

- Resolution 11:
 - Authorization to be granted to the Board of Directors to buy back shares in the Company.
 - Period of validity: 18 months.
 - Maximum purchase price: €47 excl. acquisition costs.
 - Combined holding and buyback limit: 10% of shares in the share capital on the purchase completion date.
 - Cannot be used for public offers on the company.



Resolutions presented for the approval of the Extraordinary General Meeting



Information on the proposed EGM resolutions

- Resolution 12:
 - Authorization granted to the Board of Directors to cancel the shares acquired by the Company in the context of the share buyback program; corresponding reduction in the share capital; powers conferred on the Board of Directors.
 - Period: 24 months.
 - Limit: 10% of capital per 24-month period (amount calculated using the capital as adjusted according to the relevant transactions that may take place subsequently and the corresponding share cancellation).

Information on the proposed EGM resolutions

- Resolution 13:
 - Delegation of authority granted to the Board of Directors to increase the share capital through the capitalization of reserves, profits, share premiums or other items.
 - Period: 26 months.
 - Amount:
 - The maximum nominal amount is not to exceed €20 M;
 - The maximum nominal amount is separate and distinct from the overall limit defined in Resolution 20.

Information on the proposed EGM resolutions

- Resolution 14:
 - Delegation of authority granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to ordinary shares with remaining preferential subscription rights and/or securities giving entitlement to the allocation of debt securities.
 - Period of validity: 26 months.
 - The issuance of preferred shares shall be excluded.
 - Maximum nominal amount of increases:
 - €20 M in nominal; and
 - €200 M for debt securities issued;
 - This resolution is subject to the €20 M limit in Resolution 20.

Information on the proposed EGM resolutions

- Resolutions 15 & 16:
 - Delegations of authority granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to ordinary shares, with cancellation of preferential subscription rights, and/or securities giving entitlement to the allocation of debt securities, through private placement
 - Period of validity: 26 months.
 - The issuance of preferred shares shall be excluded
 - Maximum nominal amount of increases:
 - €10 M under the 15th resolution;
 - €20 M under the 16th resolution;
 - €100 M for debt securities issued under the 15th resolution;
 - €200 M for debt securities issued under the 16th resolution.
 - These resolutions are limited in any event to €20 M by Resolution 20.

Information on the proposed EGM resolutions

- Resolution 17:
 - Authorization granted to the Board of Directors to increase the size of the initial issuance, in the event of the issuance of ordinary shares or securities giving access to ordinary shares, with maintenance or with cancellation of preferential subscription rights, decided upon pursuant to the 14th, 15th and 16th resolutions.
 - Period of validity: 26 months.
 - Option to subdelegate granted to the Board of Directors for the implementation of this resolution.
 - Authorization applicable, in the case of oversubscription, to shares and/or securities at the initial price.
 - The limit used by this resolution shall be deducted from the overall limit specified in Resolution 20.

Information on the proposed EGM resolutions

- Resolution 18:

- Delegation of authority granted to the Board of Directors to issue ordinary shares and/or securities giving access to ordinary shares to compensate contributions in kind made to the Company and comprising equity securities or securities giving access to the capital, outside public exchange offers.
- Period: 26 months.
- Delegation with the option to subdelegate granted to the Board of Directors for the implementation.
- Total nominal amount:
 - A maximum of 10% of the share capital (as at the date on which the delegation is used);
 - This amount shall be deducted from the amount set out in the 20th resolution;
 - A maximum of €200 M in debt securities;
 - This amount shall be deducted from the amount set out in the 20th resolution.

Information on the proposed EGM resolutions

- Resolution 19:

- Authorization granted to the Board of Directors to set the issue price of ordinary shares and/or any securities giving access to ordinary shares, in the event of the cancellation of preferential subscription rights, up to the annual limit of 10% of the capital per 12-month period.
- Period: 26 months.
- Notwithstanding the pricing conditions set out in Resolutions 15 and 16:
 - Weighted average share price over the last three months, with a maximum discount of 10% for ordinary shares;
 - The amount collected, plus, where applicable, the amount likely to be collected later, for the securities;
 - The total nominal amount of capital increases is limited to 10% per year. This total amount shall be deducted from the overall limit on capital increases set out in the 20th resolution.

