

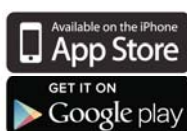
# 2015 REGISTRATION DOCUMENT

ANNUAL FINANCIAL REPORT



Website: [www.investors.axway.com/en](http://www.investors.axway.com/en)

Mobile Web App **Axway IR**



# AXWAY: **DIGITAL BUSINESS** ENABLEMENT

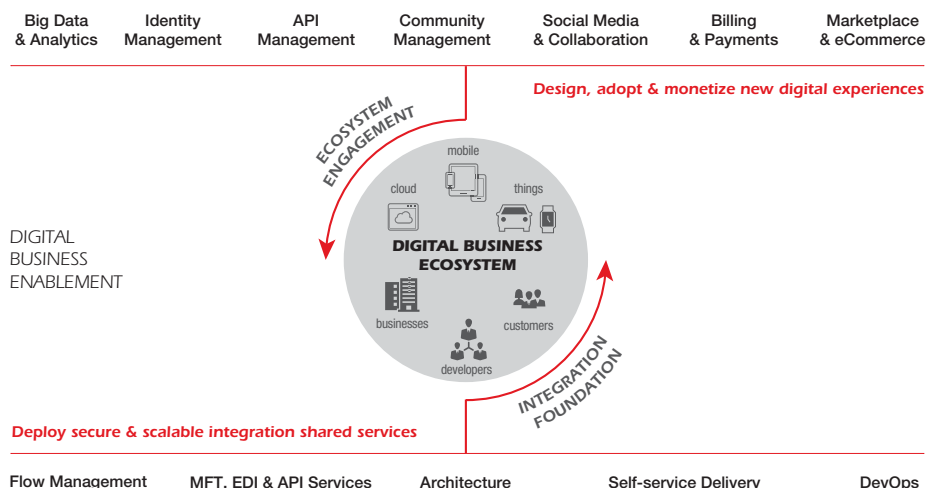
Digital offers continuous opportunities for growth, innovation and differentiation, with new business models and an improved client experience. It transforms the frontier of the information system into a system of commitment open to the business's entire ecosystem.

Based on its wide experience in governing the flow of data and its acknowledged position in middleware technology, Axway accompanies its clients in their digital transformation by connecting people, processes and things within their business ecosystem.

## BUSINESS SEGMENT

Axway (Euronext: AXW.PA) empowers more than 11,000 customers worldwide to collaborate smarter, innovate faster and engage better with their partners, developers and customers. From integration technology that securely connects people, processes and things to an engagement platform that enables API management, identity management, mobile app development and analytics, Axway solutions are enabling digital business. Axway is registered in France with headquarters in the United States.

*“Data flows are the foundation of the digital economy.”*



*« To stay competitive, every enterprise needs to deploy a digital strategy. Now more than ever, it is essential to provide an optimal customer experience and to innovate constantly while improving operational efficiency. »*

## AXWAY'S OFFER

### BI-MODAL APPROACH

#### Integration Foundation

- API Integration for IoT
- API Integration for Mobile
- API and EDI Integration for B2B
- Cloud Service Integration
- Managed File Transfer
- XML & SOA Services

#### Ecosystem Engagement

- Analytics
- API Management
- Community Management
- Identity Federation
- Identity Validation
- Mobile App Development

PRESENCE



STRATEGIC PILLARS

- ↳ INNOVATION TO ENABLE ITS CUSTOMERS TO BUILD AND GROW THEIR DIGITAL BUSINESS
- ↳ ORGANIC GROWTH AND TARGETED ACQUISITIONS
- ↳ DRIVEN BY A ROBUST CORPORATE CULTURE

*“Enabling the digital business of our customers by connecting people, processes, and things while governing data flows throughout their ecosystem.”*

MAIN AREAS OF APPLICATION

BANKING AND FINANCIAL SERVICES	HEALTHCARE SUPPLY CHAIN
AUTOMOTIVE SUPPLY CHAIN	PUBLIC SECTOR
MANUFACTURING AND RETAIL	TELECOMMUNICATIONS

