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PRESS RELEASE

Offering by Ingenico of Bonds Convertible into and/or Exchangeable for New or Existing Shares (OCEANEs)

Increase of the issue premium range

Neuilly-sur-Seine, March 3rd, 2011

As a result of the significant amount of subscription orders made with respect to the bookbuilding of the OCEANE offering due January 1, 2017 launched today by Ingenico, the latter has decided to set the range of the issue premium of the Bonds between 35 % and 40 % over Ingenico's reference share price on the regulated market of NYSE Euronext Paris instead of the initial issue premium range that was comprised between 30 % and 35 %. The other terms of the issue remain unchanged. The subscription orders made with respect to the bookbuilding will be confirmed following the increase of the issue premium range.

The modified terms and conditions of the OCEANEs due are set forth hereunder.

The offering is lead-managed by Lazard-Natixis and Société Générale Corporate & Investment Banking, acting as Global Coordinators, Joint Lead Managers and Joint Bookrunners, and by Goldman Sachs International, acting as Joint Bookrunner and Joint Lead Manager. Rothschild & Cie Banque is acting as Ingenico's financial advisor.

This press release does not constitute an offer to subscribe, and the offering of Bonds does not constitute an offer to the public in any country but France, within the terms defined hereafter:

In France,

- the Bonds will first be offered within a private placement as defined in article L. 411-2 II of the French monetary and financial code (*Code monétaire et financier*);
- following this placement, and after having set the final terms and conditions of the issue, a prospectus (the "**Prospectus**") will be submitted to the approval (visa) of the French *Autorité des marchés financiers* (the "**AMF**") in order to enable the public in France to subscribe for the Bonds during a period of three trading days. No subscription from the

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public will be accepted before the AMF grants its visa on the Prospectus and the subscription period is opened.

The registration document of Ingenico was filed with the AMF on March 2nd, 2011 under No. D.11-0084 and is available on the websites of Ingenico (www.ingenico.com) and the AMF (www.amf-france.org).

About Ingenico

With over 15 million terminals deployed in more than 25 countries, Ingenico is a leading provider of payment solutions. Its 3000 employees worldwide support retailers, banks and service providers to optimize and secure their electronic payment solutions, develop their offer of services and increase their point of sales revenue. More information on www.ingenico.com.

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IMPORTANT NOTICE

*No communication or information in respect of the offering by Ingenico of bonds convertible into and/or exchangeable for new or existing shares (the "**Bonds**") may be distributed to the public in any jurisdiction where a registration or an approval is required. No steps have been or will be taken outside of France in any jurisdiction where such steps would be required. The offering and the subscription of the Bonds may be subject to specific legal or regulatory restrictions in certain jurisdictions. Ingenico assumes no responsibility for any breach of any such restrictions by any person.*

*This press release is not a prospectus within the meaning of Directive 2003/71/EC of the European Parliament and the Council of November 4th, 2003, as amended and as implemented in each Member State of the European Economic Area (the "**Prospectus Directive**").*

*With respect to the Member States of the European Economic Area other than France (the "**Relevant Member States**") which have implemented the Prospectus Directive, no action has been undertaken or will be undertaken to make an offer to the public of the Bonds requiring the publication of a prospectus in any Relevant Member State. As a result, the Bonds may only be offered in Relevant Member States:*

(a) to legal entities that are qualified investors as defined in the Prospectus Directive;

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(b) in any other circumstances that do not require the publication by the Company of a prospectus pursuant to Article 3(2) of the Prospectus Directive.

For the purposes of this paragraph, the notion of an **"offer to the public of Bonds"** in each of the Relevant Member States, means any communication, to individuals or legal entities, in any form and by any means, of sufficient information on the terms and conditions of the offering and on the Bonds to be offered, thereby enabling an investor to decide to purchase or subscribe for the Bonds, as the same may be varied in that Relevant Member State by any measure implementing the Prospectus Directive.

This selling restriction comes in addition to other selling restrictions applicable in the other Member States.

The distribution of this press release is not made, and has not been approved, by an "authorised person" within the meaning of Article 21(1) of the Financial Services and Markets Act 2000. Accordingly, this press release is directed only at persons who (i) are located outside the United Kingdom, (ii) have professional experience in matters relating to investments and fall within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended) or (iii) are persons falling within Article 49(2) (a) to (d) (high net worth companies, unincorporated associations, etc.) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended) or (iv) are persons to whom this press release may otherwise lawfully be communicated (all such persons together being referred to as **"Relevant Persons"**). The securities are directed only at Relevant Persons and no invitation, offer or agreement to subscribe, purchase or otherwise acquire securities may be proposed or made other than with Relevant Persons. Any persons other than Relevant Persons may not act or rely on this document or any provision thereof. This press release is not a prospectus which has been approved by the Financial Services Authority or by any other United Kingdom regulatory authority for the purposes of Section 85 of the Financial Services and Markets Act 2000.

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The Bonds have not been and will not be qualified for sale to the public under applicable securities laws in Canada and, accordingly, any offer and sale of the Bonds in Canada will be made on a basis which is exempt from the prospectus requirements of such securities laws. The Bonds are subject to transfer and selling restrictions in certain countries, including Canada.

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Pursuant to the terms of the underwriting agreement to be entered into between Ingenico and the managers, Lazard-Natixis, acting as stabilizing agent (or any other institution acting on its behalf), will have the ability, but not the obligation, as from the moment on which the final terms of this transaction become public, i.e. on March 3rd, 2011, to intervene so as to stabilize the market for the Bonds and/or possibly the Ingenico's shares, in accordance with applicable laws and regulations, and in particular Regulation (EC) no. 2273/2003 of the Commission dated December 22nd, 2003. Such interventions may be interrupted at any time, if any, but at the latest on March 9th, 2011, in accordance with Article 8.5 of Regulation (EC) no. 2273/2003 of the Commission dated December 22nd, 2003. Such interventions may stabilize the price of the Bonds and/or the Ingenico's shares. Such interventions may also affect the price of the Ingenico's shares and of the Bonds and could result in such prices being higher than those that might otherwise prevail.