

pluxee

Annual
General Meeting

December 18, 2024





Opening Remarks

Didier Michaud-Daniel
Executive Chair
of the Board of Directors



An **exceptional** year



Outstanding
performance
in Fiscal 2024
exceeding
all business
and financial
objectives

Board **composition**



Independent Directors:



Didier Michaud-Daniel
Executive Chair



Sophie Bellon
Audit Committee



Nathalie Bellon-Szabo
Nomination & Remuneration Committee



François-Xavier Bellon
Nomination & Remuneration Committee



Laszlo Szabo
Audit Committee



Guillaume Boutin
Lead Director
Audit Committee; Nomination & Remuneration Committee



Bénédicte Chrétien
Chair of the Nomination & Remuneration Committee



Arnaud Loiseau
Nomination & Remuneration Committee



Michel-Alain Proch
Chair of the Audit Committee



Bénédicte de Raphélis Soissan
Audit Committee

Board of Directors

Core Skills

General Management

International

Sustainability

Governance

Payments

Entrepreneurship

Finance/M&A

Human Resources

Technology Digital/Data

Cyber

Marketing & Sales





Agenda

Béatrice Bihr

Chief Legal Officer & Group General Counsel, Secretary for the Annual General Meeting



Annual General Meeting 2024

Agenda

Opening Remarks

Didier Michaud-Daniel — Executive Chair of the Board of Directors

Agenda

Beatrice Bihr — Chief Legal Officer & Group General Counsel

Fiscal 2024 Highlights and Outlook

Aurélien Sonet — Chief Executive Officer

Fiscal 2024 Financial Performance

Stéphane Lhopiteau — Chief Financial Officer

Word from the External Auditor

Feico van der Ploeg — PricewaterhouseCoopers Accountants N.V.

Presentation of the Resolutions

Béatrice Bihr — Chief Legal Officer and Group General Counsel
Secretary for Annual General Meeting

Questions & Answers

Vote of the Resolutions

Beatrice Bihr - Chief Legal Officer & Group General Counsel

Agenda of Resolutions



- | | |
|---|--|
| 2 Annual Report for the fiscal year 2024 | 2a — Report of the Board for the fiscal year 2024 (<i>non-voting item</i>)
2b — Remuneration report for the fiscal year 2024 (<i>advisory voting item</i>)
2c — Annual accounts for the fiscal year 2024 (<i>voting item</i>) |
| 3 Dividend | 3a — Presentation of the dividend policy (<i>non-voting item</i>)
3b — Adoption of the dividend proposal (<i>voting item</i>) |
| 4 Discharge of liability of members of the Board | 4a — Discharge of the Executive Directors in respect of the performance of their duties during the fiscal year 2024 (<i>voting item</i>)
4b — Discharge of the Non-Executive Directors in respect of the performance of their duties during the fiscal year 2024 (<i>voting item</i>) |
| 5 Authorization to the Board as the competent body to repurchase shares (<i>voting item</i>) | |
| 6 Renewal of the term of office of the statutory auditor for the fiscal year 2025 (<i>voting item</i>) | |



Fiscal 2024 Highlights & Outlook

Aurélien Sonet
Chief Executive Officer



A year rich in **milestones** with successful delivery across all dimensions



Sep. 2023 –
Jan. 2024

Pluxee
rebranding

Governance at
Board and ExCom
level revealed

Capital Markets Day
and EU prospectus
filed with the Dutch
Authority for the
Financial Markets
(AFM)



Feb. – Mar
2024

Listing of Pluxee
on Euronext Paris
following spin-off
from Sodexo Group

€1.1bn refinancing
through inaugural
bond issuance

ExCom strengthened
and enhanced
geographic
governance



April
2024

First successful
H1 results released
as a standalone
company

Objectives
upgraded for
Fiscal 2024
for Organic
revenue growth
and Recurring
EBITDA margin



June
2024

Completion of the
strategic
partnership with
Santander
in Brazil



Agreement to
acquire **Cobee**,
an Employee benefit
digital-native player



July
2024

Objective
upgraded for
**Organic revenue
growth** for the
2nd time in the
year



Fiscal
2024

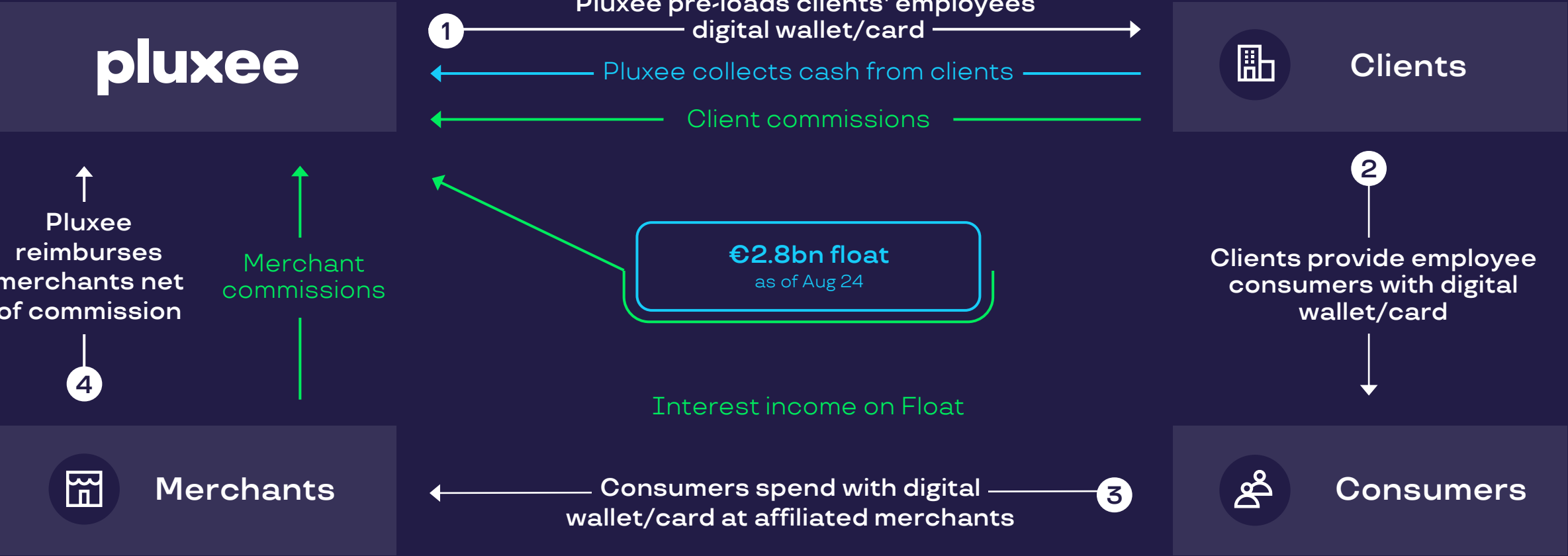
Exceeding
all our **business
and financial
objectives** in
Fiscal 2024

NOTE:

Completion of the Cobee acquisition on September 27, 2024.