HISTORY

- January 2016**  
Acquisition of **Appcelerator**, United States, mobile integration platform
- April 2014**  
Acquisition of **Systar**, provider of operational performance management software
- January 2014**  
Acquisition of the assets of **Information Gateway** in Australia
- September 2013**  
Acquisition of **SCI** in Brazil
- February 2013**  
Creation of the **Axway 5 Suite** global offer
- November 2012**  
Acquisition of **Vordel** (Ireland) and **API** solutions
- June 2011**  
IPO on the Euronext market in Paris
- September 2008**  
Acquisition of **Tumbleweed** in the North-American market
- September 2007**  
Development of the **Synchrony™** offer, a comprehensive B2B management platform
- February 2007**  
Acquisition of **Atos** B2B software business (Germany)
- January 2006**  
Acquisition of **Cyclone Commerce** in the United States. Relocation of Executive Management to Phoenix AZ
- April 2002**  
Acquisition of **Viewlocity** (United States)
- January 2001**  
Creation of **Sopra's** software infrastructure subsidiary, **Axway**

**Sopra (Rules of the Game, CFT, Interpel)**

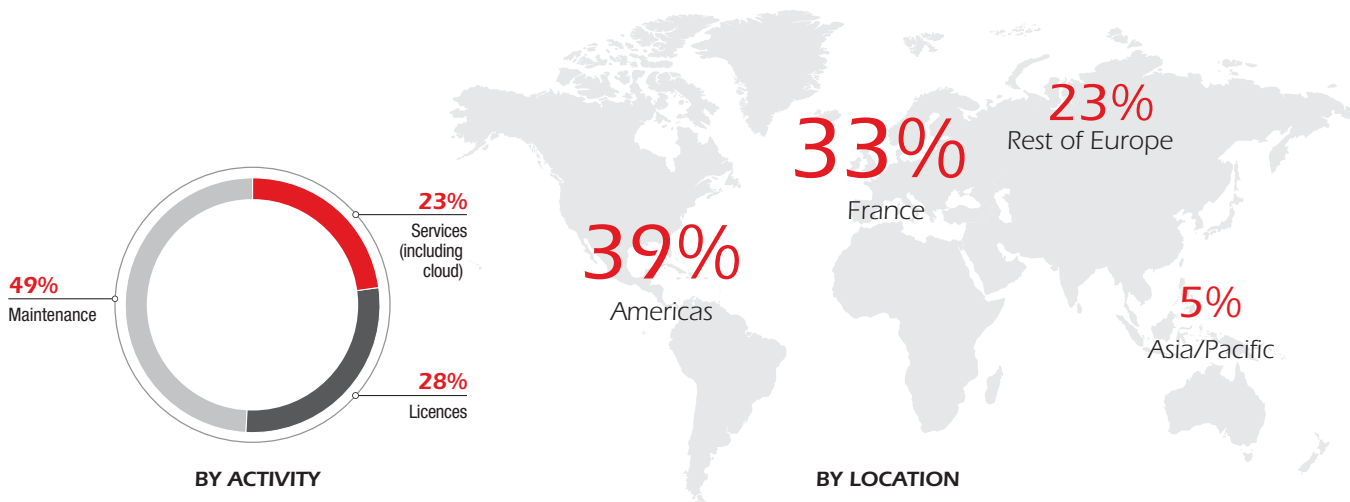
This information is detailed in various chapters of the Registration Document.

A business model with a balance between licence, maintenance and services revenue, and geographical areas.

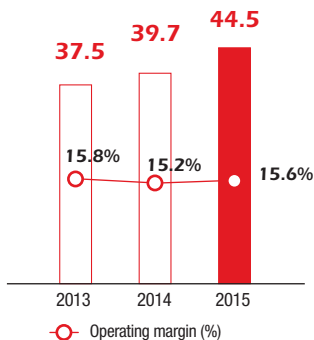
**REVENUE**



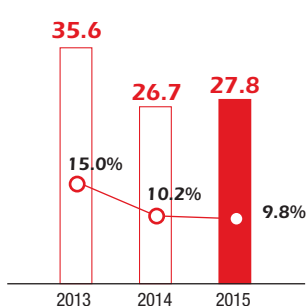
**BREAKDOWN OF REVENUE**



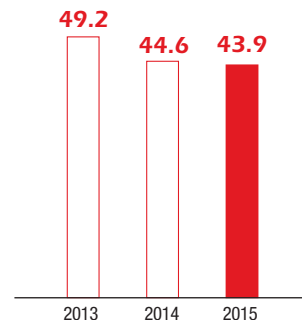
**OPERATING PROFIT ON BUSINESS ACTIVITY**  
(in millions of euros)



