Update of the 2011 Reference Document

(Including the half-yearly financial report)

This document is a full free translation of the original French text.

This update of the 2011 Reference Document has been filed with the Autorité des Marchés Financiers (AMF) on 2nd August 2012 pursuant to article 212-13 of the AMF's general regulations. It complements the Reference Document filed with the AMF on 5th April 2012 under number D.12-0288.

This Reference Document and its update may be used to support a financial operation if accompanied by a prospectus duly approved by the AMF.

This document has been prepared by the issuer and it engages the responsibility of its signatories.

This update of the Reference Document is available on the website of the *Autorité des marchés financiers* (www.amf-france.org) and on the company's website (www.atos.net).

CONTENTS

A PERSONS RESPONSIBLE

A.1 For the update of the Reference Document

Thierry Breton
CEO and Chairman, Atos

A.2 Certificate from the person responsible for the update of the Reference Document

I hereby declare that, having taken all reasonable care to ensure that such is the case, the information contained in the update of the Reference Document is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.

I hereby declare that, to the best of my knowledge, the 2012 half-year condensed consolidated financial statements have been prepared in accordance with the applicable accounting standards and give a true and fair view of the assets, liabilities, financial position and results of the Company and all the other companies included in the scope of consolidation, and that the Management Report here attached gives a faithful picture of the information herein, e.g. material events occurring during the first six months of the 2012 financial year and their impact on the half-yearly accounts, a description of the principal risks and uncertainties for the remaining six months of the year 2012.

I obtained a statement from the Statutory Auditors at the end of their engagement affirming that they have read the whole of the update of the Reference Document and examined the information in respect of the financial position and the accounts contained herein.

Thierry Breton
CEO and Chairman, Atos
Bezons, 2nd August 2012

A.3 For the audit

Appointment and term of offices

Statutory Auditors	Substitute Auditors
Grant Thornton Vincent Frambourt • Appointed on: 12 June 2008 for a term of 6 years • Term of office expires: at the end of the AGM held to adopt the 2013 financial statements	Cabinet IGEC, 3, rue Léon Jost, 75017 Paris • Appointed on: 12 June 2008 for a term of 6 years • Term of office expires: at the end of the AGM held to adopt the 2013 financial statements
Deloitte & Associés Christophe Patrier • Appointed on: 30 May 2012 for a term of 6 years • Term of office expires: at the end of the AGM held to adopt the 2017 financial statements	Cabinet B.E.A.S., 7/9, Villa Houssay 92200 Neuilly-sur-Seine • Appointed on: 30 May 2012 for a term of 6 years • Term of office expires: at the end of the AGM held to adopt the 2017 financial statements

B ATOS IN THE FIRST SEMESTER 2012

B.1 Income statement

(in EUR million)	6 months ended 30 June 2012	6 months ended 30 June 2011
Revenue	**4,366.0**	**2,476.4**
Personnel expenses	(2,273.7)	(1,399.5)
Operating expenses	(1,843.5)	(910.7)
Operating margin	**248.8**	**166.2**
% of revenue	**5.7%**	**6.7%**
Other operating income and expenses	(78.4)	(5.8)
Operating income	**170.4**	**160.4**
% of revenue	**3.9%**	**6.5%**
Net cost of financial debt	(16.5)	(8.5)
Other financial expenses	(26.9)	(21.4)
Other financial income	23.7	7.3
Net financial income	(19.7)	(22.6)
Net income before tax	**150.7**	**137.8**
Tax charge	(47.7)	(38.9)
Share of net profit/(loss) of associates	1.7	(0.3)
Net income	**104.7**	**98.6**
Of which:		
- attributable to owners of the	**101.8**	**99.6**
- non-controlling interests	2.9	(1.0)

(in EUR and number of shares)

Net income - Attributable to owners of the parent		
Weighted average number of shares	83,454,764	69,691,788
Basic earnings per share	**1.22**	**1.43**
Diluted weighted average number of shares	95,906,735	76,733,482
Diluted earnings per share	**1.14**	**1.36**

B.2 Key achievements

On **9 January 2012**, Atos announced the acquisition of a 50 percent stake, with an option for Atos to acquire the full company of MSL Group, provider of real-time results and information systems for major sports events. MSL Group annual revenues are around 15 million Euros. Together the two entities - MSL Group and Atos Major Events - created within Atos, a leader in the Sports and Major Events IT industry with about 500 specialized business technologists integrating teams of up to 5000 IT experts to support major events. The deal seals a long term relationship that started with the Barcelona 1992 Summer Olympics. Both MSL Group and Atos Major Events have long term experience in the sports and other events IT industry and offer highly complementary services. Together they will have the expertise and portfolio of services to support medium and large sporting events worldwide from the Tennis Master Series through to the Olympic Games.

On **23 February 2012**, Atos announced its 2011 annual results. 2011 was the first year of the integration of Siemens IT Solutions and Services (SIS). Revenue, which includes 6 months revenue from SIS acquired on July 1st, 2011, was EUR 6,812 million, representing +0.3 percent organic growth compared to 2010 revenue at constant scope and exchange rates. Organic growth was +2.2 percent in the fourth quarter. Book-to-bill ratio was 103 percent in 2011 with a strong increase in the fourth quarter at 113 percent. Operating margin was EUR 422.4 million, representing 6.2 percent of revenue compared to 4.3 percent in 2010 at constant scope and exchange rates. The Group generated in 2011 EUR 194 million of free cash flow, leading to a net debt of EUR 142 million at the end of 2011. Net income Group share stood at EUR 182 million compared to EUR 116 million in 2010.

On **29 February 2012**, Atos and Huawei, a leading global information and communications technology (ICT) solutions provider, jointly announced that they formed a partnership in order to address the growing global telecom market and targeting telecom operators that operate on a worldwide level. Huawei offers solutions - software and hardware – and in particular Next Generation BSS which is the core of the partnership. Together the companies offer solutions and services for operators that need to enhance or replace their legacy IT landscape with a NGBSS or want to invest in a Mobile Virtual Network Enabling (MVNE) platform for their wholesale business. With the products and services from Huawei, Atos will be able to help customers to bring them the latest technology that will help to shorten time to market, bringing new and innovative services and reducing operational costs.

On **25 April 2012**, Atos announced its revenue for the first quarter of 2012. It was EUR 2,163 million, representing organic growth of +2.4 percent compared to the first quarter of 2011. Net cash stood positive at EUR 34 million at the end of March 2012.

On **21 May 2012**, Atos announced that it has been awarded a five-year IT outsourcing contract worth £140 million by the Shared Services Alliance (SSA), a collaborative procurement initiative within the Nuclear Decommissioning Authority (NDA). The NDA is a non departmental public body reporting into the Department of Energy and Climate Change. It is responsible for decommissioning and the clean-up of the UK's civil nuclear waste in a safe, secure and cost-effective way. The SSA was set up in 2009 to ensure all members could achieve the best value for money by aggregating demand for common services, including IT. This new contract is the first IT contract to be awarded by the SSA and covers all IT services for four members, namely Sellafield, Magnox, National Nuclear Laboratories and Low Level Waste Repository. It is a multi-service contract, comprising 18 service towers networking, desktops, applications and hosting services, as well as Service Integration and Management (SIAM). Under the contract, Atos will consolidate and modernise the existing infrastructure to further improve service for more than 18,000 end users located at more than 30 separate locations. These improvements will deliver savings of more than 30 percent over 5 years to the four businesses that have collaborated under the Nuclear Decommissioning Authority's (NDA's) Shared Services Alliance for their IT outsourced services.

On **30 May 2012** was held the Annual Shareholders' Meeting chaired by Atos Chairman and CEO, Thierry Breton. All resolutions submitted by the Board of Directors have been approved by a large majority. In particular, the shareholders approved with a majority of 99.70 percent, the change of status from a SA (French société anonyme) to a SE (Societas Europaea). The dividend payment of €0.50 per share and the option for payment of the dividend in either shares or cash was also approved.
Shareholders approved all term of office renewals and appointment of all directors as proposed.
At the Board of Directors meeting held after the Annual General Meeting, it was decided to renew the term for Thierry Breton's tenure as Chairman and CEO for the duration of his mandate; to renew the mandate of the Reference Director, Pasquale Pistorio; and to confirm the composition of the Audit Committee and of the Nomination and Remuneration Committee.

On **11 June 2012**, Atos announced the acquisition of Quality Equipment, a player in electronic payments in the Netherlands in particular in the catering, vending and parking sectors. The acquisition followed a fruitful 15-year partnership with Quality Equipment, during which Atos benefited from continuous high-quality payment services and appreciated the wide payment services portfolio it offered to its customers. The company will be integrated into Atos Worldline, Atos core expertise in Hi-Tech Transactional Services (HTTS) and electronic payments. Quality Equipment produces systems for payment, identification, access management and is an all-in-one supplier of PIN terminals for various applications. The company employs 70 people and realized an annual growth rate of 20 percent in 2011 compared to the previous year.

Main goals of this acquisition:
- Reinforce the roll out of Atos Global Payment strategy by value added services to its current acquiring and terminals portfolio in the Benelux, increase its sales force and expertise and offer innovative services to merchants.
- Grow market shares for terminal activity as well as acquiring business.
- Become the leader in terms of terminals and merchants services in the Netherlands with an end-to-end coverage
- Build a European competence centre for value added services for merchants.

On **28 June 2012**, Atos announced that the option for the payment of the dividend in shares was widely chosen by Atos' shareholders: 65.0 percent of the rights were exercised in favor of a payment in shares. This high rate of dividend distribution in shares resulted in an increase of EUR 27.1 million in the equity of Atos and in the issuance of 676,014 new shares (representing an increase by approximately 0.81 percent of the share capital and of the voting rights), delivered and admitted for trading on NYSE Euronext Paris since 2 July 2012.

On **27 July 2012**, Atos announced its results for the first semester of 2012. Revenue was EUR 4,366 million, up +76.3 percent compared to the first half of 2011 on published revenues, representing an organic growth (constant scope and exchange rates) of +1.4 percent. The four largest GBUs are Germany with 19.2 percent of total revenue, the UK at 18.6 percent, Benelux and France at 11 percent. Book to bill ratio was 113 percent thanks to a strong commercial activity and major bookings in Managed Services. The book to bill ratio for the Group was 120 percent excluding Siemens, for which the outsourcing and application management elements of the Global IT contract were booked in the backlog in July 2011. Operating margin was EUR 248.8 million, representing 5.7 percent of revenue compared to 3.7 percent in the first half pro forma figures of 2011 at constant scope and exchange rates. The Group generated in the first semester of 2012 EUR 129 million of free cash flow, leading to a net cash position of EUR 101 million at the end of June 2012. Net cash position before acquisitions, disposals and equity from minority interest was EUR 149 million. Net income Group share stood at EUR 102 million compared to EUR 100 million in the first half 2011 which included a one-off result before tax on pensions new indexation in the UK for EUR 32 million.

On **27 July 2012**, Atos announced it has signed with McGraw-Hill, a leading global financial information and education company, a multi-year IT contract supporting the transition of McGraw-Hill from one, multi-sector company into two, independent companies, McGraw-Hill Financial and McGraw-Hill Education. Under the contract, Atos will provide strategic IT management consulting, deliver service transition, operation and ongoing operational improvements for McGraw-Hill's 6 service towers: data center, service desk, end user computing, network, product and solution engineering and cross functional services. It will also optimize McGraw-Hill's existing infrastructure, to improve service for more than 30,000 end users across 40 global locations.