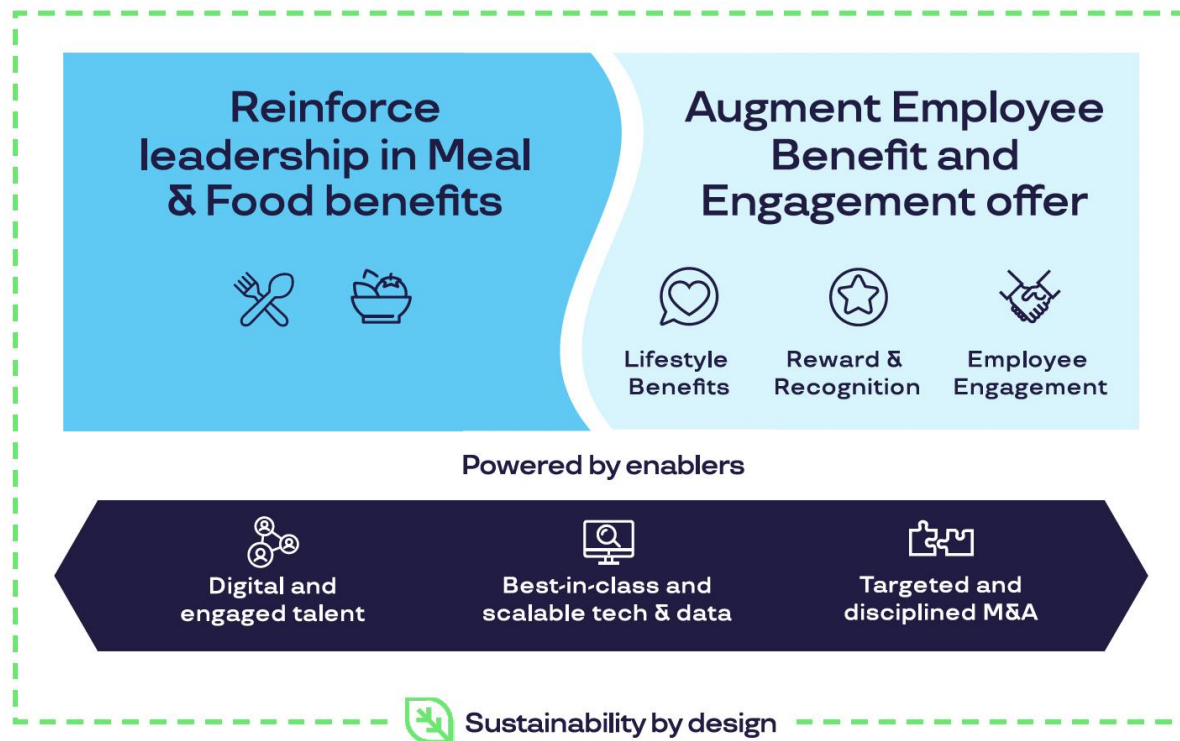
Highly cash generative

Scalable business model



SOURCE:
Company information as of Fiscal Year 2024

Ambitious strategic roadmap driven by **six key initiatives**



- 1 Elevate benefit offering**
Address evolving client and consumer needs
- 2 Expand merchant engagement**
Reinforce win-win partnership
- 3 Scale up existing presence**
Address untapped opportunities in Engagement and Reward & Recognition
- 4 Acquire new clients**
With focus on small and medium enterprises, through segmented sales and marketing strategy
- 5 Unlock full client potential**
From existing clients through upselling and cross-selling
- 6 Drive profitability**
Pursue efficiency gains and benefit from operating leverage

A year of **continued progress** on **Pluxee's ESG** journey



Be a trusted partner

Anchor business integrity and transparency while protecting data of all stakeholders

Employees trained in Responsible Business conduct⁽¹⁾

FY 2024 = **99.6%** → FY 2026 > **99%**



Toward individuals

Improve people's well-being and promote inclusion to contribute to engagement

Women in Leadership Positions⁽²⁾

FY 2024 = **39.9%** → FY 2026 = at least **42%**



Local communities

Support development of local communities and vulnerable populations

Business volume reimbursed benefiting small & medium merchants

FY 2024 = **€6.2bn** → FY 2026 = **€8bn**



Environment

Contribute to a positive environmental impact as part of the Group's Net-Zero trajectory

Scope 1 & 2 Carbon emissions reduction vs. 2017⁽³⁾

FY 2024 = **-50%** → FY 2035 = **Net-Zero**

NOTE:

⁽¹⁾ Only qualified employees: Sexual harassment, anti-corruption/anti-bribery, data privacy. Conflict of Interest for Senior Leaders. / ⁽²⁾ Across all countries. / ⁽³⁾ Indirect emissions relative to Scope 3 registered an exceptional increase explained by the Spin-off and rebranding efforts.

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Continue
to **deliver**
successfully
on our strategic
initiatives

NOTE:
Excluding Public benefits and presented at constant rates

	Fiscal 2024 achievements	Reminder Medium-term business targets
Strong development momentum well above target	<div>€1.6bn</div> <div>Development among new clients in annualized business volume issued</div>	<div>€1.3bn+ annually</div> <div>Fiscal 24 - 26</div>
Proven capacity to realize full potential of client portfolio	<div>Above 103%</div> <div>Net retention rate in business volume issued</div>	<div>Above 100%</div> <div>by Fiscal 2026</div>
Efficient portfolio management leading to additional increase in average face value	<div>€1.3bn</div> <div>Incremental business volume issued from increase in average face value contributing to Net retention</div>	<div>€3bn+ cumulative</div> <div>Fiscal 24 - 26</div>

Creating value for our highly interconnected B2B2C



+1.7m Merchants

Beyond a traffic booster,
a valued business partner



+500k Clients

Beyond a generalist benefit
provider, a tech-enabled HR partner



+36m Consumers

Beyond a transaction enabler, an
enhancer of employee experience

INDIA – Strong engagement with merchants



Offering a **one stop payment solution** combining a point-of-sale system (POS) and one single QR code for all types of transactions

60% merchants
choosing at least 2 Pluxee solutions

FRANCE – Meeting evolving client needs



Deployment of a **dedicated meal benefit program** to French security forces during the Olympic & Paralympic games

50% new clients
equipped

BRAZIL – Leading multi-benefit approach



Increasing **freedom of choice** for more than 330,000 consumers benefiting from a comprehensive multi-benefit offer⁽¹⁾

50% new clients
equipped

Fiscal 2024 **performance** **exceeding** financial objectives

Total revenues

€1,210m

+18.6% organic growth
-3.9% currency impact

Fiscal 2024 financial objective

Low double-digit growth
revised twice up to **c. +18%**

Recurring EBITDA

€430m

+24.8% organic growth
36.4% Recurring EBITDA
margin on an organic basis⁽¹⁾

Fiscal 2024 financial objective

At least stable at 34.5% including standalone
costs revised up to **at least 35.0%**

Recurring Free cash flow

€379m

88% Recurring Cash
conversion rate⁽²⁾

Fiscal 2024 financial objective

Above 70%
on average over Fiscal 2024-2026

NOTE:

Fiscal year ending August 31, 2024 / ⁽¹⁾ 35.6% at current rates / ⁽²⁾ Ratio of Recurring Free Cash Flow on Recurring EBITDA.

Enhanced shareholder **dividend distribution**



Net Profit

attributable to equity holders of the parent

€133m

+64.2% variation
vs. Fiscal 2023

Adjusted Net Profit⁽¹⁾

attributable to equity holders of the parent

€203m

€1.39 Adjusted Basic
Earnings per share

Proposed dividend per share⁽²⁾

€0.35




25% Dividend payout ratio
based on Adjusted Net Profit⁽¹⁾
Expected dividend distribution
on December 24, 2024

NOTE:

Fiscal year ending August 31, 2024 / ⁽¹⁾Adjusted net profit serves as the basis for calculating dividend payout ratio. Adjusted net profit consists of Net profit attributable to equity holders of the parent restated for the impact of items recognized in Other operating income and expenses, net of income tax and non-controlling interest. / ⁽²⁾ Conditional on the approval of the shareholders at the Annual Shareholders' Meeting to be held on December 18, 2024.

Upgraded Fiscal 2025 & 2026 financial objectives



	Initial objectives at CMD	Fiscal 2024 achievements	Upgraded Fiscal 2025 and 2026 financial objectives
Organic revenue growth	Low double-digit per year	+18.6%	 <p>Low double-digit confirmed per year based on a higher Fiscal 2024 revenue base</p> <p>Including expected slight organic growth in Float revenue year-on-year⁽²⁾</p>
Recurring EBITDA margin	+250 bps 3-year organic margin expansion by Fiscal 2026 ⁽¹⁾	+183bps ⁽¹⁾	 <p>+75bps margin expansion expected in each of Fiscal 2025 and 2026⁽³⁾</p> <p>Implying delivery of the CMD target one year ahead of plan</p>
Recurring cash conversion rate	Above 70% on average over Fiscal 2024-2026	88%	 <p>Above 75% Recurring cash conversion rate on average over Fiscal 2024-2026</p>

NOTE:

Fiscal 2025 and 2026 financial objectives include the synergies to be generated through the deployment of the partnership with Santander and the integration of the Cobee acquisition.