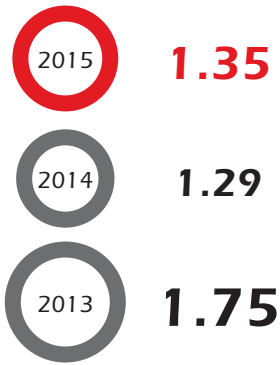
**NET PROFIT**  
(in millions of euros)



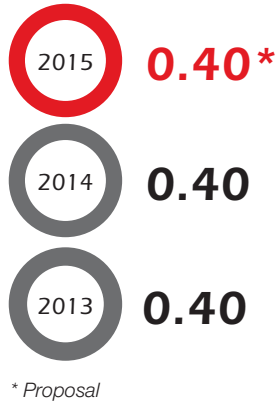
**CASH**  
(in millions of euros)



**BASIC EARNINGS PER SHARE**  
(in euros)



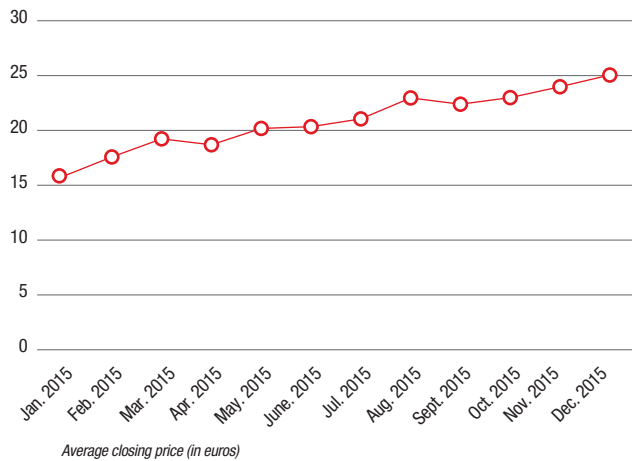
**NET DIVIDEND PER SHARE**  
(in euros)



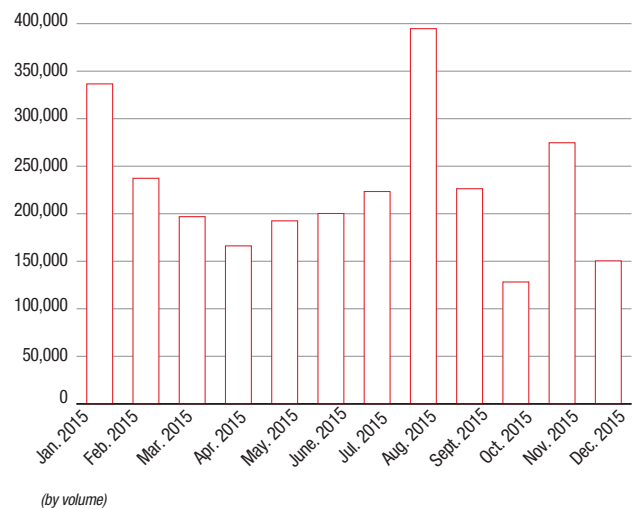
**STOCK MARKET**

Axway has been listed on Compartment B of Paris Euronext since June 2011.

