



Contact

Investor Relations: Patrick Gouffran
+33 (0)1 40 67 29 26 – pgouffran@axway.com

Successful completion of Axway Software's €61.9 million capital increase with preferential subscription rights

Paris, 18 July 2011 – The capital increase with preferential subscription rights launched on 28 June 2011 was a great success. The gross amount of the transaction amounted to €61.9 million and resulted in the issuance of 4,030,128 new shares.

A reminder of the objectives of the transaction

The capital increase primarily served to reimburse the current account advances that Sopra Group granted to Axway under a cash management agreement amounting to €60 million at 21 June 2011.

Subscription results

The operation was 2 times oversubscribed; total subscriptions amounted to approximately 8.3 million shares. 3,945,229 new shares were subscribed by irrevocable entitlement, representing approximately 98% of the new shares to be issued. Subscriptions subject to reduction related to 4,329,512 shares and will therefore only be partially allocated in the amount of 84,899 new shares.

Axway's principal shareholders (Sopra Group, Sopra GMT, Caravelle and Geninfo), which collectively hold 68.55% of the share capital and voting rights, subscribed subject to reduction equal to all of their rights, in accordance with their respective commitments.

In addition, Sopra GMT subscribed to the capital increase subject to reduction so that these commitments to subscribe by irrevocable entitlement and subject to reduction allow the capital increase to be carried out in full, in accordance with its commitments.

Upon completion of the transaction, Sopra GMT held 21.75% of Axway's share capital.

The clearing and settlement of the shares will occur on 19 July 2011. The admission to trading of the new shares on the NYSE Euronext regulated market in Paris is also planned for 19 July 2011, on the same listing as the existing shares (ISIN code: FR0011040500).

As of this date, Axway's share capital will therefore comprise 20,150,641 shares with a par value of 2 euros per share, representing a total of 40,301,282 euros.

Disclaimer

This document is a free translation into English of the original French press release. It is not a binding document. In the event of a conflict in interpretation, reference should be made to the French version, which is the authentic text.

This press release and the information it contains do not constitute an offer to the public, to sell or subscribe, nor a solicitation to buy or subscribe to Axway Software securities in the United States or in any other country. The rights and the shares referred to herein have not been, and will not be, registered under the Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements. This notice is issued pursuant to Rule 135(c) of the Securities Act of 1933, as amended.

The distribution of this press release in certain countries may be subject to the laws and regulations in force. Persons present in these countries and in which this press release is published, circulated or disseminated, should obtain information about such restrictions and comply with them. This press release may not be published, disseminated or distributed, directly or indirectly, in Australia, Canada or Japan.