⁽¹⁾ At Fiscal 2023 constant rates / ⁽²⁾ Based on latest available forward curves at the time of the release / ⁽³⁾ At Fiscal 2024 constant rates

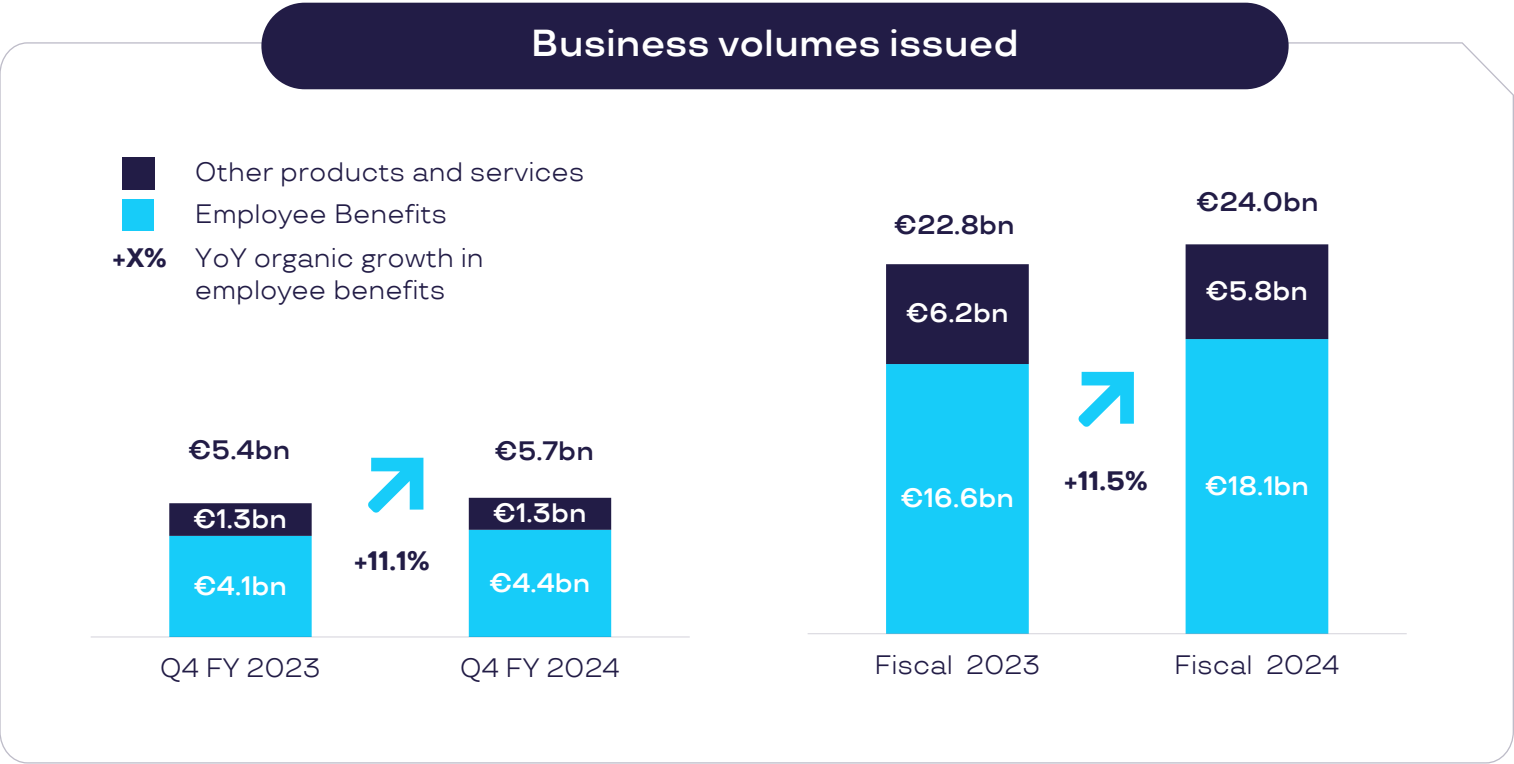


Fiscal 2024 Financial Performance

Stéphane Lhopiteau
Chief Financial Officer



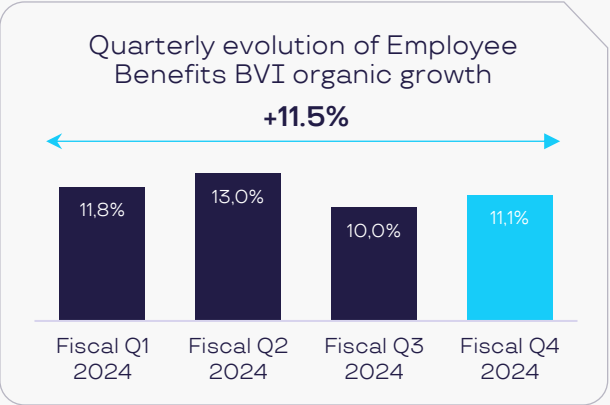
Employee Benefits boosting business volumes growth



NOTE:
Fiscal year ending August 31, 2024

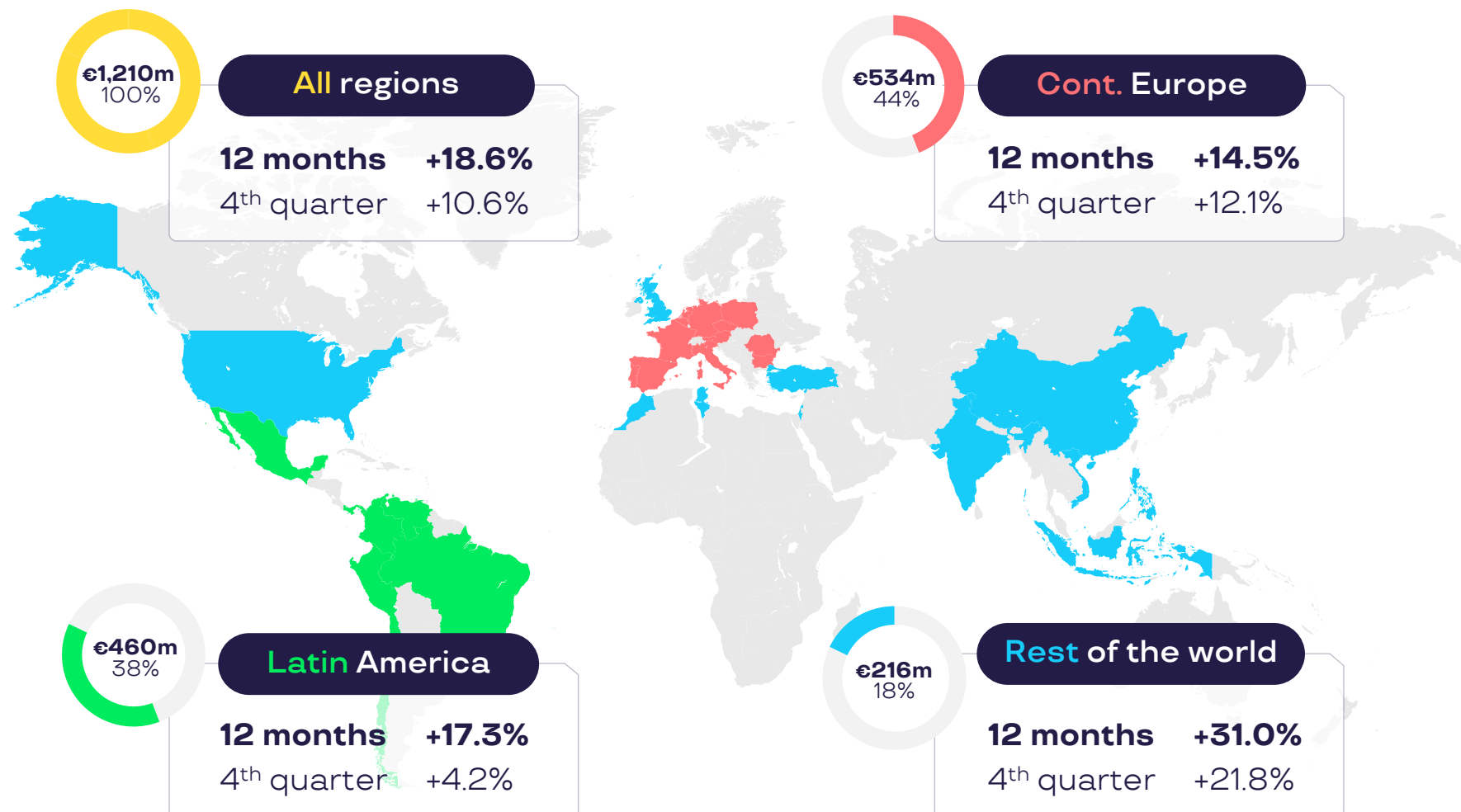
- Sustained double-digit growth in Employee benefits business volumes in Fiscal 2024 incl. Q4

+€1.5bn in Employee Benefits business volume, fuelled by **strong commercial dynamics across all regions**