C FINANCIALS

C.1 Operational review

C.1.1 Executive Summary

In EUR million	H1 2012	H1 2011	*% growth*
Statutory revenue	4,366	2,476	*+76.3%*
Scope impact		1,768	
Exchange rates impact		63	
Revenue at constant scope and exchange rates	4,366	4,307	*+1.4%*
Operating margin	248.8	166.2	*+49.7%*
Scope impact		-9.4	
Exchange rates impact		1.9	
Operating margin at constant scope and exchange rates	248.8	158.7	*+56.8%*

Revenue was EUR 4,366 million, **up +76.3** percent compared to the first half of 2011 on published revenues, representing an **organic growth** (constant scope and exchange rates) of **+1.4 percent**. The four largest GBUs are Germany with 19.2 percent of total revenue, the UK at 18.6 percent, Benelux and France at 11 percent.

Book to bill ratio was **113 percent** thanks to a strong commercial activity and major bookings in Managed Services. The book to bill ratio for the Group was **120 percent** excluding Siemens, for which the outsourcing and application management elements of the Global IT contract were booked in the backlog in July 2011.

Operating margin was **EUR 248.8 million**, representing **5.7 percent of revenue** compared to 3.7 percent in the first half pro forma figures of 2011 at constant scope and exchange rates. The Group generated in the first semester of 2012 **EUR 129 million** of **free cash flow**, leading to a **net cash position** of **EUR 101 million** at the end of June 2012. Net cash position before acquisitions, disposals and equity from minority interest was EUR 149 million. **Net income Group share** stood at **EUR 102 million** compared to EUR 100 million in the first half 2011 which included a one-off result before tax on pensions new indexation in the UK for EUR 32 million.

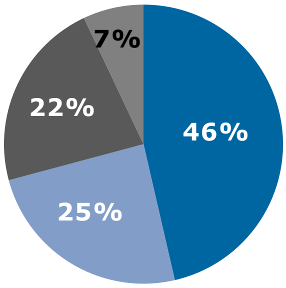
The **total number of Group employees** was **75,329** at the end of June 2012. The number of direct employees was 68,576 at the end of June 2012, representing 91.0 percent of the total headcount, compared to 89.5 percent at the end of December 2011. During the first semester of 2012, 6,000 new employees were recruited while attrition remained almost stable at around 10 percent. Staff in the emerging countries represented almost 25 percent of total staff at the end of June 2012, with 40 percent of them located in India. At the end of June, the number of external subcontractors was 7,640 compared to 8,500 at the end of 2011.

During the first half of 2012, the Group has proceeded the transfer of deferred assets from SIS and the acquisition of several companies positioned in niche markets:

- Russia, transferred from Siemens
- e-utile, an Italian leader in smart energy solutions, 51 percent transferred from Siemens and acquisition of the remaining 49 percent
- blueKiwi, a social workplace software company located in France
- MSL, a specialist in major events located in Spain
- Quality Equipment, a Dutch player in electronic payments

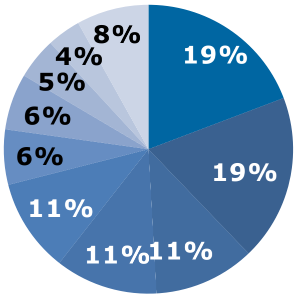
At the end of June 2012, Atos sold its 49 percent stake in the Belgian joint venture SiNSYS to its majority shareholder, the Italian payment processor SIA.

C.1.2 Revenue profile evolution



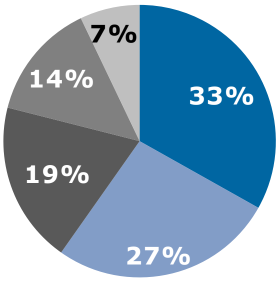
In EUR million	H1 2012	H1 2011*
Managed Services	2,026	1,967
Systems Integration	1,067	1,087
HTTS & Specialized Businesses	967	936
Consulting & Technology Services	307	316
Total Group	**4,366**	**4,307**

** constant scope and exchange rates*



In EUR million	H1 2012	H1 2011*
Germany	840	791
United-Kingdom & Ireland	812	761
Benelux	493	524
France	500	514
Atos Worldline	457	454
Central & Eastern Europe	269	272
North America	275	254
North & South West Europe	202	205
Iberia	165	173
Other BUs	353	360
Total Group	**4,366**	**4,307**

** constant scope and exchange rates*



In EUR million	H1 2012	H1 2011*
Manufacturing, Retail & Services	1,447	1,374
Public sector, Healthcare & Transport	1,163	1,118
Financial Services	838	850
Telecoms, Media & Technology	608	643
Energy & Utilities	310	322
Total Group	**4,366**	**4,307**

** constant scope and exchange rates*

In the first half of 2012, 77 percent of the revenue base was generated by multi-year contracts, increasing by +2 points compared to full year 2011, deriving from multi-year outsourcing contracts (47 percent of total revenue), Application Management contracts (8 percent included in Systems Integration) and Hi-Tech Transactional Services & Specialized Businesses (22 percent of total revenue).

C.1.3 Performance by Service Line

In EUR million	Revenue			Operating Margin		Operating Margin %	
	H1 2012	H1 2011*	% growth	H1 2012	H1 2011*	H1 2012	H1 2011*
Managed Services	2,026	1,967	*+3.0%*	146.2	66.0	*7.2%*	*3.4%*
Systems Integration	1,067	1,087	*-1.9%*	41.2	32.7	*3.9%*	*3.0%*
HTTS & Specialized Businesses	967	936	*+3.2%*	105.8	96.7	*10.9%*	*10.3%*
Consulting & Technology Services	307	316	*-2.8%*	11.6	23.5	*3.8%*	*7.4%*
Corporate costs**				-56.1	-60.3	*-1.3%*	*-1.4%*
Total Group	4,366	4,307	*+1.4%*	248.8	158.7	*5.7%*	*3.7%*

** Constant scope and exchange rates*
*** Corporate costs exclude Global delivery Lines costs allocated to the Service Lines*

C.1.3.1 Managed Services

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	2,026	1,967	*+3.0%*
Operating margin	146.2	66.0	
Operating margin rate %	*7.2%*	*3.4%*	

Managed Services revenue was **EUR 2,026 million**, up **+3.0 percent** compared to the first half of 2011. Growth was driven by several geographies including Germany (+7.5 percent), North America (+6.6 percent), and Central & Eastern Europe (+6.1 percent). While the UK posted a slight growth, revenue in France and Benelux declined respectively by -3.4 and -2.2 percent. Despite tough market conditions, Iberia posted a +5.2 percent growth. Following the acquisition of SIS, Managed Services grew by signing multi-year contracts with new customers, both in the second half of 2011 and in the first half of 2012.

Operating margin was **EUR 146.2 million**, representing **7.2 percent** of revenue, a strong increase compared to 3.4 percent in the first half of 2011. The improvement in profitability came as a result of the restructuring on the SIS scope and the industrialization of the activity through Global Delivery Lines. Main operating margin increases came from Germany, North America, Central & Eastern Europe and North & South West Europe.

C.1.3.2 Systems Integration

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	1,067	1,087	*-1.9%*
Operating margin	41.2	32.7	
Operating margin rate %	*3.9%*	*3.0%*	

In **Systems Integration**, revenue slightly declined as expected by **-1.9 percent** compared to the first half of 2011 at **EUR 1,067 million**. The decrease resulted from a lower anticipated second quarter due to less number of days compared to the same period last year in the main European countries, particularly in France, and to continued tough market conditions in the Netherlands and in Spain. The activity remained solid in the UK and in North America thanks to a strong commercial activity and new contracts.

Operating margin was **EUR 41.2 million**, representing **3.9 percent** of revenue compared to 3.0 percent in the first half of 2011. Utilization rates during the first half of 2012 were 77 percent, compared to 78 percent in 2011. Strong improvement was achieved as part of the TOP² transformation Program in North & South Western Europe, in North America and in Central & Eastern Europe as well as in "Other Business Units". Profitability also increased in the Netherlands and in Iberia thanks to continued tight monitoring of costs and remained strong in the United Kingdom & Ireland at 9.5 percent. While profitability slightly improved in Germany at 4.6 percent, the performance was impacted by France due to an insufficient utilization rate.

C.1.3.3 Hi-Tech Transactional Services & Specialized Businesses (HTTS & SB)

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	967	936	*+3.2%*
Operating margin	105.8	96.7	
Operating margin rate %	*10.9%*	*10.3%*	

Hi-Tech Transactional Services & Specialized Businesses (HTTS & SB) revenue represented 22 percent of the Group at **EUR 967 million**, **up +3.2 percent** year-on-year. HTTS business grew by +4.4 percent at EUR 597 million, mainly driven by e-CS revenues, which were up +12 percent. The focus to increase HTTS business outside Atos Worldline countries resulted in +20 percent growth in the UK at EUR 87 million and +17 percent in Latin America at EUR 20 million.
Other Specialized Businesses grew slightly by +1.3 percent to EUR 370 million; BPO activities (Financial and Medical) offset less business in Smart Energy and Civil & National Security.

Operating margin was **10.9 percent** of revenue, **an improvement** compared to 10.3 percent in the first half of 2011. HTTS reported 15.0 percent operating margin in the first semester of 2012 compared to 14.3 percent on the same period last year.

C.1.3.4 Consulting & Technology Services

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	307	316	*-2.8%*
Operating margin	11.6	23.5	
Operating margin rate %	*3.8%*	*7.4%*	

Consulting & Technology Services represent 7 percent of the Group, and revenue was **EUR 307 million**, down **-2.8 percent** compared to the first half of 2011. Part of the decline resulted from less working days in the main European countries compared to the same period last year. The increased activity in Consulting, in the UK (+16 percent), and in Technology Services in France (+5 percent), partially offset the decline of the Service Line in Benelux (-9 percent) and in Iberia (-11 percent).

Operating margin decreased to **EUR 11.6 million**, representing **3.8 percent** of revenue compared to 7.4 percent in the first semester of 2011. In Consulting, utilization rate was 72 percent compared to 70 percent in 2011 and stable at 84 percent for Technology Services. While the UK posted an improved operating margin at 6.0 percent of revenue, market conditions including price pressure led to profitability being down in the Netherlands and in Iberia.

C.1.4 Performance by Business Units (GBU/SBU)

In EUR million	Revenue			Operating Margin		*Operating Margin %*	
	H1 2012	H1 2011*	*% growth*	H1 2012	H1 2011*	H1 2012	H1 2011*
Germany	840	791	*+6.2%*	65.6	24.7	*7.8%*	*3.1%*
United-Kingdom & Ireland	812	761	*+6.7%*	55.7	45.7	*6.9%*	*6.0%*
France	500	514	*-2.7%*	0.5	19.3	*0.1%*	*3.8%*
Benelux	493	524	*-6.0%*	33.6	36.9	*6.8%*	*7.0%*
Atos Worldline	457	454	*+0.8%*	78.6	75.0	*17.2%*	*16.5%*
North America	275	254	*+8.6%*	23.3	-1.4	*8.5%*	*-0.6%*
Central & Eastern Europe	269	272	*-0.9%*	26.8	10.4	*10.0%*	*3.8%*
North & South West Europe	202	205	*-1.4%*	13.2	-8.7	*6.5%*	*-4.2%*
Iberia	165	173	*-5.0%*	2.5	1.6	*1.5%*	*0.9%*
Other BUs	353	360	*-1.9%*	18.1	19.7	*5.1%*	*5.5%*
Global structures**				-69.1	-64.5	*-1.6%*	*-1.5%*
Total Group	4,366	4,307	*+1.4%*	248.8	158.7	*5.7%*	*3.7%*

** Constant scope and exchange rates*
*** Global structures include the Global delivery Lines costs not allocated to the Group Business Unit and the Corporates costs*

In the first half of 2012, the Group's **revenue growth** was led by:
- A strong performance in Germany, UK & Ireland, North America, and
- eCS activities for Atos Worldline.