**SHARE PRICE**



**MONTHLY TRADING VOLUME**



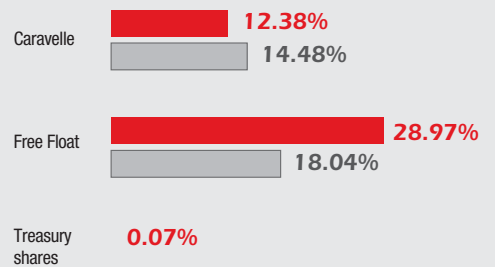
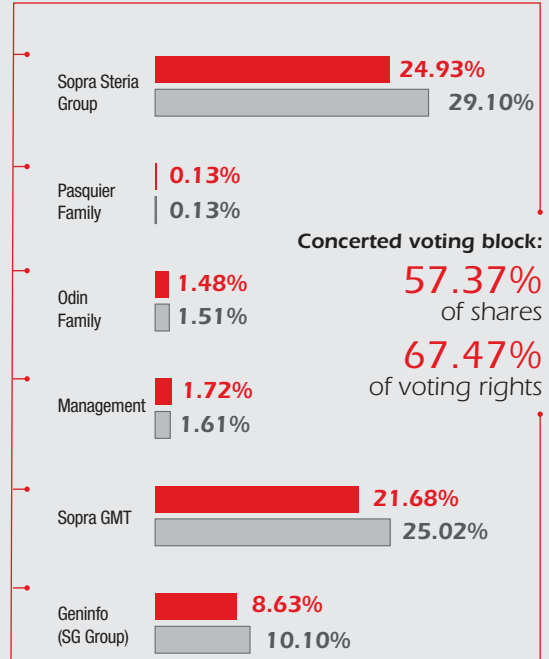
This information is detailed in various chapters of the Registration Document.