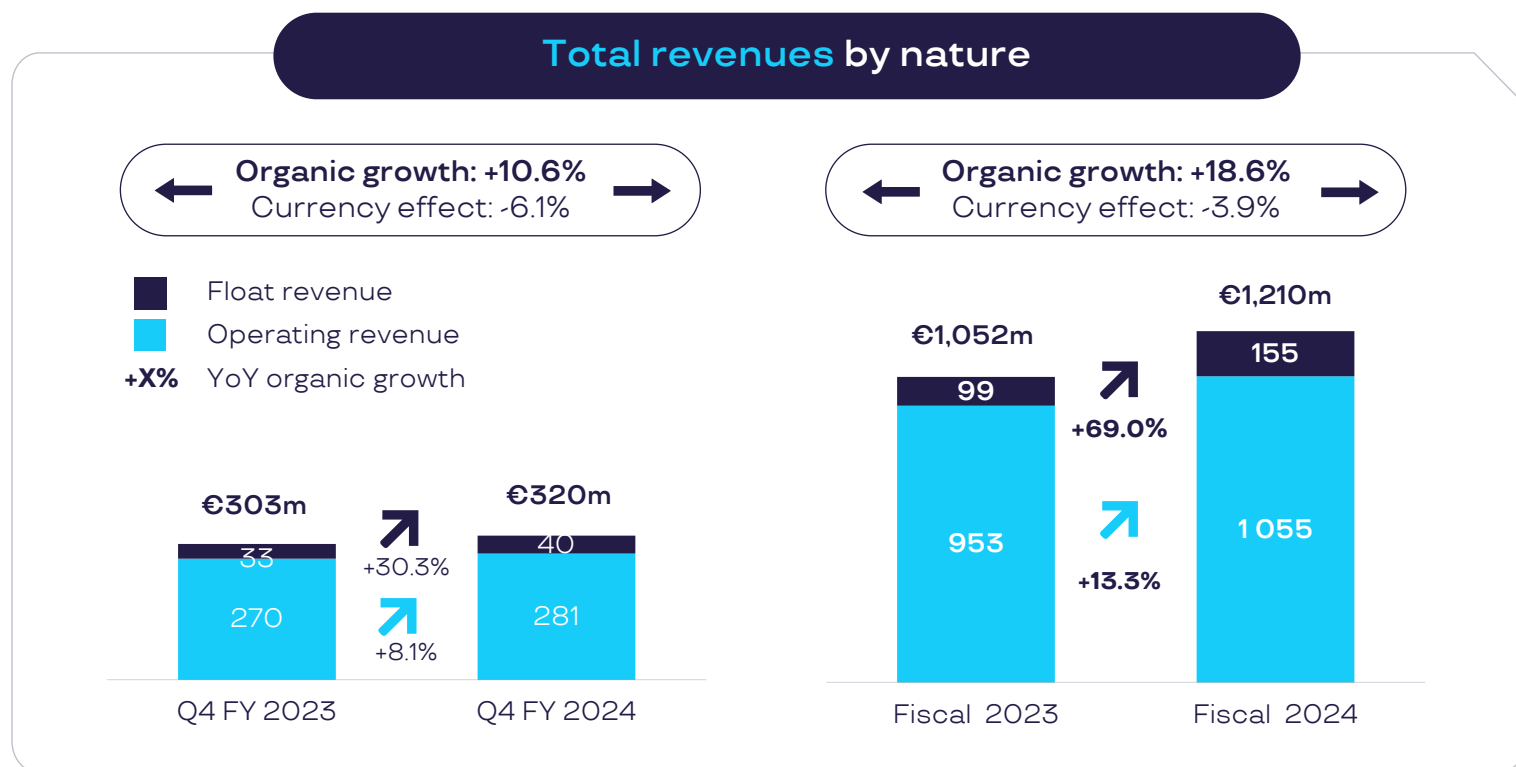
- Other products and services reflecting one-off effects in Public benefits

+18.6% Organic revenue growth driven by **all regions**



- Sustained performance reflecting strong business dynamics across regions
- Double-digit Organic revenue growth delivered across all regions in Fiscal 2024
- Strong underlying business trends continued in Q4, partly offset by the well-flagged base effects in Latin America

Outstanding level of Organic revenue growth in Fiscal 2024



- Fiscal 2024 Organic revenue growth significantly above initial low double-digit objective⁽¹⁾
- Operating revenue performance driven by Employee benefit activity, i.e. +16.7% organic growth
- Significant upward business trends supported by macro tailwinds driving up average face value and Float revenue

NOTE:

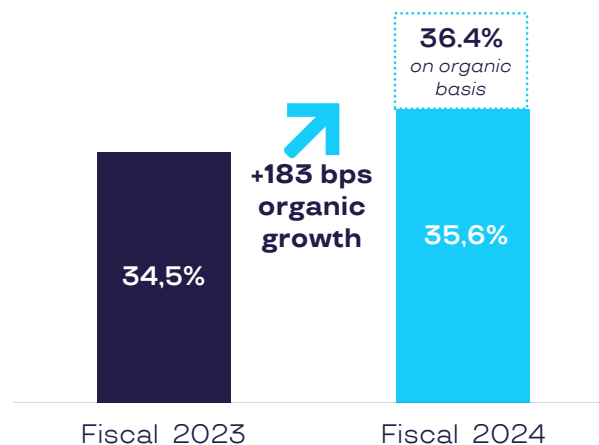
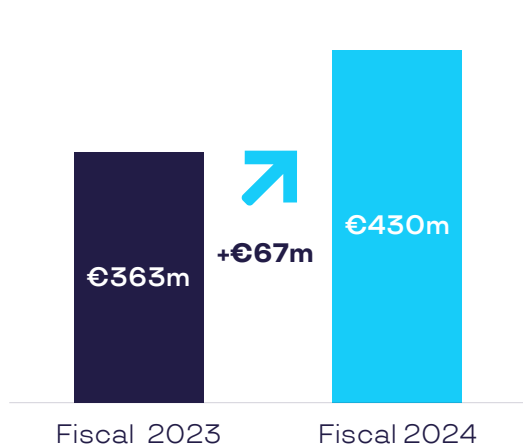
⁽¹⁾Announced at Capital markets day in January 2024

Strong increase in Recurring EBITDA

Recurring EBITDA and Recurring EBITDA margin ramping up

← +24.8% organic growth
+18.5% total growth →

← +183bps organically
+105bps at current rates →



- Recurring EBITDA growing +24.8% organically while absorbing new standalone costs

+183bps organic improvement in Recurring EBITDA margin driven by:

- Steady growth in Operating revenue in all regions
- Positive contribution of Float revenue
- Operational leverage and efficiency gains, visible especially in H2 Fiscal 2024



