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Press Release

**SIMPLIFIED PUBLIC TENDER OFFER**  
for the company's shares



made by



Presented by



**PRICE OF THE OFFER:** €5.97 per existing Systar SA share

**TERM OF THE OFFER:** 10 days of negotiation

**The offer timetable will be determined by the AMF**

This press release was prepared and disseminated by Axway Software SA in accordance with the provisions of Articles 231-27, paragraphs 1 and 2, and 231-28 I of the General Regulations of the French financial market authority (AMF).

In accordance with Article L. 621-8 of the French Monetary and Financial Code and Article 231-23 of its General Regulations, the AMF has - pursuant to its clearance decision for the simplified public tender offer dated May 27, 2014 - affixed its approval visa no. 14-233 dated May 27, 2014 on the offer document prepared by Axway Software S.A.

In accordance with the provisions of Article 231-28 I of the General Regulations of the AMF, information

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regarding the characteristics of Axway Software SA, in particular the legal, financial and accounting aspects of the company, was filed with the AMF and made available to the public on May 27, 2014.

The offer document and information regarding the characteristics of Axway Software SA, in particular the legal, financial and accounting aspects of the company, are published on the AMF website ([www.amf-france.org](http://www.amf-france.org)) and available free of charge at Bryan, Garnier & Co., 26 avenue des Champs Elysées, 75008 Paris, France, and at Axway Software SA, PAE Les Glaisins, 3 rue du Pré Faucon, 74940 Annecy-Le-Vieux, and also on the Axway Website: <http://www.finance.axway.com/library/financial-documents>.

**N.B.:** In accordance with Articles 237-14 et seq. of the General Regulations of the AMF, Axway Software SA intends to request AMF, within three months following the closing of the simplified public tender offer, to implement a squeeze-out procedure for Systar SA shares if the Systar SA shares not offered by minority shareholders do not represent more than 5% of the Systar SA share capital or voting rights, in exchange for compensation equal to the price of the simplified public tender offer, i.e. €5.97 per Systar SA share, it being specified that this squeeze-out procedure would immediately be followed by a request made to NYSE Euronext to delist Systar SA shares.

## Disclaimer

This document does not constitute and cannot be construed as a tender offer by Axway on the shares of Systar. In accordance with French law, the Offer documents setting out the terms and conditions of the Offer will be subject to review by the AMF.

This document is a summary 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 full French version of this press release, which is the authentic text.

## About Axway

Axway (NYSE Euronext: [AXW.PA](#)), a market leader in governing the flow of data, is a global software company with more than 11,000 public- and private-sector customers in 100 countries. For more than a decade, Axway has empowered leading organizations around the world with proven solutions that help manage business-critical interactions through the exchange of data flowing across the enterprise, among B2B communities, cloud and mobile devices. Our award-winning solutions span business-to-business integration, managed file transfer, API and identity management, and email security- offered on premise and in the Cloud with professional and managed services. Axway is registered in France with headquarters in the United States and offices in 19 countries.

More information is available at [www.axway.com](http://www.axway.com).