Operating margin significantly improved compared to pro forma H1 2011 mainly in Germany, North America, Central & Eastern Europe, North & South Western Europe. This improved performance was due notably to the delivery of TOP² Program and synergies, the platforms transformation activities for Siemens and the restructuring plan on the former SIS scope.

C.1.4.1 Germany

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	840	791	*+6.2%*
Operating margin	65.6	24.7	
Operatin margin rate %	*7.8%*	*3.1%*	

In **Germany**, **revenue** was **EUR 840 million**, up **+6.2 percent**.
The growth was mainly led by Managed Services (+7.5 percent) through new business with large customers such as Bayer, ThyssenKrupp and Volkswagen. Existing clients such as BASF and Siemens also contributed to the growth of the Service Line.
In Systems Integration, revenue grew by +2.1 percent, mainly in the Public and Manufacturing sector.

Operating margin strongly increased to **EUR 65.6 million**, representing **7.8 percent** of revenue. The improved performance was achieved thanks to the sound and timely execution of the integration plan and as mentioned above, a strong activity in the platforms transformation for Siemens.

C.1.4.2 United Kingdom & Ireland

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	812	761	*+6.7%*
Operating margin	55.7	45.7	
Operatin margin rate %	*6.9%*	*6.0%*	

In the **United Kingdom & Ireland**, **revenue** was **EUR 812 million**, up **+6.7 percent** compared to the first half of 2011.
With 35 percent of the GBU revenue, HTTS & SB grew +15.1 percent thanks to higher project revenue and volumes, notably in the Transport sector for HTTS, and in Financial and Medical BPO.
Managed Services posted a slight growth and Systems Integration was up +5.3 percent.

Operating margin was **EUR 55.7 million** representing **6.9 percent** of revenue, with a strong performance in the profitability of HTTS & Specialized Businesses.

C.1.4.3 France

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	500	514	*-2.7%*
Operating margin	0.5	19.3	
Operatin margin rate %	*0.1%*	*3.8%*	

Revenue in **France** was **EUR 500 million**, representing an organic decline of **-2.7 percent** year-on-year. Cyclical activities (Systems Integration and Consulting & Technology Services) posted a slowdown in the second quarter affected by 3 less working days, but also by a lack of new business in car manufacturing and with mobile phone operators.
In Managed Services, new contracts contributed to revenue in Energy although that did not offset lower volumes in Financial Services and car manufacturing.

Operating margin was **EUR 0.5 million**. A transformation program has been launched by the new management team in the first semester of 2012 to return the GBU to profitable growth and to restore a sustainable operating margin leveraging global programs like Wellbeing@work or eXpand. The effect of the first actions will start to materialize in the second half of 2012 and will continue in 2013.

C.1.4.4 Benelux

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	493	524	*-6.0%*
Operating margin	33.6	36.9	
Operatin margin rate %	*6.8%*	*7.0%*	

In **Benelux**, revenue in the first semester was **EUR 493 million**, down **-6.0 percent**. Difficult market conditions with large customers in most of the sectors, materialized in price pressure and lower volumes. As a result, cyclical activities continued to be affected.
In Managed Services, the activity was much more resilient, down -2.2 percent, thanks to large customers in the Netherlands in Financial Services and Energy, and new clients in Belgium.

As previously mentioned, the GBU remained focused on margin protection with a very strong workforce management program. As a result, **operating margin** was **EUR 33.6 million**, representing a solid **6.8 percent** of revenue, compared to 7.0 percent in the first half of 2011.

C.1.4.5 Atos Worldline

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	457	454	*+0.8%*
Operating margin	78.6	75.0	
Operatin margin rate %	*17.2%*	*16.5%*	

Revenue for **Atos Worldline** was **EUR 457 million** up **+0.8 percent** year-on-year. In payments, higher volumes in France, Belgium and Germany compensated for less hardware revenue. +4.9 percent growth in eCS compensated for the phase-out of one processing contract that was re-insourced in Germany.

Operating margin was **EUR 78.6 million**, representing **17.2 percent** of revenue, compared to 16.5 percent for the same period last year. This improvement came from France which benefited from the top line growth and also performed actions to reduce the cost base.
A solid commercial activity during this semester led to strong 110 percent book to bill.

C.1.4.6 North America

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	275	254	*+8.6%*
Operating margin	23.3	-1.4	
Operatin margin rate %	*8.5%*	*-0.6%*	

In **North America revenue** was **EUR 275 million**, up **+8.6 percent**. Managed Services revenue was up +6.6 percent thanks to increased business with large manufacturing companies. Systems Integration reported solid growth thanks to an increase of business in Financial Services.

Operating margin was **EUR 23.3 million**, representing **8.5 percent** of revenue. The increase in revenue in Managed Services and in Systems Integration, the effect of the restructuring completed in the first semester of 2011 on the SIS scope and the reduction of indirect costs achieved as part of the TOP² Program all contributed to the increase in operating margin.

C.1.4.7 Central & Eastern Europe

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	269	272	*-0.9%*
Operating margin	26.8	10.4	
Operatin margin rate %	*10.0%*	*3.8%*	

In **Central & Eastern Europe** (CEE) **revenue** was **EUR 269 million**, down **-0.9 percent**. Managed Services grew by +6.1 percent thanks to higher volumes in several countries including Turkey and Czech Republic while Systems Integration was impacted by less hardware resale and discretionary spend in the Public sector in several countries.

Operating margin was **EUR 26.8 million** at **10.0** percent of revenue compared to 3.8 percent in the first half of 2011. Most of the improvement came from the successful implementation of the integration and synergies program in all countries and higher volumes.

C.1.4.8 North & South West Europe

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	202	205	*-1.4%*
Operating margin	13.2	-8.7	
Operatin margin rate %	*6.5%*	*-4.2%*	

In **North & South West Europe** (N&SWE) **revenue** was **EUR 202 million**, down **-1.4** percent year-on-year. Systems Integration posted a strong growth thanks to a high level of delivery in the "Toll Collection" contract in Switzerland and a major SAP implementation in Finland. Managed Services reported a solid +4.0 percent growth with the ramp-up of new contracts in Finland and in Denmark in the Manufacturing sector. The GBU had less hardware revenue in the Civil & National Security business both in Switzerland and in Italy.

The effect of the staff restructuring performed in the first half of 2011 combined with the adjustment of the cost base through the TOP² Program and strong improvement in the management of fixed price projects led to an **operating margin** of **6.5 percent** at **EUR 13.2 million** compared to a loss in the same period of 2011.

C.1.4.9 Iberia

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	165	173	*-5.0%*
Operating margin	2.5	1.6	
Operatin margin rate %	*1.5%*	*0.9%*	

In **Iberia**, **revenue** was **EUR 165 million**, down **-5.0 percent**. While Managed Services grew +5.2 percent thanks to a good level of fertilization, the decline in Systems Integration, Consulting & Technology Services, and Specialized Businesses was concentrated in the Public Sector and in Financial Services, both sectors affected by budget restrictions and postponed investment decisions in the current economic environment. HTTS grew +13.7 percent thanks to higher transaction volumes in the loyalty card and messaging platform businesses.

Operating margin was positive at **EUR 2.5 million** representing **1.5 percent** of revenue slightly up compared to the same period last year.

C.1.4.10 Other Business Units

In EUR million	H1 2012	H1 2011	*% organic growth*
Revenue	353	360	*-1.9%*
Operating margin	18.1	19.7	
Operatin margin rate %	*5.1%*	*5.5%*	

Major Events

Revenue in the first half of 2012 increased by **EUR +5 million** compared to the same period of last year, reflecting the increasing activity around the London Olympic Games.

Asia Pacific

Revenue was down by **-11 percent**, coming mainly from Managed Services impacted mainly in Hong Kong and Japan, whereas Australia and China were showing an increase by EUR +1.8 million and EUR +1.6 million. Organic decrease was mainly caused by the end of the Manulife contract and a slowdown of service and resale revenue from a large bank in Hong Kong. Less purchase for resale in Taiwan impacted revenue.
Thanks to a good performance in Australia and Hong Kong, external revenue in Systems Integration increased.

Operating margin decreased by **EUR -1.7 million**. Margin drop in Hong Kong was mainly due to fewer volumes in banking, and the effect of the termination of the Manulife contract, which had also an impact in Japan. Philippines was up thanks to the optimization of the Manila factory (Managed Services). Operating margin in Thailand progressed thanks to the successful collection of receivables. Finally, Singapore and China contributed to the operating margin.

Latin America

Revenue, amounting to **EUR 100 million** in the first half of 2012, increased by **EUR +6 million** or **+5.9 percent** year on year. Technology Services posted a decline, primarily due to assignments not renewed. Systems Integration was up +10 percent due to new contracts with Claro, Embraer, and BASF. Managed Services grew +10.6 percent over last year based on a strong increase in Manufacturing, Retails & Services HTTS grew during the first half of the year, driven by a strong performance in the Public Sector, Healthcare & Transport and with Salta.

Latin America's **Operating Margin** in the first half of 2012 was at **5.2 percent of revenue**, increasing compared to last year, despite a decline in Technology Services due to a drop of revenue with Petrobras. The better performance in Systems Integration mainly came from margin catch-up compare to 2011 in the Telecoms, Media & Technology sector. HTTS improve its profitability during the first half of 2012 thanks to better project management for several customer entities such as Farmalink, Cordoba and Misiones.

South Africa, India, Morocco, UAE

In South Africa, revenue was slightly down year on year.
India was hampered by a strong 2011 comparative basis with the completion of major projects (HPCL, Sulzer) in Systems Integration, that have not been replaced by new business so far. Performance was up in Managed Services with NSN and SEN.
In Morocco, the revenue remained close to last year. The main client is Maroc Telecom.
Revenue was lifted in UAE, thanks to a high level of hardware resale in Qatar, coupled with good performance in Telecoms, Media & Technology.

India **operating margin** was up at the end of the semester, mainly in Systems Integration, due to higher internal revenue coming from demanding GBU's.
The UAE business showed an upturn, becoming profitable, thanks to the margin fall-through of the hardware resale in Qatar.

Atos Worldgrid

Atos Worldgrid posted a **revenue** retreating by **EUR -8.1 million**, mainly due to France with the strong ramp down in three contracts as explained above, slightly compensated by higher level of resale in the nuclear area.
Spain and Germany maintained their level of revenue compared to last year and China registered a decrease mainly due to delayed milestones in some projects.
In Italy, e-utile was stable to last year with +0.7 percent.

Atos Worldgrid **operating margin** decreased compared to last year, which mainly occurred in France, linked to the ramp down of contracts. But the strong action plans implemented and the various renegotiations held with customers resulted in signed settlements and fixed issues at the end of the semester.

C.1.4.11 Global structure costs

As a result of the centralization of Global Delivery Lines, **Global structure costs** posted **EUR 69.1 million** compared to EUR 64.5 million in the first half of 2011. The main reduction in SG&A costs were in the GBUs.

Global Delivery Lines
Global Delivery Lines costs (Global Delivery and Global Factory) increased by EUR 8.9 million. The prime reason was the centralization of resources for the global delivery lines. Half of the increase was related to the set-up the "HTTS & Specialized Businesses" Global Service Line.

