

LETTER

to the shareholders

4th
General Shareholders
Meeting

Dear Shareholders, Ladies and Gentlemen,

Paul HERMELIN,
Chairman & Chief
Executive Officer
of Capgemini



Following the historic General Shareholders Meeting, when Serge Kampf, Chairman and Founder of Capgemini, retired from office as Chairman of the Board of Directors, I am speaking to you for the very first time as Chairman and Chief Executive Officer (CEO) of the Group. Serge Kampf wanted to explain to the shareholders the reasons for his decision, while highlighting the fact that, in his new capacity of Vice Chairman of the Board, he will remain strongly committed to the Group he created.

You are aware that Serge informed the Board of his decision during its 4 April meeting this year and that the Board acknowledged this decision with deep emotion, then decided to combine the functions of Chairman

**“Serge is and always will be
my most valuable advisor”**

and CEO and to grant me this office on 24 May. It was an honor to accept this appointment and I am fully aware of the responsibilities that lie ahead for me.

The Capgemini Group, shaped by Serge Kampf, will continue to bear his imprint. When it was founded in 1967, the concept of an IT services company did not exist. Yet the notion of service defines the company and serves as inspiration for all its current choices: Capgemini is client-centric, mobilizing its people and skills to respond proactively to their demands.

Serge Kampf wanted to create an entrepreneurial group; hence its incredible responsiveness. Right from the start he gave the Group an international dimension, thus molding the Capgemini of today. He showed exceptional capability for anticipation while knowing how to keep a healthy distance from the fashions and revolutions of which IT circles are so fond!

Lastly, he founded his company on the basis of timeless values that are closely related to the personal characteristics of the individuals who form the Group, values which continue to motivate its team members in 2012. What is rare in a company of our size is that these values include the protection of freedom, that of our team members, clients, and the company.

Serge Kampf and I enjoy a deep friendship and constant loyalty, and this will continue to prevail in the coming years.

Today, a page has been turned, but Serge is not leaving. He is definitely not leaving us but will continue to stand by our side—and mine.



Paul HERMELIN

Letter to the shareholders

“Our 2011 results demonstrate that in most areas we have gone beyond the priorities established early in the year: revenues, operating margin and profit for the year. This consolidates the ambition expressed some 12 months ago: to enable Capgemini to rise up the ranks to become a leader in the profession.”

Paul HERMELIN



Capgemini is more than ever in phase with its clients

Today, clients attempt to consolidate their purchases with a few strategic suppliers. The Capgemini Group wants to make the most of this change and to become the partner

of choice for reference clients such as IKEA and the international finance players. This strategy will not only enable Capgemini to consolidate its growth but also to gain in resilience. The case of one of these clients is revealing insofar as it demonstrates the Group’s current credibility: Capgemini is now the global business information partner for the Unilever Group, providing support in Europe, America and Asia.

Capgemini can therefore offer its services to major clients who have chosen to globalize their activities. The purpose of the Group is, indeed, to be a global player, so it must have the capability to serve its major clients, regardless where they are located.

Moreover, cost pressure in all sectors has become a durable trend. Investing to be competitive is therefore a pressing obligation, leading to the unceasing development of industrial platforms and methods where productivity is constantly improved.

Lastly, since the company was founded on the basis of its know-how and talent, Capgemini invests in its workforce to assume the difficult role of first

employer and career counselor. The Group has begun to implement large-scale action in social networks to hire young people while emphasizing their employability and the necessity to permanently invest, since a job can never be guaranteed for life.

A Group entirely focused on the creation of value

New players—from the telecommunications sector, in particular, where the mobile segment is no longer experiencing such fast growth—are now arriving in the IT services market. In this context, the Group’s priority is to improve its profitability by opting primarily for added value, differentiating its offering and innovating.

Better resilience has also become a key development factor. In this respect, the Group was long considered cyclical but now has a number of assets:

- with 40,000 team members in India and more than 10,000 in countries such as Poland, Vietnam and Morocco, Capgemini has become a significant offshore player;
- considered until very recently a strongly European Group, with 82% of its revenues in Europe and 18% in the USA, this dependence has been reduced by some 70%;
- strategic client revenues were increased by 12% in 2011, confirming the value of these partnerships.

The key to profitability for a group like Capgemini, consists, above all, in increasing value by developing a innovative vanguard offering. This concerns three areas, in particular, which are subject to major technological revolutions

“THE PURPOSE OF THE GROUP IS, INDEED, TO BE A GLOBAL PLAYER SO IT MUST HAVE THE CAPABILITY TO SERVE ITS MAJOR CLIENTS, REGARDLESS WHERE THEY ARE LOCATED.”

that deeply and durably transform companies not only in terms of client relationships but also of business lines and models.