**OWNERSHIP STRUCTURE**

**BREAKDOWN OF SHARE CAPITAL**  
at 31 December 2015

↳ 20,773,916 shares owned

↳ 35,538,163 voting rights

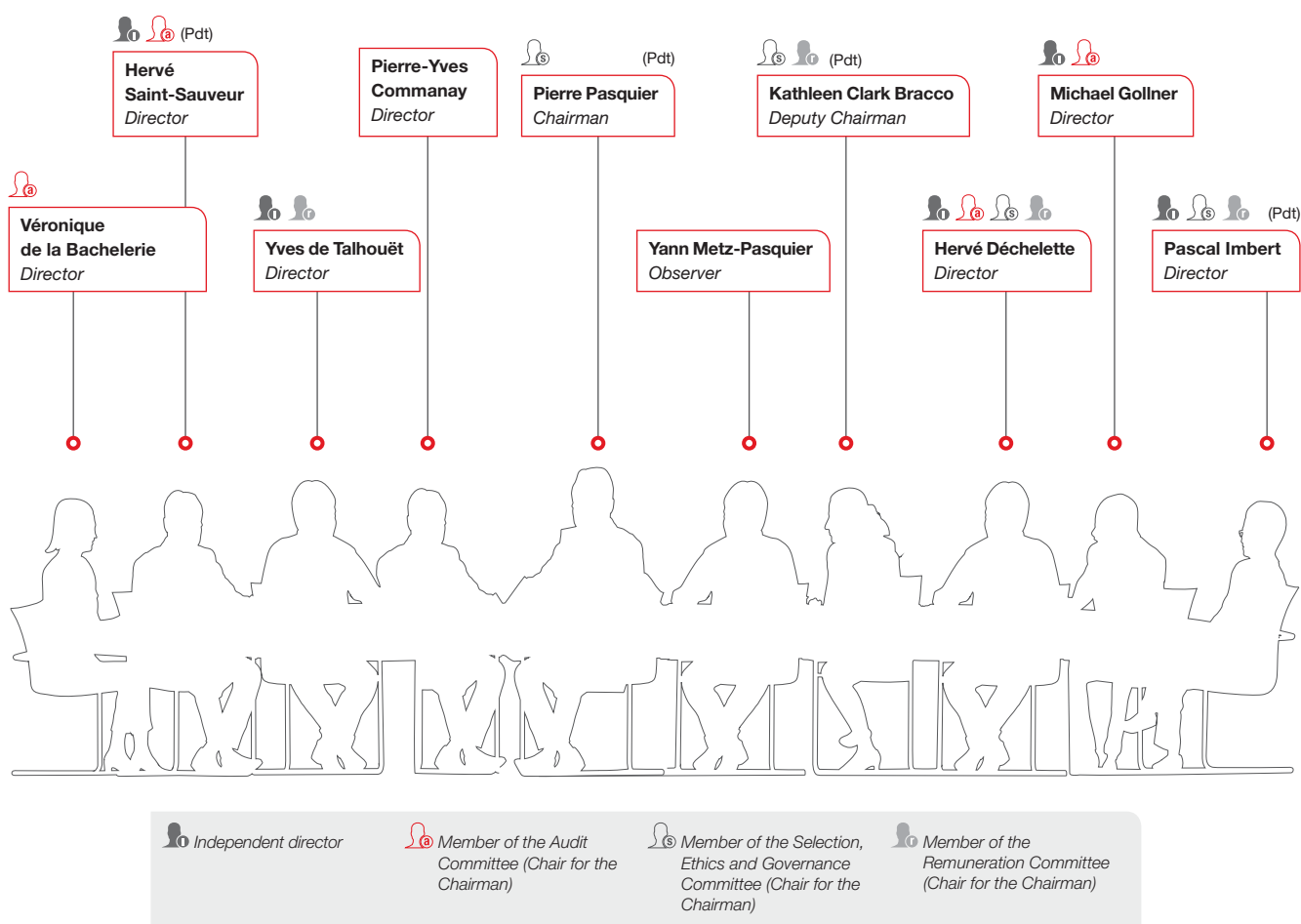


■ Share ownership (%)    ■ Voting rights (%)

# GOVERNANCE BASED ON **BEST PRACTICES**

Axway follows the Middlednext Code of Corporate Governance. It has chosen for its governance structure to separate the offices of Chairman of the Board of Directors and CEO.

## BOARD OF DIRECTORS



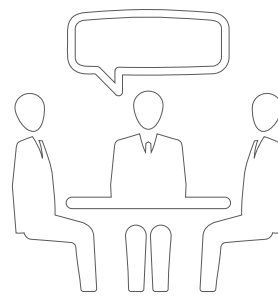
2016 General Meeting: proposed appointment of two new directors.



**56%**  
independent directors



**22%**  
women



**6**  
meetings in 2015  
**96%**  
attendance rate

This information is detailed in various chapters of the Registration Document.

 **AUDIT COMMITTEE**

- Four members with in-depth knowledge of economics and of Axway's industry
- Audits the annual and half-yearly financial statements
- Supervises the internal control and management system
- Monitors the Statutory Auditors' statutory audit

**4**  
meetings in 2015

 **SELECTION, ETHICS AND GOVERNANCE COMMITTEE**

- Makes proposals for the appointment of directors and corporate officers
- Assesses the Board of Directors and the operation of corporate governance
- Verifies the application of good governance rules

**3**  
meetings in 2015

 **REMUNERATION COMMITTEE**

- Proposes fixed and variable compensation
- Verifies the application of compensation rules
- Checks information quality

**5**  
meetings in 2015



**CHAIRMAN OF THE BOARD OF DIRECTORS**

**Pierre Pasquier** has been Chairman of Axway's Board of Directors since December 2001.

In 1968 he co-founded Sopra Group SA, the Company that created Axway, which is now one of France's leading consulting and systems and solutions integration companies and which became Sopra Steria in 2014. He is a graduate of the University of Rennes (Mathematics, 1962).



**CHIEF EXECUTIVE OFFICER**

**Jean-Marc Lazzari**, joined Axway in June 2015 as Chief Executive Officer.

Aged 54, he has held the positions of Deputy Chairman of IBM Business Consulting Services EMEA West Region (1995-2005), General Manager of Unisys (2005-2008), Chairman of CGI/Logica France (2008-2013), Executive Vice-President of SFR (2013-2014) and adviser to the Chairman of Sopra GMT. Between 1986 and 1995, he managed LPL, an auditing and consulting firm working with major international companies, and co-founded VIG IT, a software company operating in the middleware segment.

He is assisted by Axway's 10-person Executive Committee, which manages operational and functional activity.



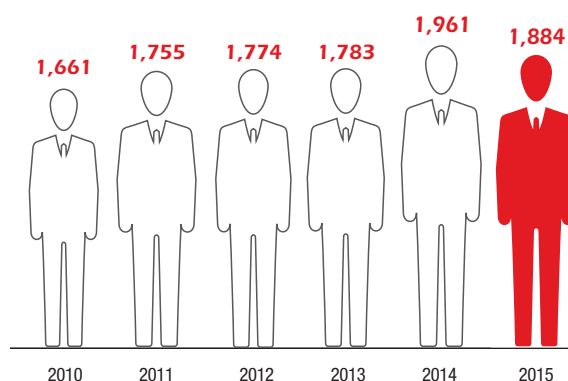
# A GLOBAL **CORPORATE CULTURE** FOCUSED ON VALUES AND STRIVING FOR EXCELLENCE

Innovative, Axway's strength resides in its capacity to innovate, listen to its clients and respect its values, as they are embodied by its employees.