Corporate Global Functions
The Global Functions' costs contracted by -12 percent, representing EUR 6.7 million in the first semester. This decrease primarily came from synergies materializing following the SIS integration. The cost of Global Functions benefited as well from the full effects of the TOP program and the implementation of the Activity Value Analysis (AVA) program, in all the corporate functions. Conversely, during the last 12 months the group has strongly reinforced the Sales Global Market Functions in order to accelerate sales growth with required more dedicated and specialized skills.

Equity based compensation
Equity based compensation costs (stock options, long term incentive plans, management investment plan, and employee purchase plan) increased by EUR 2.5 million in the first half.

C.1.5 Revenue by market

Looking at the Market sectors, the organic growth materialized primarily in Manufacturing, Retail & Services with EUR +73 million, and Public, Health & Transportation with EUR +30 million in HTTS & Specialized Businesses.

C.1.5.1 Manufacturing, Retail & Services

Manufacturing, Retail, & Services is the first market with 33 percent of Group total revenue. Revenue increased by +5.3 percent to reach EUR 1,447 million in H1 2012. This performance is in line with the strategy of the group to develop Managed Services activities primarily in the Manufacturing sector following the acquisition of SIS.

Revenue increased in Germany by +18.6 percent, thanks to the strong contribution from Siemens. This is tied to transition and platforms transformation activities as part of the IT service contract between Atos and Siemens. Three other GBUs significantly increased their revenue: North America, North & South Western Europe and Central & Eastern Europe.
France revenue decreased by -3.8 percent due to lower business on major contracts in Retail or car Manufacturing not offset by fertilization and new projects such as EADS.
Revenue in the United Kingdom slightly increased.
Revenue in Benelux decreased, affected by volume decline with customers such as Philips, linked to a scope reduction, and NXP ramp down.
Revenue from the Top 30 accounts reached EUR 910 million representing 63 percent of the sector.
Main Customers are Siemens and DSK / RAG in Germany, Renault and EADS in France, Philips in the Netherlands.

C.1.5.2 Public sector, Healthcare & Transports

Public sector, Healthcare & Transports is the second market with 27 percent of revenue. This sector stood at EUR 1,163 million for the first semester, up by +4.0 percent.
In the United Kingdom, the Group had a +8.5 percent growth with increased revenue with its largest Public & Health customers such as Health England and Department of Work and Pensions, as well as with Transportation customers.
Central & Eastern Europe had a decrease of -12.2 percent due loss of contracts in Slovakia with the Central Office of labor and the Ministry of Transport and lower contract performance in Austria.
Atos Worldline grew by +20.1 percent, driven by additional volumes in France.
Revenue in Middle East increased thanks to a one-off contract with the customer SIDRA.
Despite the context of reduction of public spending, Benelux and France showed a slight organic growth of respectively +1.2 percent and +0.1 percent.
Top 30 accounts revenue accounted for 59 percent of Public, Health & Transport sector and represented revenue of EUR 680 million.
Main customers are the UK Ministry of Justice, the Department of Work & Pensions, the UK Border Agency, the European Union Institutions and the French Ministry of Ecology.

C.1.5.3 Financial Services

The Financial Services sector representing 19 percent of total Group revenue. This sector stood at EUR 838 million for the semester, down by -1.5 percent in organic growth.
UK revenue increased by +6.2 percent thanks to additional volumes with NS&I.
North America posted a first semester growth of +36.7 percent, thanks to high level of activity both with Banks and Insurers.
France revenue decreased by -5.8 percent or EUR -5 million mainly linked to a lack of new business or the end of one contract with one bank customer.
Benelux showed an organic decrease of -6.5 percent primarily due to price pressure and cost cutting programs on Achmea contract.
Revenue in Germany dropped as a result of the termination of the application management contract with Commerzbank in June 2011.
Revenue in APAC decreased due to the impact of Manulife loss while the activity with a large bank in Hong Kong slowed down.
Revenue from the Top 30 accounts reached EUR 590 million representing 70 percent of the sector.
Main customers are ING and Achmea in the Netherlands, BNP Paribas in France, National Savings & Investments (NS&I) in the UK and Deutsche Bank in Germany.

C.1.5.4 Telecoms & Media

Telecoms & Media represented 14 percent of total Group revenue. This sector stood at EUR 609 million, which was a decline of -5.3 percent compared to H1 2011.
Benelux showed an organic decrease of -5.0 percent mainly linked to investment in projects frozen by one large customer.
In France, revenue has decreased by -9.3 percent mainly due to contract ramp down with mobile phone operators and in the Media sector.
Revenue in Germany dropped mainly due to Nokia Siemens Networks.
This sector is the most concentrated with revenue from the Top 30 accounts representing 90 percent of the sector.
Main customers are BBC in UK, KPN in the Netherlands and in Germany, Nokia Siemens Networks in Germany, France Telecom Orange in France and Telecom Italia.

C.1.5.5 Energy & Utilities

The Energy & Utilities sector amounted to 7 percent of Group revenue. This sector stood at EUR 310 million, a decrease of -3.8 percent compared to H1 2011. The market had to face with two main items:

- Atos Worldgrid in France was mainly impacted by a renegotiation with a major customer leading to a change of scope.
- Benelux was affected by the ramp down of the contract with the customer Nuon.

On the opposite, the activity in Energy and Utilities grew in GBUs such as the UK thanks to the EDF Energy contract and France with EDF in Managed Services.
Revenue from the Top 30 accounts reached EUR 257 million representing 83 percent of the sector.
Main customers in this sector are EDF, GDF, Schlumberger and Total in France, and A2A in North & South Western Europe.

C.1.6 Portfolio

C.1.6.1 Order entry and book to bill

Order entry amounted to EUR 2,638 million during the last quarter to reach a total semester amount of EUR 4,949 million, reaching to a book to bill ratio at 113 percent.

Order Entry by Service Line was as follows:

In EUR million	Q1	Q2	H1 2012
Managed Services	1,177	1,528	2,705
Systems Integration	539	477	1,016
HTTS & Specialized Businesses	424	484	908
Consulting & Technology Services	171	150	320
Total Group	**2,311**	**2,638**	**4,949**

Book to Bill by Service Line was as follows:

in %	Q1	Q2	H1 2012
Cyclical activities	102%	92%	97%
Recurring Businesses	109%	132%	121%
Total Group	**107%**	**120%**	**113%**

During the first half of the year, Consulting & Technology Services achieved a 104 percent book to bill ratio. A contract in TS with GasTerra has been renewed (E&U / Benelux).

For the first semester, Managed Services reached a strong 134 percent book to bill. This performance is mainly due to the signature of the large contracts and primarily Mc Graw Hill (TMT / mainly North America), Atos first German bank customers (FS / Germany), EDF (E&U in France and UK), part of the new contract with Nuclear Decommissioning Agency (PHT / UK), Department of health (PHT / UK).

Systems Integration activities reached 95 percent book to bill, facing a more difficult market environment in Q2 than in Q1. The main contracts signed or renewed during the first semester were: KPN (TMT / Benelux), Karstadt (MRS / Germany), Dah Sing (FS / APAC), ENI (E&U / N&SWE), part of the Nuclear Decommissioning Agency new contract (PHT / UK).

HTTS & Specialized Businesses achieved a 94 percent book to bill. This performance was made of 107 percent for HTTS mainly with the renewal of the Banque de France contract (MRS / France), the signature of new contracts with Renault Nissan (MRS / France) and Orange (TMT / France), and with the fertilization on the contract Capita Life and Pension (FS / UK).
BPO stood at 33 percent, the major contracts were renewed in previous year. Finally, the other Specialized Businesses units stood at 116 percent with the renewal of the contract with EnBW Group (E&U).

Order Entry by Market was as follows:

In EUR million	Q1	Q2	H1 2012
Manufacturing, Retail & Services	714	664	1,378
Public Sector, Healthcare & Transport	509	709	1,217
Financial Services	485	465	950
Telecom, Media & Technology	259	681	940
Energy & Utilities	344	120	464
Total Group	**2,311**	**2,638**	**4,949**

Book to Bill by Market was as follows:

in %	Q1	Q2	H1 2012
Manufacturing, Retail & Services	99%	91%	95%
Public Sector, Healthcare & Transport	89%	120%	105%
Financial Services	116%	111%	113%
Telecom, Media & Technology	86%	222%	154%
Energy & Utilities	226%	76%	150%
Total Group	**107%**	**120%**	**113%**

All markets (including Manufacturing Retail & Services without Siemens) reached a book to bill ratio above 105 percent for the semester. This performance was led by a high level of order entry in TMT (book to bill at 154 percent mainly thanks to the McGraw-Hill contract) and in E&U (book to bill at 150 percent mainly thanks to contracts in the UK with EDF Energy and the Nuclear Decommissioning Agency).

C.1.6.2 Full backlog

The full backlog stood at EUR 14,918 million at the end of June 2012, which represents 1.7 year of revenue, stable compared to the December 2011, but slightly higher than same period one year ago (+0.2 years of revenue).

In value the full backlog increased by EUR +484 million since the beginning of the year (+3.4 percent), mostly in Managed Services thanks to the signature of a major contract with McGraw-Hill. This new contract is mainly located in North America.

Full Backlog by service line was as follows:

	Full backlog evolution		
In EUR billion	June 2012	Dec. 2011 CS	number of year
Managed Services	9.5	9.0	2.4
Systems Integration	2.1	2.2	0.9
HTTS & Specialized Businesses	3.0	3.0	1.6
Consulting & Technology Services	0.3	0.3	0.5
Total Group	**14.9**	**14.4**	**1.7**

Full Backlog by Market was as follows:

In EUR billion	Full backlog evolution	
	June 2012	number of year
Manufacturing, Retail & Services	5.2	2.8
Public Sector, Healthcare & Transport	3.9	1.7
Financial Services	2.8	1.6
Telecom, Media & Technology	2.1	1.7
Energy & Utilities	0.9	1.4
Total Group	**14.9**	**1.7**

C.1.6.3 Full qualified pipeline

The full qualified pipeline stood at EUR 5,322 million at the end of June 2012 which represents 7.3 months of revenue. Compared to the same period one year ago, it represents a slight increase of +0.7 month of revenue.
In value, the full qualified pipeline slightly decreased by -1 percent (or EUR -58 million) compared to the level recorded at the end of last year on a constant scope and exchange rate basis, further to the signature of large opportunities which transformed the backlog.