Strong increase in **Net profit** and **Cash** **generation**

Net Profit
attributable
to equity holders
of the parent

€133m
€203m Adjusted

+64.2%
variation
vs. Fiscal 2023

**Recurring
Free cash
flow**

€379m

€289m
in Fiscal 2023
excluding one-off⁽¹⁾

**Cash
conversion
rate**

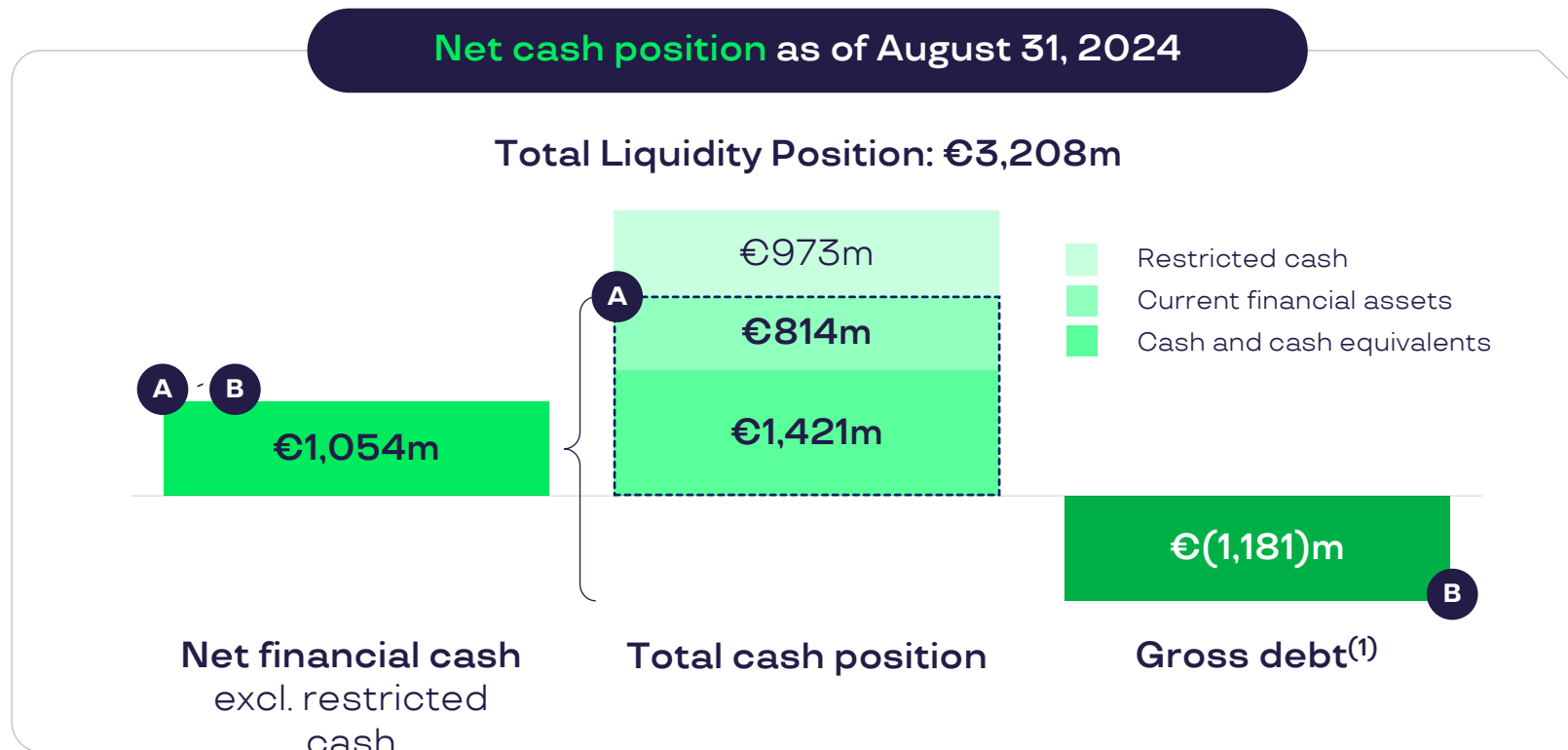
88%

80%
in Fiscal 2023
excluding one-off⁽¹⁾

NOTE:

⁽¹⁾ Change in working capital in Fiscal 2023 including impact from the evolution in regulation in Brazil for 191 million euros

Secured capital structure and **financial profile**



NOTE:

⁽¹⁾ Including (i) €1.1bn of bonds issued on March 4, 2024, (ii) €63m of lease liabilities and (iii) €6m of bank overdrafts

- Net financial cash position of €1,054m as of Aug. 31, 2024

- +€195m improvement mainly reflecting solid cash flow generation

- Solid balance sheet consisting of:

- €3,203m total liquidity position including €973m of Restricted cash
- €1.1bn gross debt consisting of €1.1bn refinancing through inaugural bond issuance
- Investment grade with a BBB+ rating & a stable outlook from S&P

Clear **capital allocation** framework



Targeted and financially disciplined approach to growth strategy

1

Continue to invest for growth

- **Average annual capital expenditure** of **c.10%** of total revenues to support strategic growth initiatives
- Tech and data to remain a significant focus
- Capital expenditure efficiency as a key area of focus

2

Targeted & well-executed M&A

- **Focus on adding business volume, broadening offerings and enriching tech capabilities**
- Leverage dedicated and well-experienced M&A team
- Integrate highly skilled people fitting with Pluxee's culture and vision
- Realize synergies thanks to robust integration execution

3

Attractive shareholders' return

- **€0.35 proposed dividend per ordinary share⁽¹⁾** corresponding to a 25% dividend payout based on the **Adjusted Net Profit⁽²⁾** in Fiscal 2024
- **Regular review of shareholder returns** based on unfolding of M&A pipeline while preserving strong investment grade rating

NOTE:

Fiscal year ending August 31, 2024 / ⁽¹⁾ Conditional on the approval by the Board of Directors during Annual Shareholders' Meeting held on December 18, 2024 / ⁽²⁾ Adjusted net profit consisting of Net profit attributable to Group equity holders restated for the impact of items recognized in Other operating income and expenses, net of related income tax and related non-controlling interests share.



Pluxee's profitable growth story continues



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External Auditor

Feico Van Der Ploeg
PricewaterhouseCoopers
Accountants N.V.

Pluxee N.V. Audit Fiscal 2024

Presentation to Shareholders



Conclusion

- Unqualified audit opinion on Pluxee's Fiscal 2024 consolidated & company financial statements



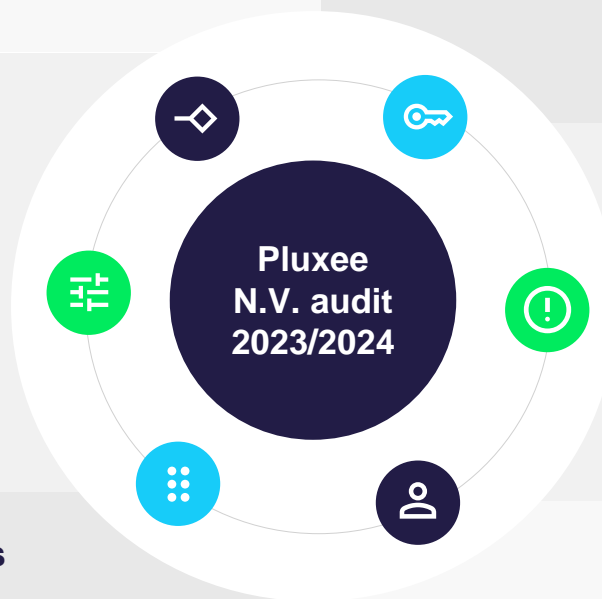
Set-up of the Pluxee audit

- Combined PwC group audit team
- Materiality: € 14 million
- Scope of the audit: 11 locations
- Coverage: 75% of revenues, 74% of total assets, 79% of profit before tax
- Involvement in local country audits



Limited assurance 9 ESG indicators

- Provided a limited assurance report on 9 defined ESG indicators
- CSRD is not yet applicable for Pluxee for Fiscal 2024



Key Audit matters

- Measurement of the recoverable amount of goodwill
- Revenue recognition
- Presentation of recurring operating profit in the consolidated income statement



Approach to fraud risks

- Evaluation of design of internal controls.
- 2 specific fraud risks considered (mandatory based on auditing standards):
 - Management override of controls
 - Risk of fraud in revenue recognition
- No indications of fraud



Auditor independence

- Actively monitored by group auditor
- Approval required by both group management and group auditor
- Periodic reporting to the audit committee

External Auditor
PricewaterhouseCoopers
Accountants N.V.

Questions & Answers



Remuneration report for the Fiscal 2024



Provides an overview of the remuneration of the members of the Board of Directors for fiscal 2024



Outlines

- Main elements of Pluxee's remuneration policy
- Implementation of this policy for the past year



No changes to the remuneration policy are being proposed for this General Meeting.



Pluxee will continue to benchmark its Board remuneration policy



The Fiscal 2024 Remuneration Report is submitted for an **advisory vote** in the General Meeting

Agenda of **General Meeting**



- | | |
|---|--|
| 2 Annual Report for the fiscal year 2024 | 2a — Report of the Board for the fiscal year 2024 (<i>non-voting item</i>)
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| 5 Authorization to the Board as the competent body to repurchase shares (<i>voting item</i>) | |
| 6 Renewal of the term of office of the statutory auditor for the fiscal year 2025 (<i>voting item</i>) | |