42% of 2011 new hires were young graduates with less than two years of experience.

10%
the targeted share of fast-growth countries in Capgemini’s revenues by 2015 against 5% in 2011.

This involves “big data”, mobility, and cloud computing:

- as regards big data, the challenge faced by companies is to process and exploit structured and unstructured data in their environment so Capgemini has launched a Business Information Management (BIM) offering;

- mobility is the phenomenon represented by the use of around one billion smartphones, thus creating a revolution in terms of data flow and processing for the company. In order to rise to this challenge, Capgemini launched a global Mobile Solutions offer in March 2012;

- as regards cloud computing, omnipresent in information technology in the last 10 years, Capgemini has set itself a strategic goal: to become a cloud orchestrator, namely an IT resources broker and provider of software solutions.

“THE KEY TO PROFITABILITY FOR A GROUP LIKE CAPGEMINI CONSISTS, ABOVE ALL, IN DEMONSTRATING VALUE BY DEVELOPING AN INNOVATIVE VANGUARD OFFERING.”

Lastly, innovation transits through new channels; so, to stand apart, the Group will have to acquire and sell intellectual property to provide its clients with services that do not merely boil down to a number of team members, however specialized, multiplied by a number of days. Innovation, differentiation but also ongoing industrialization will therefore enable Capgemini to maintain, against a background of economic uncertainty, its basic ambition for 2012: to increase its margin.

DIVIDEND PER SHARE

In euros

2009	2010	2011
0.8	1	1



FOUR SUBJECTS OF MAJOR SATISFACTION IN 2011:

1- Capgemini’s US business is in a very healthy position

With 11.5% organic growth in 2011 and 13% for the first quarter of 2012, the Group attained a margin of 8%, up by 3.6%. The USA is now the Group’s no.3 market, in which the Capgemini teams are positioned in the right segments.

2- Employment of young graduates rises sharply

Some 42% of the 33,000 people hired were young engineering and business school graduates. These recruitments were carried out in the offshore countries and in the Group’s historic regions.

3- Exemplary renegotiation of the British tax department deal

Despite a change of contract, this is still one of the Group’s best contracts and strengthens Capgemini’s position as integrator for the modernization of HM Revenue & Customs technology.

4- The Group continues to grow in the fast-developing countries

Following the acquisition in 2010 of CPM Braxis, a major player in the Brazilian IT services market, Capgemini posted significant sales successes with international clients in 2011, supporting their development in this market, a springboard for the Group’s establishment in Latin America. The Group also continued to develop in Asia. Capgemini intends to enter these high growth markets on a longstanding basis.

“The consolidated financial statements translate into figures the energy that the Group’s 120,000 team members deployed in 2011.”

Nicolas DUFOURCQ Group Deputy General Manager, Chief Financial Officer

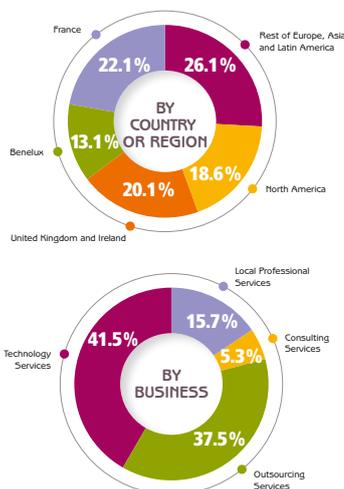


Overall, we produced some excellent results for 2011, recording more than 11% growth in revenues. Our operating margin attained 7.4%, peaking at 8.6% in the second half-year of 2011. The Group’s year-end cash position was €454m and profit for the year attributable to the owners of the company grew by 44%, compared with 2010, to €404m.

Analysis of earnings by region gives the following:

- France is still Capgemini’s primary region in terms of revenue. 2011 was marked by the acquisition of Prosodie, the dynamism of Technology Services and Local Professional Services (Sogeti), which grew faster than the average of the Group’s four businesses.
- The United Kingdom delivered low growth of 2% at constant Group structure and exchange rates although an upturn of 4% was recorded in the first quarter of 2012, a noteworthy occurrence in a county affected by drastic austerity measures.
- The Nordic countries posted growth of 17%, 12% at constant Group structure and exchange rates, continuing through the first quarter of 2012 in a positive economic and market context.
- In North America, 2011 was particularly favorable to Capgemini. The market was satisfactory for our project activity, Technology and Consulting Services, which were very well acknowledged by our clients as demonstrated by the highly significant growth rates of 17%.