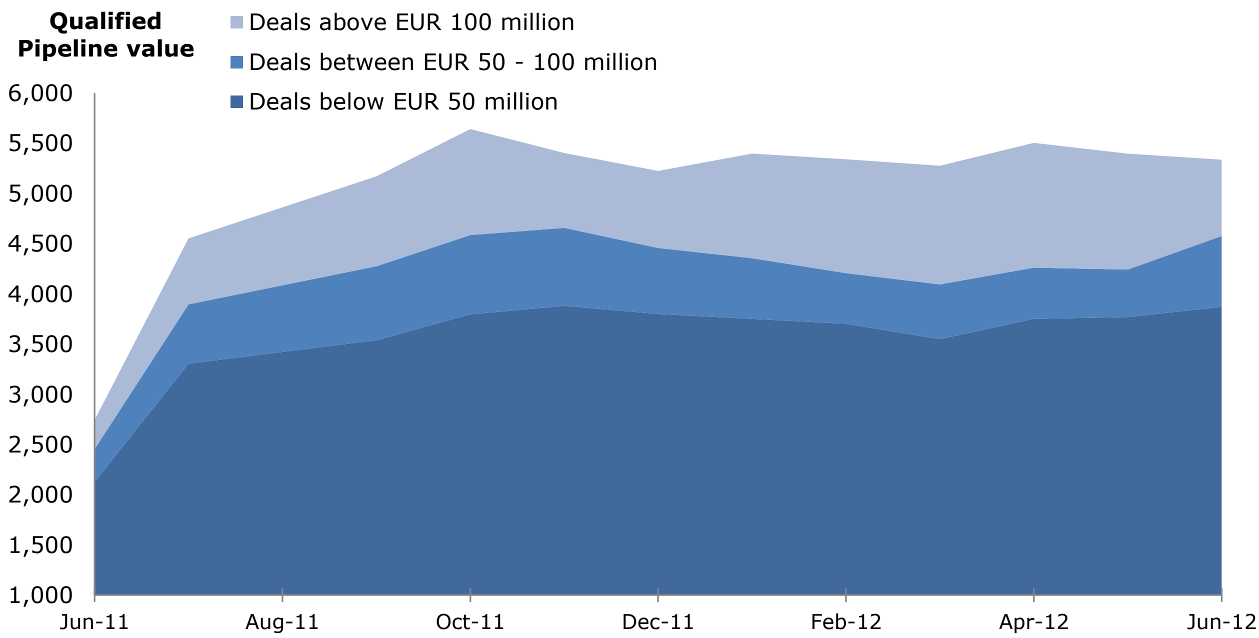
Full Weighted Pipeline by service line was as follows:

In EUR billion	Full pipeline evolution		
	June 2012	Dec. 2011 CS	number of months
Managed Services	2.4	2.7	7.2
Systems Integration	1.6	1.4	8.6
HTTS & Specialized Businesses	1.1	1.1	7
Consulting & Technology Services	0.2	0.2	4.4
Total Group	**5.3**	**5.4**	**7.3**

Full Weighted Pipeline by Market was as follows:

In EUR billion	Full pipeline evolution	
	June 2012	nber of months
Manufacturing, Retail & Services	1.6	10.3
Public Sector, Healthcare & Transport	1.5	8.0
Financial Services	1.0	7.4
Telecom, Media & Technology	0.7	6.2
Energy & Utilities	0.5	10.0
Total Group	**5.3**	**7.3**

Evolution of pipeline during the twelve months was as follow (at historical FX rates):



At the end of June 2012, deals above EUR 100 million represented 14 percent of the qualified pipeline and deals between EUR 50 million and EUR 100 million represented 13 percent of the total qualified pipeline.
This is in line with the split of deals that we had in the pipe at the end of December 2011, despite the signatures during this first semester of large deals such as McGraw Hill in North America or NDA in the UK or our first bank customer in Germany.

C.1.7 Human Resources

The total number of employees was 75,329 at the end of June 2012 compared to 73,969 at the end of December 2011, representing an increase of +1,360 people over the period.

Excluding the contribution of entities entering the scope in 2012, the total number of staff was stable but included a decrease of Indirect headcount of -426 (within the context of AVA implementation and on-going restructuring plan mainly dedicated to former SIS support functions and middle management), offset by an increase of +839 in the direct workforce. The level of Indirect headcounts decreased by -6 percent over the first semester, after -11 percent for the full year 2011.

The number of direct employees at the end of June 2012 was 68,576, representing 91 percent of the total headcount, compared to 89.5 percent at the end of 2011 and 90.5 percent at the end of March 2012.

C.1.7.1 Headcount evolution

Detailed headcount movements during the first six months of the year were the following:

Headcounts	Opening Jan-12	Closing June-12	Change	%
Germany	7,438	7,606	168	+2.3%
France	9,763	9,572	-191	-2.0%
United-Kingdom & Ireland	8,955	9,673	718	+8.0%
Benelux	6271	6129	-142	-2.3%
Atos Worldline	5,125	5,302	177	+3.5%
Central & Eastern Europe	4257	5383	1126	+26.5%
North America	3,540	3,609	69	+1.9%
North & South West Europe	1417	1406	-11	-0.8%
Iberia	4,631	4,575	-56	-1.2%
Other BUs	14781	15267	486	+3.3%
Global Structures	50	54	4	+8.0%
Direct	**66,228**	**68,576**	**2,348**	**+3.5%**
Indirect	**7,741**	**6,752**	**-989**	**-12.8%**
Total Group	**73,969**	**75,329**	**1,360**	**+1.8%**

<u>Changes in scope</u>

The changes in scope in the first half of 2012 related to the impact of the acquisitions of SIS related deferred assets (e-utile, Russia), MSL, Bluekiwi and Quality Equipment.

<u>Hiring</u>

The volume of recruitment reached +5,497 in direct workforce, primarily in Managed Services (+2,725) and then Systems Integration (+1,486). On a yearly basis, this level of recruitment represented 16 percent of the adjusted opening workforce.

<u>Leavers</u>

Leavers comprise voluntary permanent staff leavers, as permanent staff who have been dismissed are classified under "dismissed".
The total number of leavers in the first half of 2012 was 3,879 of which 3,506 in the direct workforce.

Staff attrition decreased by -1.1 point during the period at 10.7 percent for the first six months of 2012 compared to 11.8 percent for the full year 2011.

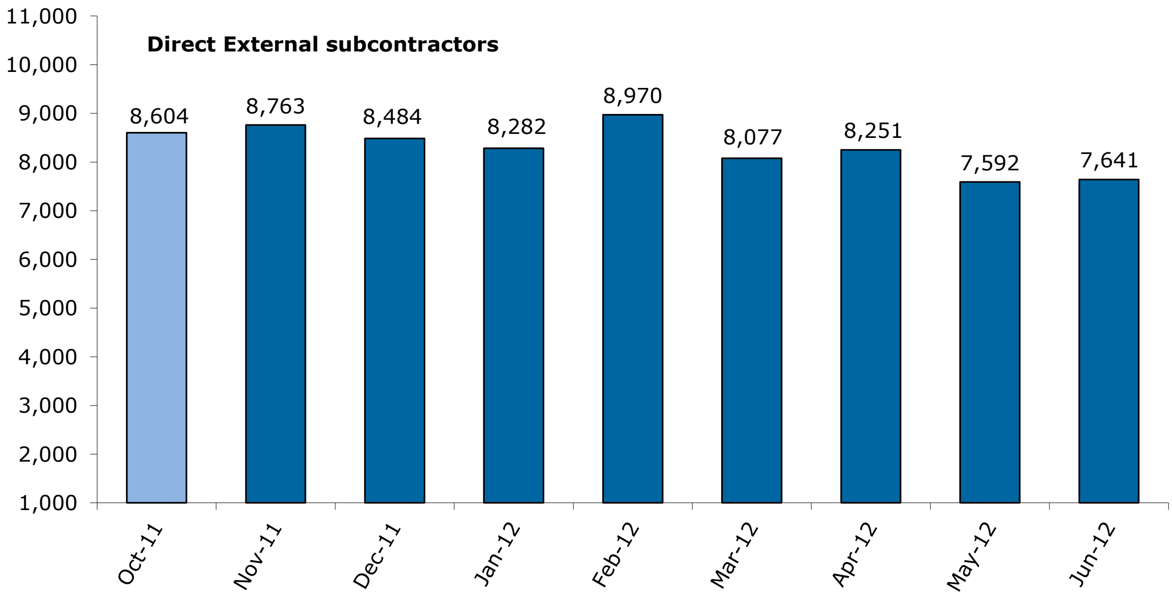
Attrition rate was decreasing in all geographies during the semester, dropping to around 7 percent in the large European countries and remaining at around 22 percent in the emerging countries such as India, Latin America or Asia.

Restructuring & Dismissals

Restructuring efforts were mainly concentrated in Germany, France Benelux and Central & Eastern Europe, reflecting both the impact of the SIS integration (Germany, CEE) and the ongoing resizing plans to cope with difficult business context in France and Benelux.
As a result of the headcount reorganization program following the SIS integration, circa 680 employees left the Group during the first six months of the year.

C.1.7.2 External Subcontractors

The number of direct subcontractors, at a level of 8,484 at the end of 2011 following the integration of SIS, decreased to 7,641 at the end of the first half 2012.



This level of subcontractors represented 10 percent of productive FTE at the end of June 2012, compared to a level of 11 percent at the end of 2011 (and 5.4 percent at the end of 2010 for the former Atos scope only). This level, derived mainly from the SIS scope, is carefully monitored by the Group whose objective is to maintain the number of non-critical subcontractors.

C.1.8 2012 objectives

After a satisfactory first half, the Group is in a position to confirm all its objectives for 2012 as stated in the February 23rd, 2012 release, i.e.:

Revenue

In the current economic environment, the Group expects a **slight revenue organic growth** compared to pro forma 12 months 2011.

Operating margin

Thanks to the continued integration of SIS and the roll out of the TOP² Program, the Group has the objective to improve its **operating margin rate to 6.5 percent of revenue** compared to 4.8 percent for pro forma 12 months 2011.

Free cash flow

The Group has the ambition to achieve a **free cash flow** of around **EUR 250 million**.

The improvement compared to 2011 statutory is expected from the increase in operating margin and a tougher control on capital expenditure and working capital.

Earnings per share (EPS)

The Group forecasts EPS (adjusted, non-diluted) in line with the **+50 percent increase** targeted **for 2013** compared to 2011 statutory.

C.2 Financial review

C.2.1 Income statement

The Group reported a net income (attributable to owners of the parent) of EUR 101.8 million for the half year 2012, which represents 2.3% of Group revenues of the period. The normalized net income before unusual, abnormal and infrequent items (net of tax) for the period was EUR 155.7 million, representing 3.6% of Group revenues of the period, in increase by + 53.4% compared with last year.

(in EUR million)	**6 months ended 30 June 2012**	**% Margin**	**6 months ended 30 June 2011**	**% Margin**
Operating margin	**248.8**	**5.7%**	**166.2**	**6.7%**
Other operating income / (expenses)	(78.4)		(5.8)	
Operating income	**170.4**	**3.9%**	**160.4**	**6.5%**
Net financial income / (expenses)	(19.7)		(22.6)	
Tax charge	(47.7)		(38.9)	
Non-controlling interests and associates	(1.2)		0.7	
Net income – Attributable to owners of the parent	**101.8**	**2.3%**	**99.6**	**4.0%**
Normalized net income – Attributable to owners of the parent (*)	**155.7**	**3.6%**	**101.5**	**4.1%**

(*) Defined hereafter.

C.2.1.1 Operating margin

Income and expenses are presented in the Consolidated Income Statement by nature to reflect the specificities of the Group's business more accurately. Under the line item presenting revenues, ordinary operating expenses are broken down into staff expenses and operating expenses.

These two captions together are deducted from revenues to obtain operating margin, one of the main Group business performance indicators.

Operating margin represents the underlying operational performance of the on-going business and is explained in the operational review.

C.2.1.2 Other operating income and expenses

Other operating income and expenses relate to income and expenses that are unusual, abnormal and infrequent. They represent a net expense of EUR 78.4 million in the first half of 2012. The following table presents this amount by nature and destination:

(In EUR million)	6 months ended 30 June 2012	6 months ended 30 June 2011
Staff reorganization	(27.6)	(24.1)
Rationalization and associated costs	(8.1)	1.8
Integration costs	(28.4)	(16.3)
Customer relationships amortization (PPA) *	(20.2)	-
Change in UK pension indexation	-	33.0
Other items	5.9	(0.2)
Total	**(78.4)**	**(5.8)**

**Purchase Price Allocation.*

The EUR 27.6 million **staff reorganization** expense was the consequence of both the Group workforce adaptation to the effects of the economic recession and the non-recurring costs induced by the TOP Programs aimed at improving Group efficiency and productivity.