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Questions & Answers



Vote of the Resolutions

Voting device instructions

01

Smart Card

The card must be properly inserted for the device to function

02

To vote

Once the vote is open, simply press the button of your choice

- ① For
- ② Against
- ③ Abstain

03

« Received » notification

If you have this message on the device's screen: **your vote has been cast.**

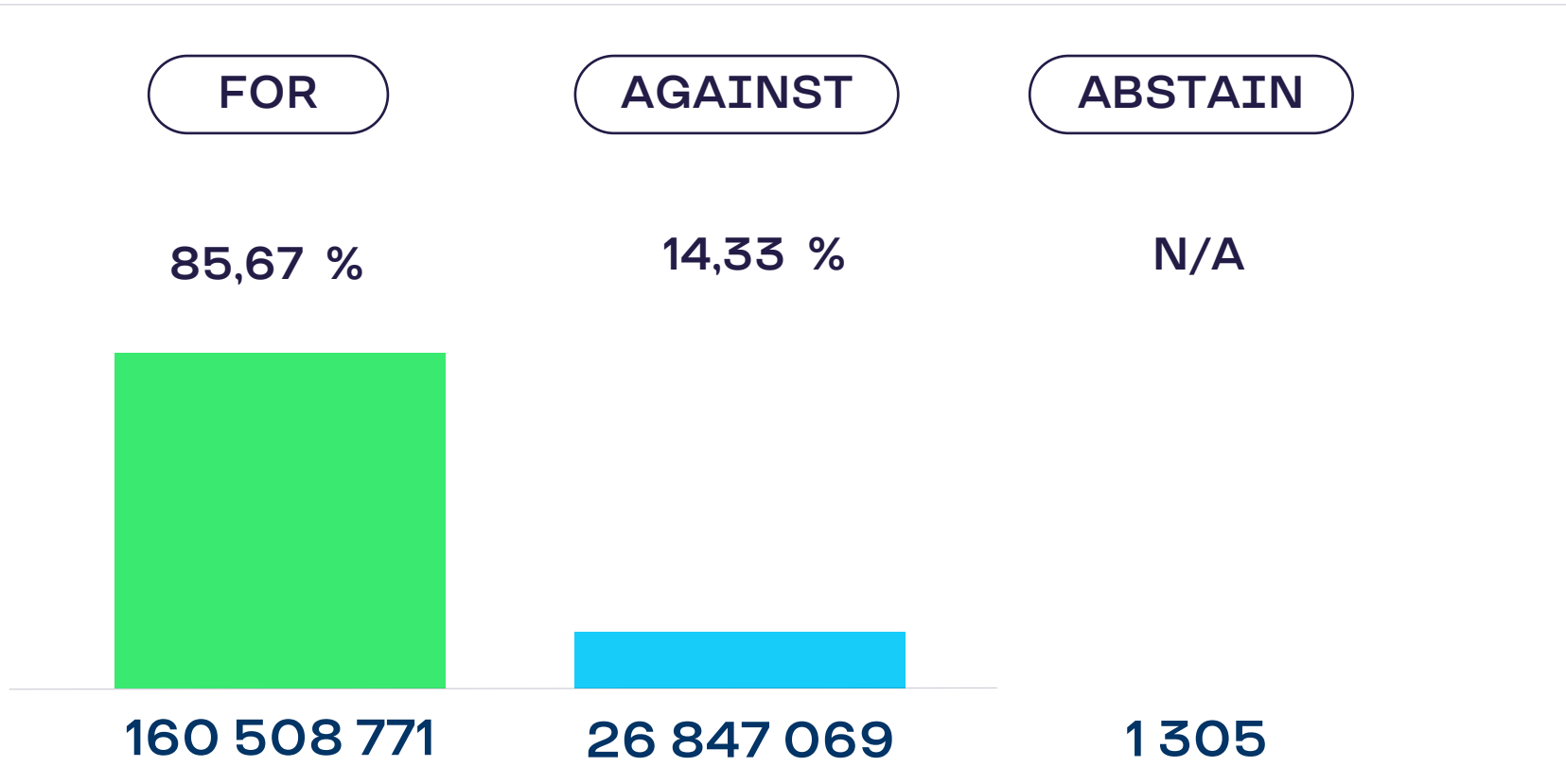


If you need to change your vote, simply press another button.



