



Press Relations:

Christel Lerouge

Tel.: +33 1 47 54 50 76

Email: christel.lerouge@capgemini.com

Investor Relations:

Manuel Chaves d'Oliveira

Tel.: +33 1 47 54 50 87

Email: manuel.chaves@capgemini.com

Press release

Paris, April 9, 2009

Repurchase of OCEANEs maturing January 1, 2010 by soliciting indications of interest from the holders of such 2010 OCEANEs as part of a reverse bookbuilding process

Concurrently with the offering to institutional investors of the bonds convertible into and/or exchangeable for new or existing shares due January 1, 2014 (the "Bonds"), Cap Gemini S.A. ("Cap Gemini" or the "Company") solicited, with the Joint Lead Managers and Joint Bookrunners as intermediaries, as part of a reverse bookbuilding process, indications of interest in selling from certain holders of bonds convertible into and/or exchangeable for new or existing shares of Cap Gemini issued in 2003 and due January 1, 2010 (the "2010 OCEANEs") of which the principal amount is approximately €460 million. The bookbuilding for the Bonds and the reverse bookbuilding for the repurchase of the 2010 OCEANEs were conducted independently from one another. The allotments of Bonds were not subject to the indications of interest from holders of the 2010 OCEANEs in selling such OCEANEs.

During this process, the Company received indications of interest to sell 2010 OCEANEs representing 21.3% of the total original amount issued. The Company has thus agreed to repurchase, in off-market transactions, after the closing of the Euronext Paris market, on the trading day following the settlement and delivery date of the Bonds, i.e., April 21, 2009 according to the indicative timetable, and subject to the condition precedent of such settlement and delivery, 1,918,817 2010 OCEANEs representing a nominal amount of €97,859,667. The repurchase price of the 2010 OCEANEs in this process has been set at €51.50, i.e. a total amount of €98,819,076. The repurchase price per 2010 OCEANE is equal to (i) the par value plus any unpaid interest accrued between the repurchase date and the immediately preceding payment date (i.e. €51.38), plus (ii) a premium of approximately 0.23% (i.e., €0.12 per 2010 OCEANE).

The repurchased 2010 OCEANEs will be cancelled in accordance with the provisions of their issue contract. Following these off-market repurchases, the Company undertakes, in order to ensure the fair treatment of all 2010 OCEANE holders that have not transferred their 2010 OCEANEs as part of the above-mentioned off-market transaction, to place a standing repurchase order on the market in France. This standing repurchase order for investors wishing to participate in the transaction will be carried out as follows:

- the Company undertakes to place a standing repurchase order on the market in France at the same price as that which will be paid to 2010 OCEANE holders transferring their 2010 OCEANEs within the framework of the off-market transactions carried out on April 21, 2009, i.e., at a price of €51.50 per 2010 OCEANE;
- the period during which the Company will undertake to repurchase 2010 OCEANEs on the market in France will be five consecutive trading days beginning on the day following the day of settlement and delivery of the off-market repurchase of 2010 OCEANEs, i.e., from and including April 22, 2009 to and including April 28, 2009 (according to the indicative timetable).

At the end of the standing repurchase order period, the Company will announce the total amount of repurchased 2010 OCEANEs.

The Company reserves the right to continue to repurchase 2010 OCEANEs, on or off-market, after the standing repurchase order period. However, if the Company repurchases 2010 OCEANEs representing a block of at least 10% of the initial principal amount of initially issued 2010 OCEANEs, the Company will undertake to implement, within two market days of the final repurchase forming a block of 10%, a new standing repurchase period of at least five consecutive trading days at a repurchase price per 2010 OCEANE equal to the sum of (i) the highest purchase price (after subtraction of accrued and unpaid interest) of purchases made by the Company during the last twelve months and (ii) the accrued and unpaid interest on the 2010 OCEANEs between the repurchase date and the immediately preceding payment date.

The purpose of the issue of the Bonds is to respond to the general financing needs of the Company as well as to enable the Company to refinance its indebtedness and extend the maturity profile thereof. In doing so, the Company sought to strengthen its liquidity in order to manage its indebtedness in the long-term, irrespective of the January 2010 maturity.

In the context of managing its short-term debt, the Company sought to use part of the proceeds of the issuance of the Bonds to repurchase all or part of the 2010 OCEANEs, with a view towards canceling these bonds. This repurchase will result in the cancellation of an indebtedness that has been treated as a short-term debt since January 1, 2009, and allowed holders of 2010 OCEANEs to sell such OCEANEs at the time of their investment in Bonds. This repurchase was envisaged only in the context of the Bond offering and thus is contingent upon its completion.

About the Capgemini Group

Capgemini, one of the world's foremost providers of consulting, technology and outsourcing services, enables its clients to transform and perform through technologies. Capgemini provides its clients with insights and capabilities that boost their freedom to achieve superior results through a unique way of working, the Collaborative Business Experience™. The Group relies on its global delivery model called Rightshore®, which aims to get the right balance of the best talent from multiple locations, working as one team to create and deliver the optimum solution for clients. Present in more than 30 countries, Capgemini reported 2008 global revenues of €8.7 billion and employs over 90,000 people worldwide.

More information is available at www.capgemini.com.

Indicative timetable

April 8, 2009	Press release by the Company announcing the repurchase of the 2010 OCEANES Opening of the reverse bookbuilding related to the repurchase of the 2010 OCEANES with institutional investors
April 9, 2009	Closing of the reverse bookbuilding related to the repurchase of the 2010 OCEANES with institutional investors Press release by the Company announcing the closing of the reverse bookbuilding procedure and describing the final terms of the repurchase of the 2010 OCEANES
April 20, 2009	Settlement and delivery of the Bonds
April 21, 2009	Settlement-delivery of the 2010 OCEANES repurchased in the reverse bookbuilding for institutional investors
April 22, 2009	Opening date of the standing order for the repurchase of the 2010 OCEANES
April 28, 2009	Closing date of the standing order for the repurchase of the 2010 OCEANES Press release indicating the total amount of the repurchased 2010 OCEANES

Disclaimer

The distribution of this press release, this undertaking to repurchase, the purchase of securities pursuant to this procedure and the participation in and tendering pursuant to such undertaking to repurchase may, in certain jurisdictions, be subject to legal and regulatory restrictions. This undertaking to repurchase is not, directly or indirectly, addressed to persons subject to such restrictions and may not be accepted from any jurisdiction where it would be subject to such restrictions.

This press release may not be published, distributed or transmitted into the United States. It is not, nor should it be construed as, an extension of a tender offer for any securities in the United States or any other jurisdiction where such offer or solicitation would be unlawful and no sell order for OCEANE may be accepted in the United States or from the United States. No means to tender securities on the French market may be provided from the United States or in the United States. Any person tendering securities pursuant to this procedure will be considered as having accepted any such restrictions.