The EUR 8.1 million **rationalization and associated costs** primarily resulted from office premises rationalization and datacenters consolidation mainly in Latin America for EUR 3.6 million, N&SWE for EUR 1.4 million and Asia Pacific for EUR 1.1 million.

The **costs of integration** resulting from the acquisition of Siemens IT Solutions and Services (SIS) for EUR 28.4 million consisted of IT infrastructure carve out and homogenization of tools and processes.

C.2.1.3 Net financial expense

Net financial expense amounted to EUR 19.7 million for the period (compared with EUR 22.6 million last year) and was composed of a net cost of financial debt of EUR 16.5 million and non-operational financial costs of EUR 3.2 million.

Non-operational financial costs amounted to EUR 3.2 million compared to EUR 14.1 million in June 2011 and mainly consisted of pension financial related costs (EUR 2.5 million compared to EUR 5.9 million in 2011).
These costs represented the difference between the interest costs and the expected return on plan assets.

Please refer to the Note 14 Pensions for further explanations.

C.2.1.4 Corporate tax

The tax charge per June 2012 is EUR 47.7 million including CVAE (Cotisation sur la Valeur Ajoutée des Entreprises) with a profit before tax of EUR 150.7 million, resulting in an Effective Tax Rate (ETR) of 31.6% by applying the normalized ETR full year of 30.2%, subsequently adjusted for the tax impact of discrete items.

C.2.1.5 Non controlling interests

Non-controlling interests included shareholdings held by joint venture partners and other associates of the Group. They were mostly located in Austria for EUR 3.0 million of profit for the period.

C.2.1.6 Normalized net income

The normalized net income excluding unusual, abnormal and infrequent items (net of tax) is EUR 155.7 million, increasing by +53.4% compared with last year.

(in EUR million)	6 months ended 30 June 2012	6 months ended 30 June 2011
Net income - Attributable to owners of the parent	**101.8**	**99.6**
Other operating income and expenses	(78.4)	(5.8)
Tax effect on other operating income and expenses	25.6	(0.6)
Other unusual items on tax	(1.1)	4.5
Total unusual items – Net of tax	**(53.9)**	**(1.9)**
Normalized net income - Attributable to owners of the parent	**155.7**	**101.5**

C.2.2 Earnings per share

(in EUR million)	6 months ended 30 June 2012	% Margin	6 months ended 30 June 2011	% Margin
Net income – Attributable to owners of the parent [a]	**101.8**	**2.3%**	**99.6**	**4.0%**
Impact of dilutive instruments	7.9		4.5	
Net income restated of dilutive instruments - Attributable to owners of the parent [b]	**109.7**	**2.5%**	**104.1**	**4.2%**
Attributable to owners of the parent [c]	**155.7**	**3.6%**	**101.5**	**4.1%**
Impact of dilutive instruments	7.9		4.5	
Normalized net income restated of dilutive instruments - Attributable to owners of the parent [d]	**163.6**	**3.7%**	**106.0**	**4.3%**
Average number of shares [e]	83,454,764		69,691,788	
Impact of dilutive instruments	12,451,971		7,041,694	
Diluted average number of shares [f]	95,906,735		76,733,482	
(In EUR)				
Basic EPS [a] / [e]	**1.22**		**1.43**	
Diluted EPS [b] / [f]	**1.14**		**1.36**	
Normalized basic EPS [c] / [e]	**1.87**		**1.46**	
Normalized diluted EPS [d] / [f]	**1.71**		**1.38**	

Potential dilutive instruments comprised stock subscription (equivalent to 1,655,069 options) and convertible bonds (equivalent to 10,796,902 shares of which 5,414,771 issued in 2009 and 5,382,131 issued in 2011). The convertible bonds are the only instruments that generate a restatement of net income used for the diluted EPS calculation. The EUR 7.9 million restatements corresponded to the interest expenses relating to the liability component net of deferred tax (EUR 4.7 million issued in 2009 and EUR 3.2 million issued in 2011).

Normalized basic and diluted EPS reached respectively EUR 1.87 (EUR 1.46 in June 2011) and EUR 1.71 (EUR 1.38 in June 2011) and increase over the period by respectively +28% and +24%. Normalized diluted EPS factored the issuance of the 2011 new convertible bonds.

The **adjusted non-diluted EPS** presented here below constitutes a key indicator used by the Group to measure the efficiency of its management and to communicate on its performance.

(in EUR million)	**6 months ended 30 June 2012**	**6 months ended 30 June 2011**
Net income - Attributable to owners of the parent	**101.8**	**99.6**
Staff reorganization	(27.6)	(24.1)
Rationalization and associated costs	(8.1)	1.8
Customer relationships amortization (PPA) *	(20.2)	-
Subtotal	**(55.9)**	**(22.3)**
Tax effect with effective tax rate	17.7	6.3
Total adjusments – Net of tax	**(38.2)**	**(16.0)**
Adjusted net income - Attributable to owners of the parent	**140.1**	**115.6**
Average number of shares	83,454,764	69,691,788
Adjusted non-diluted EPS	**1.68**	**1.66**

**Purchase Price Allocation.*

C.2.3 Cash flow and net debt

The Group net debt stands at a net cash positive of EUR -100.6 million at the end of June 2012, thus representing an improvement in net cash flow of EUR 191.6 million.

(in EUR million)	**6 months ended 30 June 2012**	**6 months ended 30 June 2011**
Operating Margin before Depreciation and Amortization (OMDA)	**345.4**	**241.0**
Net capital expenditures	(131.0)	(72.3)
Change in working capital requirement	58.4	51.7
Cash from operation (CFO)	**272.8**	**220.4**
Taxes paid	(30.8)	(21.9)
Net cost of financial debt paid	(16.5)	(8.5)
Reorganization in other operating income	(25.4)	(34.7)
Rationalization & associated costs in other operating income	(24.9)	(20.1)
Integration and acquisition costs	(28.5)	(16.3)
Net financial investments (*)	(4.9)	(8.6)
Profit sharing amounts payable transferred to debt	(2.5)	(5.8)
Other changes (**)	(9.9)	(21.4)
Free Cash Flow	**129.4**	**83.1**
Net (acquisitions) / disposals	103.0	-
Capital increase / (decrease)	10.0	-
Dividends paid to owners of the parent	-	(34.9)
Change in net debt (cash)	**242.4**	**48.2**
Opening net debt	**141.8**	**139.2**
Closing net debt /(cash)	**(100.6)**	**91.0**

(*) Net Long term financial investments excluding acquisitions and disposals.

(**) "Other changes" include translation differences, disposal of operational assets, other operating income with cash impact (excluding reorganization, rationalization and associated costs, integration costs and acquisition costs), dividends paid to non-controlling interests, sale treasury stock & common stock issues and other financial items with cash impact.

Free cash flow represented by the change in net cash or net debt, excluding equity changes, dividends paid to shareholders and net acquisitions and disposals, reached EUR 129.4 million compared with EUR 83.1 million during the six months ended 30 June 2011.

Cash from Operations (CFO) amounted to EUR 272.8 million and increased by EUR 52.4 million compared to last year. This increase resulted from the evolution of the following items:

- OMDA (EUR +104.4 million),
- Higher net capital expenditures (EUR -58.7 million),
- Change in working capital requirement (EUR +6.7 million).

OMDA of EUR 345.4 million, representing an increase of EUR +104.4 million compared to June 2011, reached 7.9% of revenues against 9.7% of revenues in June 2011. This growth in OMDA derived from the operating margin improvement.

(in EUR million)	6 months ended 30 June 2012	6 months ended 30 June 2011
Operating margin	**248.8**	**166.2**
+ Depreciation of fixed assets	174.9	96.7
+ Net book value of assets sold / written off	5.3	0.8
+ Charge for equity-based compensation	7.0	4.4
+/- Net charge / (release) of pension provisions	(22.9)	(25.6)
+/- Net charge / (release) of provisions excluding release provisions from SiS combination	(8.3)	(1.5)
- Release of provisions from SiS combination	(59.4)	-
OMDA	**345.4**	**241.0**

The amount of EUR 59.4 million of release of provisions from SIS combination corresponded to losses incurred on projects, litigations and assets brought by SIS at completion date.

The **net capital expenditures** amounted to EUR 131.0 million or 3.0% of revenue slightly above the level of the first half of 2011 at 2.9%.

The positive **change in working capital** was EUR 58.4 million (higher than last year by EUR +6.7 million). The DSO ratio changed from 61 days at the end of June 2011 to 53 days at the end of June 2012. In the meantime, the DPO varied from 86 days last year to 72 days as of June 2012.

Cash out related to **taxes paid** reached EUR 30.8 million higher than last year by EUR 8.9 million.

The **cost of net debt** of EUR 16.5 million (including convertible bond) increased by EUR 8.0 million compared to the first half of 2011. This was mainly led by a higher cost of gross debt which was impacted by:

- Increase of EUR +397.9 million in the amount of average gross debt (EUR 948.2 million compared to EUR 550.3 million in the first half of 2011);
- The effective cost of the new convertible bond OCEANE attributed to Siemens.

This was partially offset by a better remuneration of the Group average at 1.35% compared to 0.20% in the first half 2011.

Cash outflow linked to **reorganization and rationalization and associated costs** represented EUR 50.3 million, in line with the plan of the period.

Miscellaneous **Net financial investments** amounted to EUR 4.9 million.

Other changes of EUR 9.9 million mainly corresponded to:

- Other operating expenses excluding reorganization, rationalization and associated costs, integration costs and acquisition costs amounted to an expense of EUR 17.9 million mainly composed of an exceptional recovery payment to the Dutch pension plan (for EUR 17.1 million);and
- Sale of treasury stock and issuance of common stock for (EUR 9.8 million).

As a result, the **Group free cash flow** (FCF) generated during the first half 2012 was EUR 129.4 million.

The Group has decided to exclude all acquisitions and disposals from the Group free cash flow and not only the significant ones, as it was previously the case. Non "Significant" was defined by the rule "which price is below 0.15 % of Group External Revenue".

The objective of such a change is to provide a more adequate assessment of the Group operational performance as well as to align the Free Cash Flow definition on the market position and main competitors. This change has no effect on the Group free cash flow reported in 2011.

The net debt impact resulting from **net acquisitions/disposals** represented EUR 103.0 million and resulted from the following transactions:

- Regarding the acquisition of Siemens IT Solutions and Services:
  - Purchase price adjustment resulting from the final settlement agreed by the parties in February 2012 for EUR +160.8 million; and
  - The EUR -38.0 million deferred assets or acquisitions including EUR -22.7 million of net debt (of which e-utile amounted for EUR -34.1 million);

- The acquisition of 50 per cent of the shares of MSL Technology S.L. for EUR -10.6 million (including EUR +0.4 million of cash) to create a leader in Sports and Major Events IT industry;

- The acquisition of blueKiwi for EUR -10.5 million (including EUR -1.1 million of net debt);

- The acquisition of Quality Equipment B.V. for EUR -10.2 million (including EUR -0.7 million of net debt), a Dutch electronic payment player;

- The disposal of the 49 per cent share held in the Belgium joint venture Sinsys for EUR +11.5 million (including EUR +0.3 million of cash).

The **capital increase** of EUR 10.0 million was subscribed by our partner in Canopy Cloud Limited, a company dedicated to cloud computing.

C.2.4 Parent company results

The profit before tax of the parent company amounts to EUR 21.6 million for the end of June 2012, compared with EUR 27.8 million for the first semester 2011.