BREAKDOWN OF REVENUES

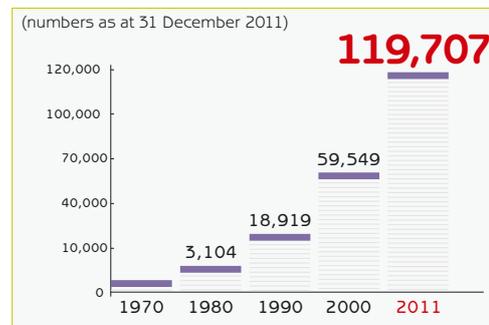


The Asia Pacific region recorded robust growth, Australia even exceeding 25% in the first quarter of 2012.

- The Asia Pacific region recorded robust growth, Australia even exceeding 25% in the first quarter of 2012.

- In the rest of the world, figures were also positive, with Brazil and Latin America acting as growth drivers for the Group together with

CHANGES IN THE WORKFORCE from 1970 to 2011



Southern Europe, namely Italy, Spain and Portugal. With the exception of the Netherlands, due to an extremely vulnerable macro-economic climate, all Capgemini countries recorded sustained growth in 2011 and in the first quarter of 2012.

In 2011, growth by business was as follows: 1.2% for Consulting Services, 8.4% for Technology Services, 6.3% for Local Professional Services (Sogeti) and 3% for Outsourcing Services.

Operating margins were 12% for Consulting, always a very profitable activity, 6.8% for Technology Services, 10.9% for Sogeti, and 7.7% for Outsourcing. This progress was accomplished through cost control, quality of organization and processes and, lastly, pricing.

As regards human resources management, a crucial factor for a service group, attrition rates are still high meaning that constant recruitment efforts are required. The annual objective was to reestablish the balance of the age and know-how pyramids in the western countries. Hence, in 2011, there were more new hires in these countries than in the Group’s offshore platform.

Profit for the year rose very sharply in 2011. This progress was primarily due to the quality of the operating margin and recognition of deferred income tax in the USA.

NET CASH AND CASH EQUIVALENTS

As at 31 December 2011



Capgemini achieved significant successes in the strong-growth countries both in 2011 and, more recently, in 2012. The Group made acquisitions and developed partnerships in new business lines and sectors with considerable growth potential. A few examples follow:

HIGHLIGHT

July 2011

CAPGEMINI ACQUIRED THE CLIENT RELATIONSHIP FRENCH LEADER

CAPGEMINI BOUGHT THE FRENCH COMPANY PROSODIE FOR 382 MILLION EUROS. A FRENCH LEADER IN THE MULTI-CHANNEL CLIENT RELATIONSHIP, PROSODIE PROVIDES HOSTING SERVICES FOR VOCAL SERVERS, OPERATION OF PRE-PAYMENT SYSTEMS (FOR EXAMPLE, LOYALTY CARDS AND GIFT CARDS), MULTI-CHANNEL AND MOBILE SERVICES, WEBSITE HOSTING, OUTSOURCING AND SECURE PAYMENTS. PROSODIE USES ITS PROPRIETARY SOLUTIONS TO MARKET AN END-TO-END SERVICE IN SOFTWARE AS A SERVICE (SAAS), BILLED ON A PAY-AS-YOU-GO BASIS. THE COMPANY IS HIGHLY PROFITABLE, WITH ITS 2010 NET RESULT REPRESENTING 15.8% OF ITS REVENUES.

HIGHLIGHT

March 2012

THE GROUP SIGNED A GLOBAL CONTRACT WITH ROLLS-ROYCE

CAPGEMINI UK SIGNED AN OUTSOURCING CONTRACT WITH ROLLS-ROYCE, ONE OF THE LEADING GLOBAL SUPPLIERS OF POWER SYSTEMS FOR THE AUTOMOTIVE, MARITIME AND AEROSPACE SECTORS. ROLLS-ROYCE DECIDED TO MOVE FROM A SINGLE MAIN SUPPLIER TO MULTI-SOURCING, SO AS TO IMPROVE THE QUALITY, FLEXIBILITY AND RESPONSIVENESS OF THE IT ENVIRONMENT OF ITS 40,000 COLLABORATORS. CAPGEMINI WILL ACT AS A SERVICE INTEGRATOR, ENSURING COORDINATION BETWEEN THE VARIOUS SUPPLIERS AND SOLUTIONS.