Information on the proposed EGM resolutions

- Resolution 20:
 - Overall limit of the issue authorizations with maintenance or with cancellation of preferential subscription rights.
 - The maximum nominal amount of capital increases likely to be carried out on the basis of the 14th, 15th, 16th, 17th, 18th, 19th and 21st resolutions shall not exceed the sum of €20 M.
 - This overall limit on all capital increases controls the maximum total dilution that could be carried out by the Board of Directors.
 - Reminder: Since fiscal year 2011, the Board has never used the financial delegations granted by the General Shareholders' Meetings.

Information on the proposed EGM resolutions

- Resolution 21:

- Authorization given to the Board of Directors to proceed, in favor of employees and company officers of the Company or of the Axway Group, with the issue of warrants for the subscription and/or acquisition of redeemable shares (BSAARs), without preferential shareholder subscription rights.
- The maximum amount is limited to 1% of the company's share capital.
- The price of a BSAAR stands at a minimum of 120% of the average share price over the preceding 20 trading sessions.
- The amount of the capital increase is deducted from the limit of the 20th resolution.
- This delegation is valid for a period of eighteen (18) months.
- Waiver by shareholders: in favor of the bearers of these warrants, of their preferential subscription rights, of the shares to be issued by the exercise of these BSAARs.
- The Board of Directors shall determine all of these features attached to said BSAARs.

Information on the proposed EGM resolutions

- Resolution 22:
 - Authorization granted to the Board of Directors to increase the share capital by issuing ordinary shares reserved for Axway Group employees who are members of a company savings plan.
 - Period: 26 months.
 - Option to subdelegate to the Board of Directors for implementation.
 - The issue price cannot be:
 - Greater than the average of the 20 trading sessions preceding the date of the decision;
 - More than 20% lower than that average.
 - Maximum amount of the increase:
 - 3% of the company's share capital on the date of the decision;
 - An amount separate and distinct from the limits on capital increases resulting from the issuance of ordinary shares or securities giving access to the share capital and limited by Resolution 20.

Information on the proposed OGM resolutions

- Resolution 23:
 - Powers to perform legal formalities.

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Discussion



Quorum & Majority

- Ordinary General Meeting
 - Quorum: $\frac{1}{5}$ of the shares with voting rights
 - Majority: simple majority of the votes of the shareholders present or represented
 - Resolutions No. 1 to 11 (inclusive) and No.23
- Extraordinary General Meeting
 - Quorum: $\frac{1}{4}$ of the shares with voting rights
 - Majority $\frac{2}{3}$ of the votes of the shareholders present or represented
 - Resolutions: No. 12 to 22 inclusive

How to use your voting handset

1.

The handset will only work if your smartcard is inserted correctly

2.

Press the key corresponding to your voting preference:

1 = For

2 = Against

3 = Abstention



- Message at the bottom of the handset screen:
 - "Vote acknowledged": your vote has been taken into account
 - "Vote registered": voting has closed and your vote has been recorded



Resolutions presented for the approval of Ordinary General Meeting



First resolution

Ordinary General Meeting

- Approval of the company annual financial statements.

Second resolution

Ordinary General Meeting

- Discharge of members of the Board of Directors.

Third resolution

Ordinary General Meeting

- Approval of the consolidated financial statements.

Fourth resolution

Ordinary General Meeting

- Appropriation of earnings.

Fifth resolution

Ordinary General Meeting

- Renewal of Michael Gollner's term of office as a director.

Sixth resolution

Ordinary General Meeting

- Appointment of Nicole-Claude Duplessix as a director.