C.3 Interim condensed financial statements

C.3.1 Interim consolidated income statement

(in EUR million)	Notes	6 months ended 30 June 2012	6 months ended 30 June 2011
Revenue	**Note 2**	**4,366.0**	**2,476.4**
Personnel expenses	Note 3	(2,273.7)	(1,399.5)
Operating expenses	Note 4	(1,843.5)	(910.7)
Operating margin		**248.8**	**166.2**
% of revenue		**5.7%**	**6.7%**
Other operating income and expenses	Note 5	(78.4)	(5.8)
Operating income		**170.4**	**160.4**
% of revenue		**3.9%**	**6.5%**
Net cost of financial debt		(16.5)	(8.5)
Other financial expenses		(26.9)	(21.4)
Other financial income		23.7	7.3
Net financial income	Note 6	(19.7)	(22.6)
Net income before tax		**150.7**	**137.8**
Tax charge	Note 7	(47.7)	(38.9)
Share of net profit/(loss) of associates		1.7	(0.3)
Net income		**104.7**	**98.6**
Of which:			
- attributable to owners of the		**101.8**	**99.6**
- non-controlling interests	Note 8	2.9	(1.0)

(in EUR and number of shares)

Net income - Attributable to owners of the parent	**Note 9**		
Weighted average number of shares		83,454,764	69,691,788
Basic earnings per share		**1.22**	**1.43**
Diluted weighted average number of shares		95,906,735	76,733,482
Diluted earnings per share		**1.14**	**1.36**

C.3.2 Interim consolidated statement of comprehensive income

(in EUR million)	6 months ended 30 June 2012	6 months ended 30 June 2011
Net income	**104.7**	**98.6**
Other comprehensive income:		
Cash flow hedging	(2.0)	3.8
Actuarial gains and losses generated in the period on defined benefit plan	(173.4)	16.4
Exchange differences on translation of foreign operations	24.8	(39.4)
Deferred tax on items recognized directly on equity	36.6	(7.8)
Total other comprehensive income	**(114.0)**	**(27.0)**
Total comprehensive income for the period	**(9.3)**	**71.6**
Of which:		
- attributable to owners of the parent	**(12.1)**	**72.8**
- non-controlling interests	2.8	(1.2)

C.3.3 Interim consolidated statement of financial position

(in EUR million) **ASSETS**	**Notes**	**30 June 2012**	**31 December 2011 restated ***	**31 December 2011 published**	**30 June 2011**
Goodwill	Note 10	1,965.8	1,917.6	1,982.2	1,578.1
Intangible assets		465.6	466.7	472.1	83.7
Tangible assets		683.1	696.9	680.2	367.5
Non-current financial assets	Note 11	470.4	681.9	580.3	255.0
Non-current financial instruments		-	0.1	0.1	0.8
Deferred tax assets		436.4	352.7	381.3	308.9
Total non-current assets		**4,021.3**	**4,115.9**	**4,096.2**	**2,594.0**
Trade accounts and notes receivables	Note 12	2,012.6	1,924.5	1,928.3	1,293.7
Current taxes		28.9	17.5	17.5	12.2
Other current assets		534.0	552.0	557.2	223.9
Current financial instruments		3.0	1.1	1.1	2.6
Cash and cash equivalents	Note 13	1,045.0	766.8	766.8	596.7
Total current assets		**3,623.5**	**3,261.9**	**3,270.9**	**2,129.1**
Total assets		**7,644.8**	**7,377.8**	**7,367.1**	**4,723.1**

(in EUR million) **LIABILITIES AND SHAREHOLDERS' EQUITY**	**Notes**	**30 June 2012**	**31 December 2011 restated ***	**31 December 2011 published**	**30 June 2011**
Common stock		84.6	83.6	83.6	69.9
Additional paid-in capital		1,802.2	1,766.5	1,766.5	1,335.4
Consolidated retained earnings		408.0	397.9	403.9	306.6
Translation adjustments		(82.3)	(107.1)	(112.7)	(141.6)
Net income attributable to the owners of the parent		101.8	184.0	181.6	99.6
Equity attributable to the owners of the parent		2,314.3	2,324.9	2,322.9	1,669.9
Non-controlling interests		31.1	6.0	6.0	4.2
Total shareholders' equity		**2,345.4**	**2,330.9**	**2,328.9**	**1,674.1**
Provisions for pensions and similar benefits	Note 14	661.9	571.8	571.8	433.7
Non-current provisions	Note 15	148.5	167.8	162.3	64.4
Borrowings	Note 16	766.3	734.5	734.5	502.9
Deferred tax liabilities		277.4	237.7	244.6	108.2
Non-current financial instruments		6.2	5.6	5.6	0.9
Other non-current liabilities		11.4	11.8	11.8	13.8
Total non-current liabilities		**1,871.7**	**1,729.2**	**1,730.6**	**1,123.9**
Trade accounts and notes	Note 17	1,054.2	925.6	927.2	604.4
Current taxes		107.7	76.1	76.4	41.1
Current provisions	Note 15	380.2	523.0	509.7	84.4
Current financial instruments		8.5	6.2	6.2	2.7
Current portion of borrowings	Note 16	178.1	174.1	174.1	184.8
Other current liabilities	Note 18	1,699.0	1,612.7	1,614.0	1,007.7
Total current liabilities		**3,427.7**	**3,317.7**	**3,307.6**	**1,925.1**
Total liabilities and shareholders' equity		**7,644.8**	**7,377.8**	**7,367.1**	**4,723.1**

** The consolidated statement of financial position as of December 31st, 2011 is restated in order to reflect the impacts of the changes in the purchase price allocation related to the business combination with Siemens IT Solutions and Services described in note1 Changes of scope of consolidation - business combination.*

C.3.4 Interim consolidated cash flow statement

(in EUR million)	Notes	6 months ended 30 June 2012	6 months ended 30 June 2011
Profit before tax		**150.7**	**137.8**
Depreciation of assets	Note 4	174.9	96.7
Net charge / (release) to operating provisions		(90.5)	(27.1)
Net charge / (release) to financial provisions		3.4	2.9
Net charge / (release) to other operating provisions		(35.3)	(69.1)
Customer relationships amortization (PPA)		20.2	-
Losses / (gains) on disposals of fixed assets		(1.8)	-
Net charge for equity-based compensation		7.0	4.4
Losses / (gains) on financial instruments		(0.3)	2.4
Net cost of financial debt	Note 6	16.5	8.5
Cash from operating activities before change in working capital requirement, financial interest and taxes		**244.8**	**156.5**
Taxes paid		(30.8)	(21.9)
Change in working capital requirement		58.4	51.7
Net cash from/ (used in) operating activities		**272.4**	**186.3**
Payment for tangible and intangible assets		(155.3)	(73.3)
Proceeds from disposals of tangible and intangible assets		24.3	1.0
Net operating investments		**(131.0)**	**(72.3)**
Amounts paid / received for acquisitions and long-term investments		114.7	(15.1)
Cash and cash equivalents of companies purchased during the period		0.1	-
Proceeds from disposals of financial investments		12.8	6.5
Cash and cash equivalents of companies sold during the period		(0.4)	-
Net long-term investments		127.2	(8.6)
Net cash from/ (used in) investing activities		**(3.8)**	**(80.9)**
Common stock issues on the exercise of equity-based compensation		9.8	1.5
Dividends paid to owners of the parent		-	(34.9)
New borrowings	Note 16	27.5	5.8
New finance lease	Note 16	0.8	0.3
Repayment of long and medium-term borrowings	Note 16	(33.0)	(20.9)
Net cost of financial debt paid		(12.7)	(7.2)
Other flows related to financing activities		7.8	140.9
Net cash from/ (used in) financing activities		**0.2**	**85.5**
Increase/ (decrease) in net cash and cash equivalents		**268.8**	**190.9**
Opening net cash and cash equivalents		**722.8**	**416.5**
Increase/ (decrease) in net cash and cash equivalents	Note 16	268.8	190.9
Impact of exchange rate fluctuations on cash and cash equivalents		3.2	(13.6)
Closing net cash and cash equivalents	**Note 16**	**994.8**	**593.8**

C.3.5 Interim consolidated statement of changes in shareholders' equity

(in EUR million)	**Number of shares at period-end (thousands)**	**Common Stock**	**Additional paid-in capital**	**Consolidated retained earnings**	**Translation adjustments**	**Items recognized directly in equity**	**Net income**	**Total**	**Non controlling interests**	**Total shareholder's equity**
At 1 January 2011	**69,914**	**69.9**	**1,333.9**	**209.1**	**(102.2)**	**(0.7)**	**116.1**	**1,626.1**	**5.4**	**1,631.5**
* Common stock issued	63	0.0	1.5					1.5		1.5
* Appropriation of prior period net income				116.1			(116.1)	-		-
* Dividends paid to non-controlling interests				(34.9)				(34.9)		(34.9)
* Equity-based compensation				4.4				4.4		4.4
Transactions with owners	63	0.0	1.5	85.6	-	-	(116.1)	(29.0)	-	(29.0)
* Net income							99.6	99.6	(1.0)	98.6
* Other Comprehensive income				9.7	(39.4)	2.9		(26.8)	(0.2)	(27.0)
Total comprehensive income for the period				9.7	(39.4)	2.9	99.6	72.8	(1.2)	71.6
At 30 June 2011	**69,977**	**69.9**	**1,335.4**	**304.4**	**(141.6)**	**2.2**	**99.6**	**1,669.9**	**4.2**	**1,674.1**
* Common stock issued	13,590	13.7	431.1					444.8		444.8
* Equity-based compensation				6.1				6.1		6.1
* Changes in treasury stock				0.2				0.2	(2.4)	(2.2)
* Equity portion of compound instrument				20.8				20.8		20.8
* Other				72.2				72.2	2.3	74.5
Transactions with owners	13,590	13.7	431.1	99.3	-	-	-	544.1	(0.1)	544.0
* Net income							82.0	82.0	2.2	84.2
* Other Comprehensive income				6.8	28.9	(8.8)		26.9	(0.3)	26.6
Total comprehensive income for the period				6.8	28.9	(8.8)	82.0	108.9	1.9	110.8
At 31 December 2011	**83,567**	**83.6**	**1,766.5**	**410.5**	**(112.7)**	**(6.6)**	**181.6**	**2,322.9**	**6.0**	**2,328.9**
Changes in SIS business combination at 1 January 2012				**(6.0)**	**5.6**		**2.4**	**2.0**	**-**	**2.0**
At 1 January 2012 restated	**83,567**	**83.6**	**1,766.5**	**404.5**	**(107.1)**	**(6.6)**	**184.0**	**2,324.9**	**6.0**	**2,330.9**
* Common stock issued	1,028	1.0	35.7					36.7	11.3	48.0
* Appropriation of prior period net income				184.0			(184.0)	-		-
* Dividends paid to shareholders				(41.9)				(41.9)		(41.9)
* Equity-based compensation				7.0				7.0		7.0
* Other				(0.3)				(0.3)	11.0	10.7
Transactions with owners	1,028	1.0	35.7	148.8	-	-	(184.0)	1.5	22.3	23.8
* Net income							101.8	101.8	2.9	104.7
* Other Comprehensive income				(138.7)	24.8			(113.9)	(0.1)	(114.0)
Total comprehensive income for the period				(138.7)	24.8	-	101.8	(12.1)	2.8	(9.3)
At 30 June 2012	**84,595**	**84.6**	**1,802.2**	**414.6**	**(82.3)**	**(6.6)**	**101.8**	**2,314.3**	**31.1**	**2,345.4**

C.3.6 Notes to the half-year condensed consolidated financial statements for the period ended 30 June 2012

C.3.6.1 Basis of preparation

The 2012 interim consolidated financial statements have been prepared in accordance with the applicable international accounting standards, as endorsed by the European Union and of mandatory application as at 30 June 2012.

