

## **Gemalto in the process of reviewing the unsolicited and conditional proposal by Atos**

**Amsterdam, December 12, 2017 at 07:00 AM** – The board of Gemalto N.V. (the Company) has noted the announcement last evening of the unsolicited and conditional proposal by Atos SE (Atos) to make a cash offer for all issued and outstanding shares of the Company at an offer price of EUR 46 (cum dividend in cash) (the Proposal).

On November 28, 2017 Atos submitted its Proposal, valid until December 15, 2017 to the board of the Company. The Company subsequently informed Atos that it would carefully review the Proposal and respond to it before such date.

The board of the Company will continue its process of reviewing and considering the Proposal together with its financial and legal advisors in accordance with its fiduciary duties to determine the best course of action in the interest of the Company, its business, employees, shareholders and other stakeholders.

There is no certainty that the Proposal will lead to a recommended firm offer for the Company.

The Company has retained Deutsche Bank and J.P. Morgan as financial advisors and Allen & Overy LLP as legal advisor.

Further announcements will be made in due course once the board has completed its review of the Proposal.

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*This is a public announcement by Gemalto N.V. pursuant to section 17 paragraph 1 of the European Market Abuse Regulation (596/2014). This public announcement does not constitute an offer, or any solicitation of any offer, to buy or subscribe for any securities in Gemalto N.V.*

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Gemalto (Euronext NL0000400653 GTO) is the global leader in digital security, with 2016 annual revenues of €3.1 billion and customers in over 180 countries. We bring trust to an increasingly connected world.

From secure software to biometrics and encryption, our technologies and services enable businesses and governments to authenticate identities and protect data so they stay safe and enable services in personal devices, connected objects, the cloud and in between.

Gemalto's solutions are at the heart of modern life, from payment to enterprise security and the internet of things. We authenticate people, transactions and objects, encrypt data and create value for software – enabling our clients to deliver secure digital services for billions of individuals and things.

Our 15,000+ employees operate out of 112 offices, 43 personalization and data centers, and 30 research and software development centers located in 48 countries.

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