Seventh resolution

Ordinary General Meeting

- Approval of the conclusions of the Statutory Auditors' special report on related-party agreements and commitments.

Eighth resolution

Ordinary General Meeting

- Determination of the directors' fees to be allocated to members of the Board of Directors for the 2017 fiscal year.

Ninth resolution

Ordinary General Meeting

- Approval of the principles and criteria for the determination, distribution and allocation of the components comprising the total compensation of Mister Pierre Pasquier as Chairman of the Board of the Company for the year ending 31 December 2017.

Tenth resolution

Ordinary General Meeting

- Approval of the principles and criteria for the determination, distribution and allocation of the components comprising the total compensation of Mister Jean-Marc Lazzari as Chief Executive Officer of the Company for the year ending 31 December 2017.

Eleventh resolution

Ordinary General Meeting

- Authorization to be granted to the Board of Directors to implement shares buyback program of the Company.



Resolutions presented for the approval of the Extraordinary General Meeting



Twelfth resolution

Extraordinary General Meeting

- Authorization granted to the Board of Directors to cancel the shares acquired by the Company in the context of the share buyback program; corresponding reduction in the share capital; powers conferred on the Board of Directors.

Thirteenth resolution

Extraordinary General Meeting

- Delegation of authority granted to the Board of Directors to increase the share capital through the capitalization of reserves, profits, share premiums or other items.

Fourteenth resolution

Extraordinary General Meeting

- Delegation of authority granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to ordinary shares with remaining preferential subscription rights and/or securities giving entitlement to the allocation of debt securities.

Fifteenth resolution

Extraordinary General Meeting

- Delegation of authority granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to ordinary shares, with cancellation of preferential subscription rights, and/or securities giving entitlement to the allocation of debt securities, through private placement.

Sixteenth resolution

Extraordinary General Meeting

- Delegation of authority granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to ordinary shares with cancellation of preferential subscription rights and/or securities giving entitlement to the allocation of debt securities within the context of a public tender offer.

Seventeenth resolution

Extraordinary General Meeting

- Authorization granted to the Board of Directors to increase the size of the initial issue in the event of the issuance of ordinary shares or securities giving access to ordinary shares, with remaining or with cancellation of preferential subscription rights, decided upon pursuant to the 14th, 15th and 16th resolutions.

Eighteenth resolution

Extraordinary General Meeting

- Delegation of authority granted to the Board of Directors to issue ordinary shares and/or securities giving access to ordinary shares to compensate contributions in kind made to the Company and comprising equity securities or securities giving access to the capital, outside public exchange offers.

Nineteenth resolution

Extraordinary General Meeting

- Authorization granted to the Board of Directors to set the issue price of ordinary shares and/or any securities giving access to ordinary shares, in the event of the cancellation of preferential subscription rights, up to the limit of 10% of the capital per 12-month period.

Twentieth resolution

Extraordinary General Meeting

- Overall limit of the issue authorizations with maintenance or with cancellation of preferential subscription rights.

Twenty-first resolution

Extraordinary General Meeting

- Authorization given to the Board of Directors to proceed, in favor of employees and company officers of the Company or of the Axway Group, with the issue of warrants for the subscription and/or acquisition of redeemable shares (BSAARs), without preferential shareholder subscription rights.

Twenty-second resolution

Extraordinary General Meeting

- Authorization granted to the Board of Directors to increase the share capital by issuing ordinary shares reserved for Axway Group employees who are members of a company savings plan.

Twenty-third resolution

Ordinary General Meeting

- Powers to perform legal formalities.



Close of the General Shareholders' Meeting

Tuesday 6 June 2017
Hôtel Le Meurice, Paris



Shareholder information

- Axway website <http://www.investors.axway.com/en>
- Shareholders' Area: <http://www.investors.axway.com/en/investors-shareholders/shareholders-area>
- Contact us:
 - By email: actionnaires.axway@axway.com