

GEMPLUS INTERNATIONAL SA

Form 425

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Filed by Axalto Holding N.V.
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United States Securities Act of 1933,
as amended

Subject Company: Gemplus International S.A.
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On December 12, 2005, executives of Axalto Holding N.V. and Gemplus International S.A. made the following presentation to the employees of Axalto Holding N.V. and Gemplus International S.A.

Important information

Investors and security holders are strongly advised to read, when they become available, the prospectus/offer to exchange and related exchange offer materials regarding the business combination transaction referenced in this press release, as well as any amendments and supplements to those documents because they will contain important information. When available, the prospectus/offer to exchange and the other documents may also be obtained from Axalto Investor Relations. If required, the prospectus/offer to exchange will be filed with the Securities and Exchange Commission (SEC) by Axalto. To the extent the prospectus/offer to exchange is filed with the SEC, security holders may obtain a free copy of the prospectus/offer to exchange (when available) and other related documents filed by Axalto at the SEC's website at www.sec.gov.




