

Gemalto to issue ordinary shares to fund long-term employee incentive plans

Amsterdam, December 23, 2014 – Gemalto (Euronext NL0000400653 - GTO), the world leader in digital security, today announces that it will start issuing ordinary shares for the purpose of the Gemalto N.V. Global Equity Incentive Plan (“GEIP”).

GEIP are conditional long-term incentive plans aligned with the Company’s objectives and dependent on the Company’s performance against final and intermediate targets. They cover eligible employees, globally. The number of shares to be issued is limited by the shareholders’ authorizations to the Board, existing at the time of the grant of employee conditional awards. The current authorization, in place since May 2014, allows the issuance of up to 5% of the issued share capital over 5 years with an annual cap of 1.5%.

The first issuance of shares will be done on January 5, 2015 and is related to shares vesting to employees conditionally to the achievement of the €300 million profit from operations target of the long-term 2010-2013 development plan and to being a Gemalto employee on December 31, 2014. Those shares are part of the Company “All Stars” program granted under the GEIP to all employees worldwide, eligible on March 7, 2012. The number of shares that will be created is estimated at approximately 730.000 shares. The Company’s share capital prior to this issuance is 88.015.844 shares. The newly issued shares will be eligible for trade on Euronext Amsterdam and Euronext Paris.

The future issuances of shares will be made to complement the number of shares held in treasury and of shares that may further be acquired by the Company from the market in lower quantity due to its changed financial structure following the acquisition of SafeNet. Depending on employees’ country of employment, local tax regulations and personal situation, these shares may be subject to a lock up period.

An information notice in respect of the issue of shares under the GEIP is published on the Gemalto's website (www.gemalto.com).

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About Gemalto

Gemalto (Euronext NL0000400653 GTO) is the world leader in digital security with 2013 annual revenues of €2.4 billion and more than 12,000 employees operating out of 85 offices and 25 research and software development centers, located in 44 countries.

We are at the heart of the rapidly evolving digital society. Billions of people worldwide increasingly want the freedom to communicate, travel, shop, bank, entertain and work – anytime, everywhere – in ways that are enjoyable and safe. Gemalto delivers on their expanding needs for personal mobile services, payment security, authenticated cloud access, identity and privacy protection, eHealthcare and eGovernment efficiency, convenient ticketing and dependable machine-to-machine (M2M) applications. We develop secure embedded software and secure products which we design and personalize. Our platforms and services manage these products, the confidential data they contain and the trusted end-user services made possible.

Our innovations enable our clients to offer trusted and convenient digital services to billions of individuals. Gemalto thrives with the growing number of people using its solutions to interact with the digital and wireless world.

For more information visit
www.gemalto.com, www.justaskgemalto.com, blog.gemalto.com, or follow @gemalto on Twitter