## WE ARE AXWAY

- TEAM FOCUS**
- INTEGRITY**
- PASSION FOR THE CUSTOMER EXPERIENCE**
- EXPERTISE AND EXCELLENCE**
- EMPOWERMENT AND ACCOUNTABILITY**
- INDIVIDUAL ANNUAL APPRAISAL MEETINGS FOR ALL EMPLOYEES**

## CHANGES TO WORKFORCE



**41 years**  
old on average

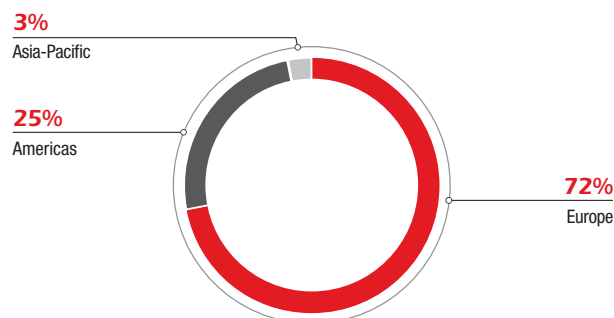


**25%**  
women



**273**  
new employees  
(57% Europe -  
35% North America)

## BREAKDOWN OF WORKFORCE BY LOCATION



This information is detailed in various chapters of the Registration Document.



## AXWAY UNIVERSITY

This component of the training service implements plans to develop skills and share knowledge, notably to:

- assist employees with changes in Axway's offering by improving sales and technical training;
- promote the motivation of employees in the areas of management and personal development;
- improve the way teams based in different locations and operating in an intercultural context work within a matrix organisation;
- develop the transfer of expertise and encourage the taking-on of new responsibilities.

« *Maintain and transmit expertise* »

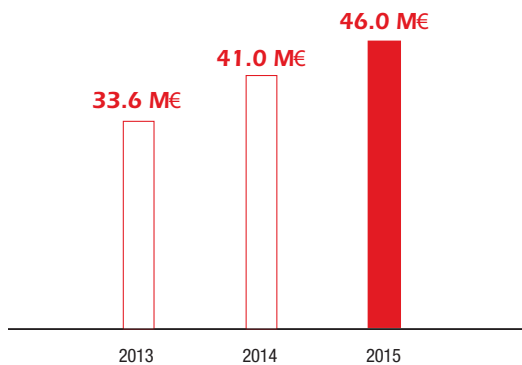
**15,000**  
hours of training

**90%**  
of employees trained

**1,884**  
employees worldwide

Close partnerships with universities and engineering schools  
 Social commitment and involvement through actions in several of the countries where Axway operates  
 Multicultural teams at work, with 17 countries represented

## REGULAR EFFORTS IN RESEARCH AND DEVELOPMENT ACROSS THE ENTIRE SOFTWARE PORTFOLIO



**16.6%**  
of revenue

**88** patents filed and

**14** in the filing process

## CORPORATE SOCIAL RESPONSIBILITY

**90%**  
virtual servers



Virtualisation of IT infrastructure



Rigorous management of the "physical" server fleet to minimise energy consumption



Optimisation of hardware life and recycling at end of life



Videoconferencing and preference for less polluting means of transport



Employee awareness-raising through the guide to eco-friendly behaviours, published and distributed in 2009



Switch to paperless documents



One e-mail = e-mail. Axway asks registered shareholders to provide their email address so as to allow General Meeting documents to be sent by e-mail. In exchange, Axway helps plant a tree for each e-mail address provided.



The courage of employees' societal initiatives: within the Group's teams, 50 employees took part in responsible initiatives in 2015.



Axway has decided to reinforce its eco-responsible approach for its suppliers and subcontractors by taking part in and endorsing the EcoVadis label.



Website: [www.investors.axway.com/en](http://www.investors.axway.com/en)

Mobile Web App **Axway IR**



**AXWAY**

France

26, Rue des Pavillons

92807 Puteaux Cedex

P: +33 (0) 1.47.17.24.24

F: +33 (0) 1.47.17.22.23

USA

6811 E. Mayo Boulevard, Suite 400

Phoenix, Arizona 85054

P: +1.480.627.1800

F: +1.480.627.1801

[www.axway.com](http://www.axway.com)