Remuneration report for the Fiscal 2024

 2b —

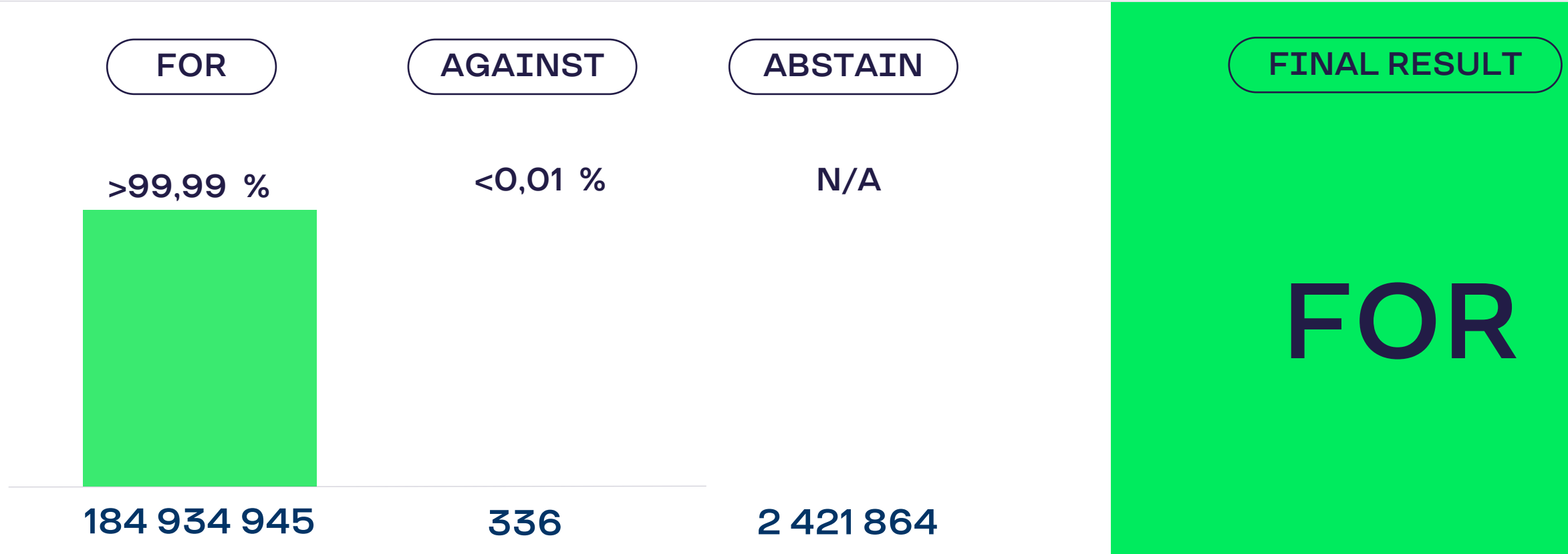


FINAL RESULT

FOR

Annual accounts for the Fiscal 2024

✓ 2c —



Adoption of the dividend proposal

✓ 3b —



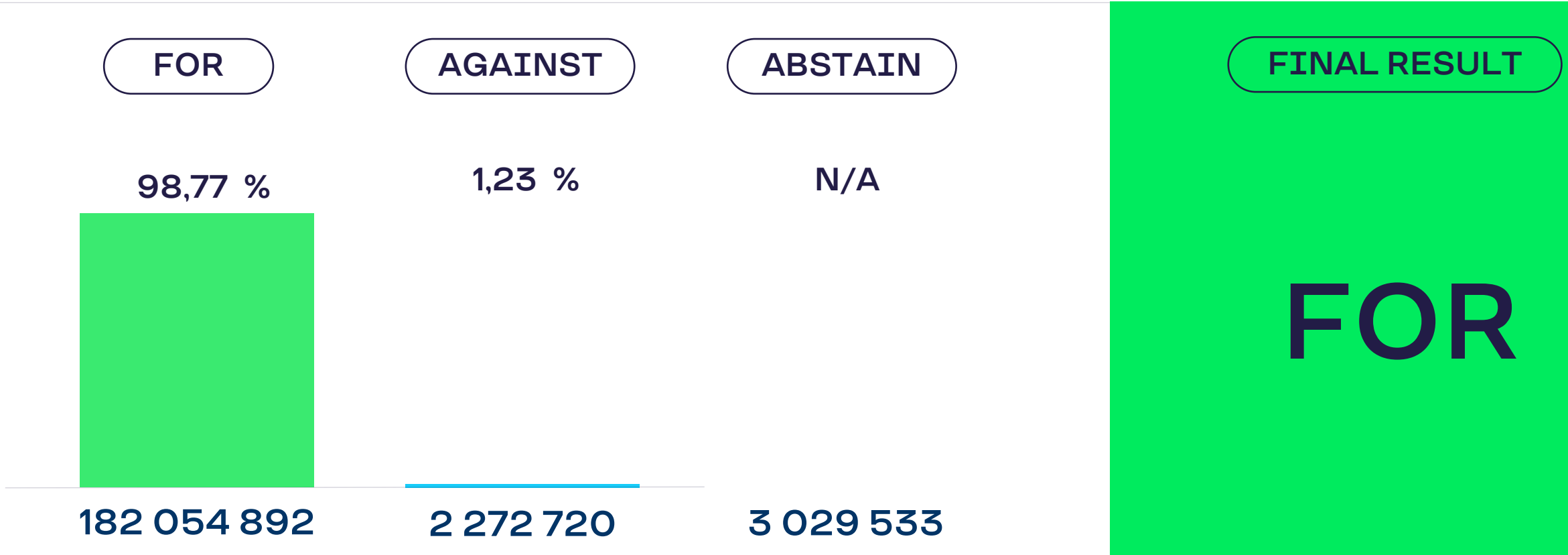
FINAL RESULT

FOR

Discharge of the Executive Directors

in respect of the performance of their duties during the Fiscal 2024

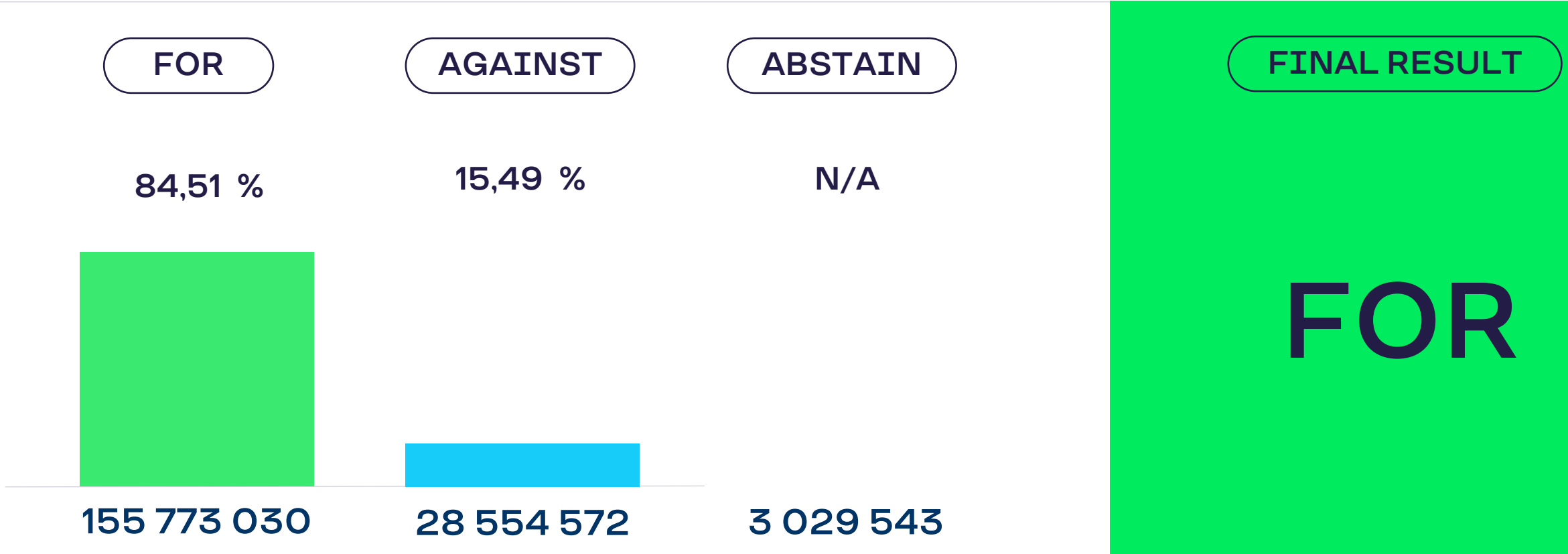
✓ 4a —



Discharge of the Non-Executive Directors

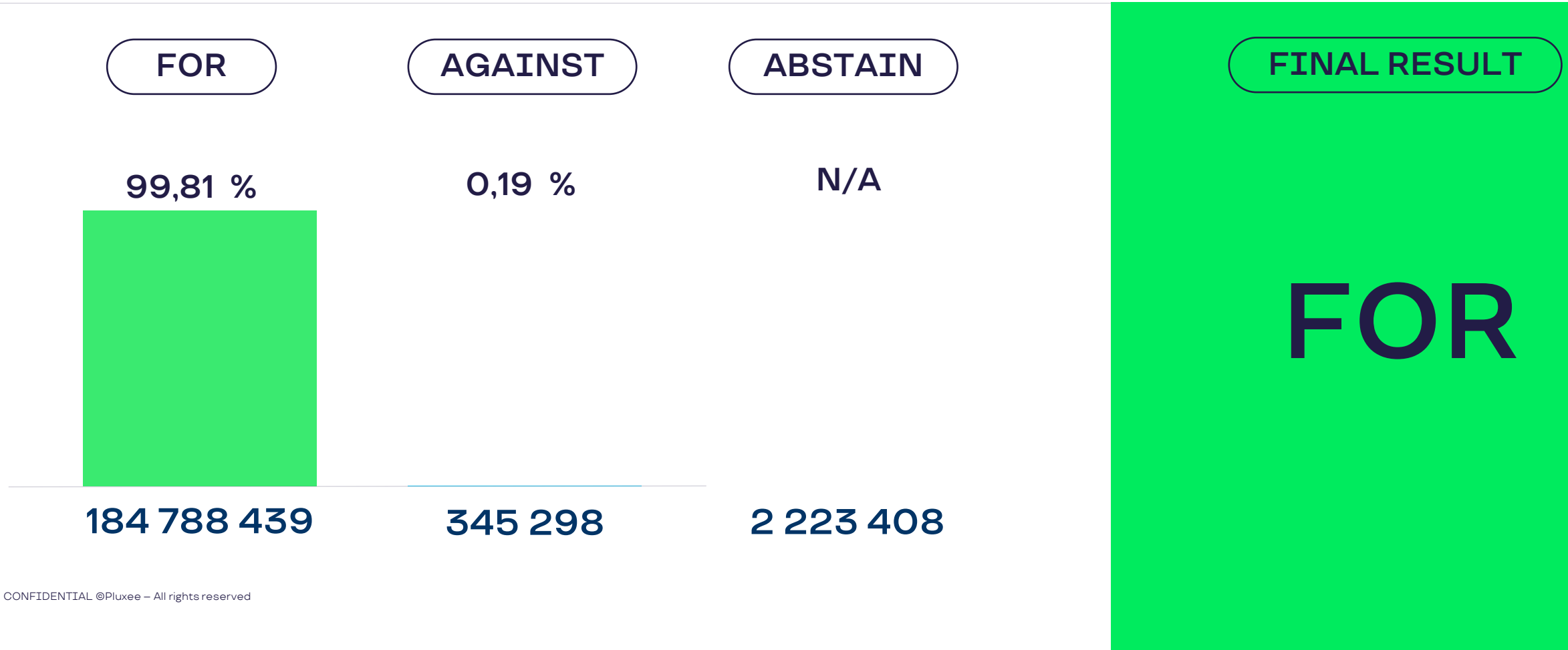
in respect of the performance of their duties during the Fiscal 2024

✓ 4b —



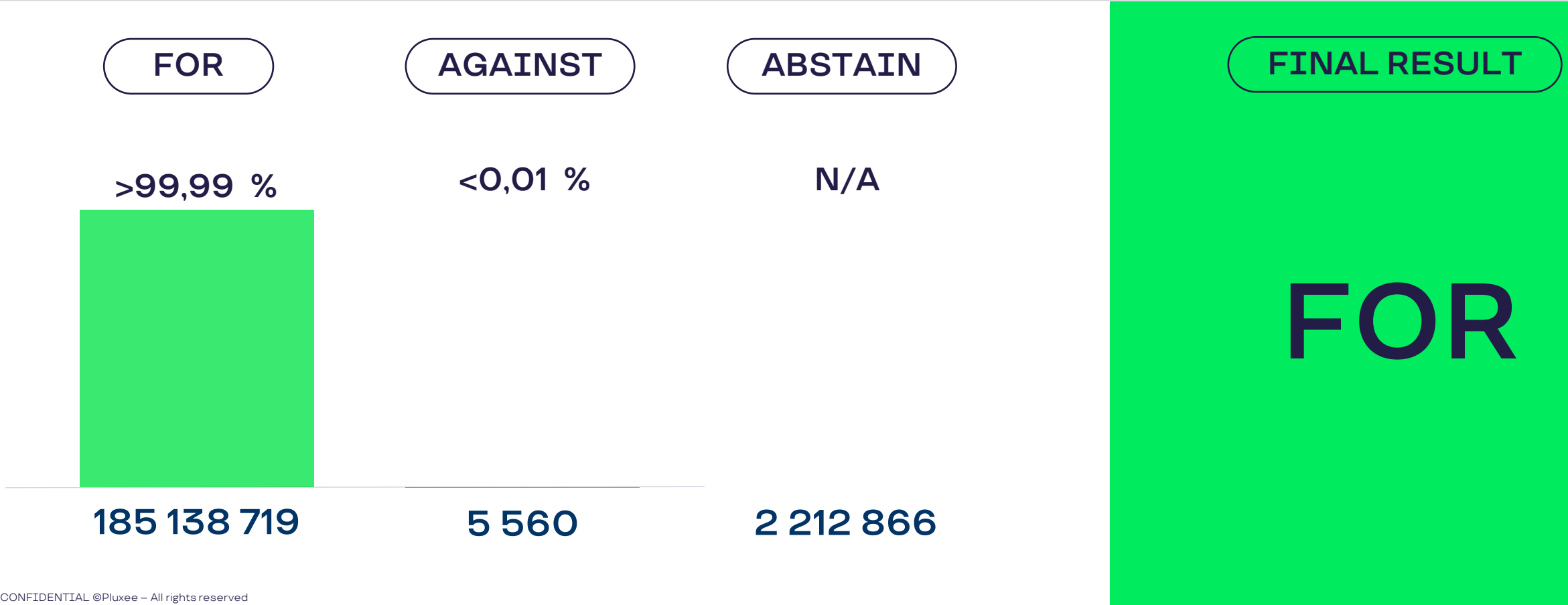
Authorization to the Board as the competent body to repurchase shares

