



## Edenred

(a *société européenne* established under the laws of the Republic of France)

**€2,000,000,000**

### **Euro Medium Term Note Programme**

This first supplement (the “**First Supplement**”) is supplemental to, and must be read in conjunction with, the base prospectus dated 14 November 2025 and to which the *Autorité des marchés financiers* (the “**AMF**”) granted approval no. 25-444 on 14 November 2025 (the “**Base Prospectus**”) prepared by Edenred (the “**Issuer**”) with respect to its outstanding Euro Medium Term Note Programme (the “**Programme**”). Terms defined in the Base Prospectus have the same meaning when used in this First Supplement. The Base Prospectus, as supplemented, constitutes a base prospectus for the purpose of Article 8 of Regulation (EU) 2017/1129, as may be amended from time to time (the “**Prospectus Regulation**”).

This First Supplement has been prepared pursuant to Article 23 of the EU Prospectus Regulation for the purposes of updating the “**Recent Developments**” section in the Base Prospectus regarding changes to the share capital of the Issuer.

This First Supplement has been approved by the AMF in France as the competent authority under the Prospectus Regulation. The AMF only approves this First Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval shall not be considered as an endorsement of the Issuer or the quality of the Notes that are the subject of the Base Prospectus as supplemented by this First Supplement. Investors should make their own assessment of the opportunity to invest in such Notes.

A copy of this First Supplement will be available on the websites of (i) the Issuer ([www.edenred.com](http://www.edenred.com)) and (ii) the AMF ([www.amf-france.org](http://www.amf-france.org)).

To the extent that there is any inconsistency between any statement in this First Supplement and any other statement in, or incorporated in, the Base Prospectus, the statements in this First Supplement will prevail.

Save as disclosed in this First Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is capable of affecting the assessment of the Notes to be issued under the Programme since the publication of the Base Prospectus.

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## **RECENT DEVELOPMENTS**

On page 119 of the Base Prospectus, the paragraph set out below, shall be added.

### **Press release published by the Issuer on 19 December 2025**

#### **“Share capital decrease by way of treasury shares cancellation**

Meeting on December 19, 2025, the Board of Directors, upon authorization of the General Meeting of May 7, 2024, unanimously decided, effective December 18, 2025, to decrease the share capital of Edenred SE by canceling 2,916,481 treasury shares representing 1.22% of the share capital. These shares were repurchased between June 23 and December 10, 2025, as part of the share buyback program announced on March 8, 2024.

Following this cancellation of shares, the share capital of Edenred SE amounts to 473,949,166 euros divided into 236,974,583 shares with a par value of €2.”

## PERSONS RESPONSIBLE FOR THE INFORMATION GIVEN IN THIS FIRST SUPPLEMENT

Paris, on 7 January 2026

I declare, to the best of our knowledge, that the information contained in this First Supplement is in accordance with the facts and makes no omission likely to affect its import.

### **Edenred**

14-16, boulevard Garibaldi

92130 Issy-les-Moulineaux

France

Duly represented by

### **Mr. Grégoire Adam**

in his position as *Directeur Trésorerie et Financement*  
authorised signatory



This First Supplement to the Base Prospectus has been approved on 7 January 2026 by the AMF, in its capacity as competent authority under Regulation (EU) 2017/1129.

The AMF has approved this First Supplement after having verified that the information contained in the Base Prospectus is complete, coherent and comprehensible within the meaning of Regulation (EU) 2017/1129. This approval does not imply any verification on the accuracy of such information by the AMF.

This approval is not a favourable opinion on the Issuer and on the quality of the Notes described in this First Supplement. Investors should make their own assessment of the opportunity to invest in such Notes.

This First Supplement to the Base Prospectus obtained the following approval number: 26-004.