

**Press relations:**

Florence Lièvre  
Tel.: +33 1 47 54 50 71  
florence.lievre@capgemini.com

**Investor relations:**

Vincent Biraud  
Tel.: +33 1 47 54 50 87  
vincent.biraud@capgemini.com

## **Proposed renewal of the term of office of Mr. Hermelin and changes in the composition of the Board of Directors in view of the 2018 Shareholders' Meeting**

**Paris, March 14, 2018** – The Board of Directors of Capgemini SE, meeting on March 13, 2018 under the chairmanship of Mr. Paul Hermelin, Chairman and Chief Executive Officer, and on the report of Mr. Pierre Pringuet, Chairman of the Ethics and Governance Committee and Lead Independent Director, deliberated on the evolution of the composition of the Board of Directors given the expiry of the terms of office of seven directors at the coming Shareholders' Meeting of May 23, 2018.

In line with the announcements made in October 2017, the Board of Directors decided to propose the renewal of the term of office of Mr. Paul Hermelin as director for a period of four years and intends to confirm him in his duties of Chairman of the Board and Chief Executive Officer if the Shareholders' Meeting renews his term of office as director.

This renewal of office is part of the preparation of the management succession engaged with the support of the Board of Directors since the end of 2016. Mr. Hermelin had indicated in May 2017 his wish to continue exercising the duties of Chairman and Chief Executive Officer for a period representing approximately half a term of office; he has informed the Board of Directors of his intention to step down as Chief Executive Officer while remaining Chairman of the Board. It is recalled that, as part of this transition, two Chief Operating Officers were appointed on October 11, 2017 upon his proposal.

The Board also wished to combine efforts in recent years to renew the Board's composition, increase the number of women and diversify profiles with a reduced number of directors reinforcing cohesion, and collective and efficient decision-making.

The Board therefore decided to propose the renewal of the terms of office of Ms. Laurence Dors, Chairman of the Compensation Committee and of Mr. Xavier Musca, Chairman of the Audit and Risk Committee, both independent directors, for a period of four years.

The Board of Directors further proposed the appointment of Mr. Frédéric Oudéa as a member of the Board of Directors for a period of four years. Chief Executive Officer of Société Générale, Mr. Oudéa will bring to the Board his experience in managing a leading banking group with an ambitious international development plan and highly innovative in digital. The Board has indicated that Mr. Oudéa would be considered independent pursuant to the criteria of the AFEP-MEDEF Code to which the Company refers.

The Board of Directors warmly thanked Ms. Caroline Watteuw-Carlisle, Mr. Yann Delabrière, Mr. Phil Laskawy and Mr. Bruno Roger whose contributions to the work of the Board and its Committees during their respective terms of office accompanied the different phases of the Group's development.



Assuming the adoption of these resolutions by the Shareholders' Meeting of May 23, 2018, the composition of the Board of Directors will decrease from 16 to 13 directors, with 80% of independent directors<sup>1</sup> and 45% of female directors<sup>2</sup> and a reduced average age of 59 years old.

## **DISCLAIMER**

This press release may contain forward-looking statements. Such statements may include projections, estimates, assumptions, statements regarding plans, objectives, intentions and/or expectations with respect to future financial results, events, operations and services and product development, as well as statements, regarding future performance or events. Forward-looking statements are generally identified by the words "expects", "anticipates", "believes", "intends", "estimates", "plans", "projects", "may", "would" "should" or the negatives of these terms and similar expressions. Although Capgemini's management currently believes that the expectations reflected in such forward-looking statements are reasonable, investors are cautioned that forward-looking statements are subject to various risks and uncertainties (including, without limitation, risks identified in Capgemini's Registration Document available on Capgemini's website), because they relate to future events and depend on future circumstances that may or may not occur and may be different from those anticipated, many of which are difficult to predict and generally beyond the control of Capgemini. Actual results and developments may differ materially from those expressed in, implied by or projected by forward-looking statements. Forward-looking statements are not intended to and do not give any assurances or comfort as to future events or results. Other than as required by applicable law, Capgemini does not undertake any obligation to update or revise any forward-looking statement.

This press release does not contain or constitute an offer of securities for sale or an invitation or inducement to invest in securities in France, the United States or any other jurisdiction.

## **About Capgemini**

A global leader in consulting, technology services and digital transformation, Capgemini is at the forefront of innovation to address the entire breadth of clients' opportunities in the evolving world of cloud, digital and platforms. Building on its strong 50-year heritage and deep industry-specific expertise, Capgemini enables organizations to realize their business ambitions through an array of services from strategy to operations. Capgemini is driven by the conviction that the business value of technology comes from and through people. It is a multicultural company of 200,000 team members in over 40 countries. The Group reported 2017 global revenues of EUR 12.8 billion.

Visit us at [www.capgemini.com](http://www.capgemini.com). *People matter, results count.*

---

<sup>1</sup> The directors representing employees and employee shareholders are not taken into account in calculating this percentage, in accordance with the provisions of the AFEP-MEDEF Code.

<sup>2</sup> The two directors representing employees are not taken into account in calculating this percentage, in accordance with Article L.225-27 of the French Commercial Code.