HIGHLIGHT

September 2011

CAPGEMINI AND EMC² : A NEW STRATEGIC ALLIANCE FOR ON-DEMAND IT SERVICES TO TAP THE POTENTIAL FOR INNOVATION PROVIDED BY CLOUD COMPUTING

THE GROUP SIGNED A FIVE-YEAR PARTNERSHIP WITH US COMPANY EMC², A GLOBAL LEADER IN STORAGE INFRASTRUCTURES, FOR THE JOINT DEVELOPMENT OF A RANGE OF PAY-AS-YOU-GO IT SERVICES. THE FIRST OFFER TO BE DEVELOPED IS STORAGE-AS-A-DEMAND. EMC² IS CAPGEMINI'S SIXTH STRATEGIC PARTNER.

HIGHLIGHT

June 2012

CAIXA PARTICIPAÇÕES (CAIXAPAR) SIGNED AGREEMENTS WITH CPM BRAXIS CAPGEMINI, CAPGEMINI'S 61% OWNED BRAZILIAN IT SERVICES COMPANY

UNDER THE TERMS OF THE TRANSACTION, CAIXAPAR, WILL ACQUIRE A 22% STAKE IN CPM BRAXIS CAPGEMINI. CPM BRAXIS CAPGEMINI WOULD THUS BECOME A PREFERRED IT SUPPLIER TO CAIXA ECONOMICA FEDERAL (CAIXA) FOR THE NEXT 10 YEARS. THROUGH ITS NEW PREFERRED SUPPLIER RELATIONSHIP WITH CAIXA AND EXISTING CLIENT RELATIONSHIP WITH BANCO BRADESCO S.A., CPM BRAXIS CAPGEMINI WILL BECOME THE LEADING IT SERVICES PROVIDER TO THE FINANCIAL SECTOR IN BRAZIL.

HIGHLIGHT

June 2012

THE BANK ANZ HAS SELECTED CAPGEMINI AUSTRALIA TO CARRY OUT ITS KEY SOFTWARE TESTING AND ENVIRONMENT MANAGEMENT SERVICES

THE STRATEGIC AGREEMENT, WILL BE EXECUTED OVER FIVE YEARS, LEVERAGING CAPGEMINI'S EXPERIENCED LOCAL AUSTRALIAN AND INDIA TEAMS TOGETHER WITH ITS GLOBAL CAPABILITIES. THROUGH THE AGREEMENT CAPGEMINI WILL SUPPORT APPROXIMATELY 800 TECHNOLOGY APPLICATIONS AND THE DELIVERY OF MORE THAN 280 PROJECTS WITHIN ANZ. AS PART OF THE AGREEMENT, ANZ'S 360 STRONG IT TEST SERVICES TEAM IN MELBOURNE AND BANGALORE WILL TRANSFER TO CAPGEMINI WHO WILL CONSOLIDATE ALL SOFTWARE TESTING INTO ONE TEAM, INCLUDING TESTING SERVICES PROVIDED BY OVER 40 DIFFERENT SUPPLIERS. THE AGREEMENT WITH ANZ CONSOLIDATES CAPGEMINI'S POSITION AS THE LEADING TESTING AND QUALITY ASSURANCE COMPANY IN AUSTRALIA AND NEW ZEALAND.

Voting results

Combined General Shareholders Meeting on May

The 44th Cap Gemini S.A. Annual General Shareholders' Meeting was held on Thursday May 24, 2012 at the Pavillon d'Armenonville, in Paris. The consolidated financial statements and the Cap Gemini SA financial statements for financial year 2011, in addition to certain financial resolutions have been approved.



The Shareholders Meeting podium (left to right)

S. Villepelet, J.L. Decornoy, N. Dufourcq, P. Hermelin, S. Kampf, D. Bernard, B. Liautaud, Y. Delabrière, R. van Ommeren, P. Hennequin

The Shareholders' diary

Financial publications (subject to modification)

2012 Half-Year Results: July 26, 2012
2012 Q3 Revenues: November 8, 2012
2012 Annual Results: February 14, 2013

The **Annual Report 2011** can be viewed and downloaded on the group website:

<http://www.capgemini.com/annual-report/2011/en/>

For further information, please contact us at:

Capgemini – Shareholder Relations 11 rue de Tilsitt – 75017 Paris
actionnaires@capgemini.com
fabienne.philippot@capgemini.com



Shareholder section :

<http://www.capgemini.com/investors>

CAP GEMINI SHARE PRICE VS CAC40

From December 31, 2010 to June 11, 2012

