

Performance-related share grant to Mr. Paul Hermelin, Chairman and Chief Executive Officer

The Board of Directors of Cap Gemini of July 29, 2015 decided to grant 1,068,550 performance-related Cap Gemini shares to employees and corporate officers of its French and foreign entities.

Within this grant, 40,000 performance shares were granted to the Chairman and CEO, Mr. Paul Hermelin. The total number of performance shares thus granted to Mr. Hermelin corresponds to 2.32 % of the total amount authorized by the General Shareholders' Meeting and to 3.75 % of the number of performance shares granted by the Board of Directors, i.e. well below the ceilings indicated in the resolution to the General Shareholders Meeting of May 6, 2015.

The vesting of the shares is subject to the realization of performance conditions in compliance with those of the 9th resolution of the General Shareholders' Meeting of May 6, 2015 authorizing the grant of performance shares. As such, the total number of shares Mr. Paul Hermelin will acquire at the end of the two-year and seven months period will be equal to:

- a number of shares equal to 20,000 multiplied by a percentage based on the chosen external performance: Cap Gemini share performance compared to the average performance, over the three-year period from 2015 to 2017, of a basket of shares and indices including at least five listed companies in the same business sector and from a minimum of five countries in which the Group also has a significant presence and the CAC 40 index,
- plus a number of shares equal to 20,000 multiplied by a percentage equal to the chosen internal performance: the cumulative amount of published, audited, organic free cash flow over the three-year period covering 2015, 2016 and 2017.

Mr. Paul Hermelin will be required to hold 33% of the vested shares until the end of his appointment as Chairman and CEO.