✓ 5 –

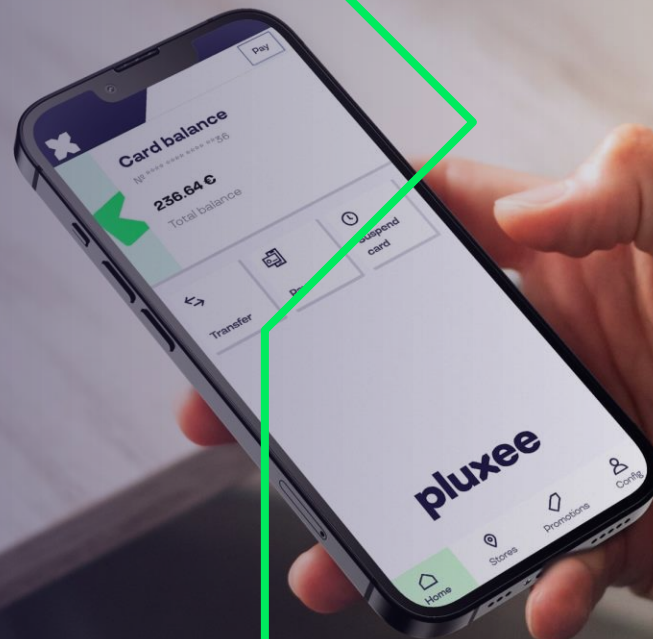


Renewal of the term of office of the statutory auditor for the Fiscal 2025

✓ 6 —



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Appendices



Appendix #1

Key Alternative Performance Measures (APM)

ORGANIC REVENUE GROWTH

Organic revenue growth is calculated as growth in the current period, calculated using the exchange rate for the prior fiscal period, and adjusted for the impact in the comparable prior period to include or remove the effect of acquisitions and/or divestitures that have occurred subsequent to that period.

RECURRING OPERATING PROFIT (RECURRING EBIT)

Recurring operating profit (Recurring EBIT) corresponds to Operating profit (EBIT) before Other operating income and expenses.

RECURRING EBITDA

Recurring EBITDA is used to assess the performance of reported operating segments. Recurring EBITDA is calculated by deducting the impact of amortization, depreciation and impairment of intangible assets, property, plant and equipment, and right-of-use assets relating to leases

(as reported in the line Depreciation, amortization and impairment of the consolidated income statement) from the Recurring operating profit (Recurring EBIT) presented in the consolidated income statement.

RECURRING EBITDA MARGIN

Ratio of Recurring EBITDA to Total Revenues

ADJUSTED NET PROFIT

Adjusted net profit serves as the basis for calculating dividend payout ratio. Adjusted net profit consists of Net profit (attributable to Group equity holders) restated for the impact of items recognized in Other operating income and expenses, net of related income tax and related non-controlling interests share.

ADJUSTED BASIC / DILUTED EARNINGS PER SHARE

Adjusted basic or diluted earnings per ordinary share are calculated by dividing Adjusted net profit (attributable to the equity holders of the parent) by respectively basic weighted average number of shares or diluted weighted average number of shares.

Appendix #2

Key Alternative Performance Measures (APM)

RECURRING FREE CASH FLOW

The Recurring free cash flow measures the net cash generated from operations that is available for strategic investments (net of divestments), for financial debt repayment, and for payments of dividends to shareholders. Recurring free cash flow is calculated as Net cash provided by operating activities as shown in the consolidated cash flow statement minus (i) Acquisitions of property, plant and equipment and intangible assets, (ii) Repayments of Lease liabilities and (iii) Restatement of Other operating income and expenses on Net cash from operating activities.

RECURRING CASH CONVERSION RATE

The Recurring cash conversion rate measures the ability of the Group to convert its Recurring EBITDA into Cash. Recurring cash conversion rate consists of the ratio of Recurring free cash flow to Recurring EBITDA.

RECURRING LIQUIDITY GENERATED BY OPERATIONS (LGO)

Recurring Liquidity Generated by Operations provides information to measure the net cash generated from operations regardless of the differences in regulations governing the issuance of digitally delivered services, cards and paper vouchers. Recurring Liquidity Generated by Operations is calculated as Recurring Free Cash Flow plus the Change in restricted cash related to the Float.

NET FINANCIAL DEBT (CASH)

Net Financial debt (cash) evaluates the Group's liquidity, capital structure and financial leverage. Net Financial debt (cash) consists of gross borrowings and lease liabilities, minus the Cash and cash equivalents (net of overdraft) and Current financial assets.

FLOAT-RELATED CASH

Float-related cash corresponds to the cash collected from clients in relation to the value loaded on cards or the issuance of digital solutions or paper vouchers, but not yet reimbursed to merchants (Float). Float is calculated as Value in circulation and related payables minus Net trade receivables related to the float (corresponding to Receivables related to the float restated from Advances from clients).

NON-FLOAT-RELATED CASH

Non-Float related Cash is calculated as Cash, Cash equivalents and Current financial assets excluding the cash collected from clients in relation to business volumes issued.

Appendix #3

Fiscal 2025 financial calendar



**December 18
2024**

Fiscal 2024 annual
shareholders' meeting

Expected dividend
distribution on December 24,
2024



**January 8
2025**

First quarter Fiscal
2025 revenues



**April 17
2025**

First half Fiscal
2025 results



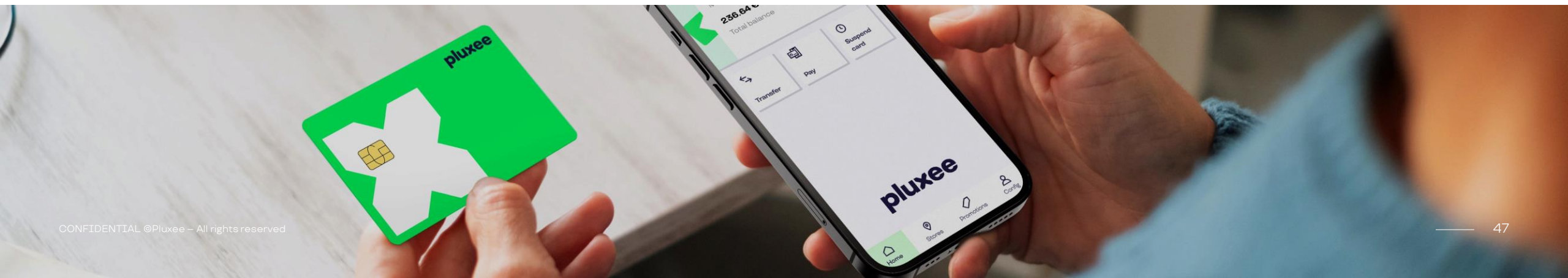
**July 3
2025**

Third quarter Fiscal
2024 revenues



**October 30
2025**

Annual Fiscal
2025 results



€24 bn

Business volume issued
as of Fiscal 2024

5,415

Employees as at
August 31, 2024

29⁽¹⁾

Countries

500,000+

Clients

37 million+

Consumers

1.7 million+

Merchants

About **Pluxee**

Pluxee is a global leader in Employee Benefits and Engagement that operates in 29 countries.

Pluxee shapes the world of employee benefits and engagement by bringing to life a personalized and sustainable employee experience at work and beyond. Pluxee helps companies attract and retain talent thanks to a broad range of benefits and engagement solutions across Meal & Food, Well-being, Reward & Recognition, and Public Benefits.

Powered by leading technology and more than **5,415** engaged team members, Pluxee is a trusted partner within a highly interconnected B2B2C ecosystem of more than 500,000+ clients, 37 million+ consumers and 1.7 million+ merchants.

Building on more than 45 years of experience, Pluxee is committed to creating a positive impact by driving business in local communities, supporting employee well-being, and protecting the planet.

For more information:
www.pluxee-group.com

⁽¹⁾ As part of its portfolio rationalization efforts, Pluxee exited two non-core countries in Fiscal 2024.

IR, Communication and Press **contacts**

Head of Investor Relations

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