The international standards comprise the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB), the International Accounting Standards (IAS), the interpretations of the Standing Interpretations Committee (SIC) and the International Financial Reporting Interpretations Committee (IFRIC).

Those standards and interpretations can be found at:
http://ec.europa.eu/internal_market/accounting/ias/index_en.htm

The accounting policies, presentation and methods of computation that have been followed in these interim consolidated financial statements are in line with those that were applied in the preparation of the 31 December 2011 financial statements and disclosed in the Group's 2011 Reference Document.

The interim consolidated financial statements for the six months ended 30 June 2012 have been prepared in accordance with the standard IAS 34 - Interim Financial Reporting. As such these financial statements do not include all of the information required for annual financial statements, and should be read in conjunction with the consolidated financial statements of the Group for the year ended 31 December 2011.

The following standards, interpretations and amendments to existing standards that have been published are mandatory for the Group's accounting period beginning on or after 1 January 2012:

- Amendments to IAS 1 – Presentation of Items of Other Comprehensive Income;
- Amendments to IAS 19 – Employee Benefits.

The impact of the other changes in standards and interpretations on the Group's Financial Statements is limited.

The interim consolidated financial statements do not take into account:

- Draft standards that are still at the exposure draft stage at the International Accounting Standards Board (IASB).

- New standards, interpretations and amendments to existing standards and interpretations not yet approved by the European Union. This notably concerns:
  - IFRS 9 - Financial Instruments (replacement of IAS 39);
  - Amendments to IFRS 1 - Severe Hyperinflation;
  - Amendments to IFRS 7 - Disclosures : Transfers of Financial Assets;
  - Amendments to IAS 12 - Deferred Taxes : Recovery of Underlying Assets;
  - IFRS 10 - Consolidated Financial Statements;
  - IFRS 11 - Joint Arrangements;
  - IFRS 12 - Disclosure of Interests in Other Entities;
  - IFRS 13 - Fair Value Measurement;
  - IAS 27 (revised) - Separate Financial Statements;
  - IAS 28 (revised) - Investments in Associates and Joint Ventures;
  - IFRIC 20 - Stripping Costs in the production Phase of a surface Mine;
  - Amendment to IFRS 1 – Government loans.

The potential impact of these standards, amendments and interpretations on the interim condensed consolidated financial statements is currently being assessed.

C.3.6.2 Significant accounting policies

In addition to the accounting principles as disclosed in the annual accounts, the following accounting principles are relevant for the interim accounts:

Impairment of assets

Goodwill and assets that are subject to amortization are tested for impairment whenever events or circumstances indicate that the carrying amount could not be recoverable. If necessary, an impairment loss is recognized for the amount by which the asset’s carrying value exceeds its recoverable value.

Such events and circumstances include but are not limited to:
- significant deviance of economic performance of the asset when compared with budget;
- significant worsening of the asset’s economic environment;
- loss of a major client;
- significant increase in interest rates.

Pensions and similar benefits

The remeasurement principle for pension liabilities and assets at interim periods is the following: actuarial remeasurements are only triggered if there are significant changes in the discount rate to be used under IAS 19, and limited to the Group’s most significant pension plans. For less significant plans, actuarial projections are used.

Corporate income tax

The income tax charge includes current and deferred tax expenses. For the purposes of the interim condensed consolidated financial statements, consolidated income tax expense is determined by applying the estimated effective tax rate for the full year to the “half-year net income before tax”. The estimated effective tax rate for the full-year is determined on the basis of forecast current and deferred tax expense for the year in the light of full-year earnings projections.

C.3.6.3 Notes to the half-year condensed consolidated financial statements

Note 1 Changes of scope of consolidation

Business combination

As of July 1st, 2011, Atos acquired from Siemens 100% of Siemens IT Solutions and Services, European based leading IT services provider which offers IT expertise and delivers industry focused end-to-end IT solutions.

The deal has created a new company ranked in the top ten global IT services providers, the new company is a powerful combination of two highly complementary organizations in matters of geography, business and industry.

Following this acquisition, Siemens became the largest customer of Atos. The following summarizes the major classes of consideration transferred, and the recognized amounts of assets acquired and liabilities assumed at the acquisition.

Consideration transferred

(in EUR million)	**Amount**
Initial consideration paid in cash	176.6
Price adjustments	(145.4)
Convertible bonds issued to Siemens	250.0
Atos' shares issued to Siemens	482.4
Total consideration transferred	**763.6**

Convertible bonds
Siemens has received EUR 5.4 million bonds convertible into new or existing shares of Atos representing a nominal amount of EUR 250.0 million.

Atos Shares
As part of the transaction Atos also issued EUR 12.5 million new ordinary shares in Atos representing 15% of the share capital of Atos, fully paid-up, with a par value of one euro.
The fair value of ordinary shares issued was based on the listed share price of the Company at July 1st, 2011 of EUR 38.65.

Price adjustments
A Price adjustment of EUR 160.8 million in favor of Atos resulting from the application of the deal terms have been agreed by the parties in February 2012 and was settled in cash in the first quarter of 2012.

In addition, additional consideration for EUR 15.4 million had to be transferred in 2012 for assets and liabilities for which acquisition was deferred for regulatory or contractual reasons.

Those price adjustments include EUR 30.0 million of contingent consideration corresponding to doubtful receivables and loss making contract provision which would be reimbursed to Siemens in the unlikely situation where such losses would not occur.

Indemnification in respect of representations and warranties given by Siemens

Save for certain exceptions, Siemens has undertaken to indemnify Atos for any individual loss suffered as a result of the breach or inaccuracy of the representations and warranties given, up to a cap of EUR 100.0 million and subject to customary limitations including with respect to thresholds and time limits.

Indemnification of Atos for certain specific risks

In addition to and irrespective of the representations and warranties given to Atos, as mentioned above, Siemens has agreed to indemnify Atos in respect of certain risks and/or costs, including those specifically described hereafter.

Siemens activities outside the scope of the SIS business
Siemens has agreed to indemnify Atos for all costs or risks relating to the activities of Siemens which are not part of the SIS Business acquired by Atos.

Identified contracts at risk – Projects risks
Siemens has agreed to compensate, subject to certain limitations, Atos for certain risks and losses incurred in respect of four specific commercial contracts entered into by SIS.

Risks arising from other commercial contracts
Siemens has agreed to partially indemnify Atos, subject to certain limitations, in respect of (i) commercial contracts entered into by SIS that are terminated by a customer as a result of a change of control of SIS following the contribution or the implementation of the carve-out as well as (ii) certain commercial contracts that are considered at risk of generating losses and are identified within a period of two years following the closing date as either not having been or not having been properly accounted for in the determination of the cash adjustment agreed on February 23rd, 2012.
Siemens' residual liability in respect of this indemnity is capped at EUR 119.4 million.

Certain commercial disputes
Siemens has also given a specific indemnity for the costs to be incurred in respect of certain ongoing commercial disputes of SIS.

Identifiable assets acquired and liabilities assumed at the date of acquisition

(in EUR million)	Initial assets acquired and liability assumed	Deferred assets and liabilities	Other Adjustment	Assets acquired and liabilty assumed at the end of the measurement period
Intangible assets	396.5	11.2	(5.4)	402.3
Tangible assets	309.4	16.7	16.7	342.8
Non-current financial assets	4.5	-	-	4.5
Deferred tax assets	138.8	0.5	(27.8)	111.5
Other non current assets	-	-	98.9	98.9
Total non-current assets	849.2	28.5	82.5	960.1
Trade accounts and notes receivables	741.5	43.1	(3.8)	780.7
Current taxes	14.5	0.3	-	14.9
Other current assets	412.9	1.7	(5.2)	409.4
Current financial instruments	31.8	-	-	31.8
Cash and cash equivalents	248.9	3.0	-	251.9
Total current assets	1,449.6	48.1	(9.0)	1,488.7
Total assets (A)	**2,298.8**	**76.5**	**73.5**	**2,448.8**
Provision for pensions and similar benefits	78.8	4.2	-	83.0
Provisions	621.9	2.2	18.8	642.9
Non-current portion of borrowings	0.7	15.7	-	16.4
Deferred tax liabilities	165.8	0.7	(6.9)	159.5
Other non-current liabilities	26.1	-	-	26.1
Total non-current assets	893.3	22.8	11.9	928.0
Trade accounts and notes payables	387.7	19.1	(1.6)	405.2
Current taxes	5.4	0.3	(0.3)	5.4
Current financial instruments	0.3	-	-	0.3
Current portion of borrowings	42.2	10.0	-	52.2
Other current liabilities	595.1	10.8	(1.3)	604.6
Current liabilities	1,030.7	40.2	(3.2)	1,067.7
Total liabilities (B)	**1,924.0**	**62.9**	**8.8**	**1,995.7**
Fair value of identifiable net assets (A)-(B)	**374.8**	**13.6**	**64.7**	**453.1**

The valuation of assets acquired and liability assumed at their fair value has resulted in the recognition of new intangible assets, EUR 333.3 million of customer relationships and backlog determined by an independent expert, and the re-measurement of tangible assets and liabilities. This amount is being amortized on a straight line basis over a period of 8.75 years for the major part, generating an annual charge of EUR 38.2 million. Therefore, a charge of EUR 19.1 million was recorded for the first half of 2012.

Goodwill

Goodwill recognized as a result of the acquisition is detailed as follows:

(in EUR million)	Amount
Total consideration transferred	763.6
Fair value of identifiable net assets	453.1
Goodwill	**310.5**

The residual goodwill is attributable mainly to the balanced geographical position, Siemens IT Solutions and Services' highly skilled workforce and some know-how. It also reflects the synergies expected to be achieved from integrating into the Group.

Goodwill arising from this acquisition is not tax deductible.

Net cash outflow on acquisition of subsidiaries

Part of the consideration transferred has been paid in cash and amounted to EUR 176.6 million. On July 1st, 2011, at the end of the transaction, the net cash and cash equivalents brought by SIS were EUR 361.0 million. This amount includes an EUR 155.0 million amount reflected in the acquisition price in order to compensate for the negative impact of the new payment term applied to former SIS contracts with the Siemens Group (from zero to 45 days) from July 1st, 2011. Consequently, the net impact of the net cash and cash equivalents of the acquisition of SIS is a positive result of EUR 29.4 million.

Other acquisitions

The Group has invested EUR 29.9 million into the acquisition of controlling interests in the three following companies:

- blueKiwi, a social workplace software company located in France;
- MSL Technology S.L. in Spain, a provider of real-time results and information systems for major sports events;
- Quality Equipment B.V., a Dutch player in electronic payments.

Note 2 Segment information

According to IFRS 8, reported operating segments profits are based on internal management reporting information that is regularly reviewed by the chief operating decision maker, and is reconciled to Group profit or loss. The chief operating decision maker assesses segments profit or loss using a measure of operating profit. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the company CEO and chairman of the Board of Directors who makes strategic decisions.

Following the acquisition of SIS, the chief operating maker decided to reorganize as per the operating segments detailed here below:

Operating segments	Activities
Germany	Consulting & Technology Services, Systems Integration, Managed Services and Hi-Tech Transactional Services & Specialized Businesses (excluding Atos Worldline and Atos Worldgrid) in Germany.
France	Consulting & Technology Services, Systems Integration, Managed Services and Hi-Tech Transactional Services & Specialized Businesses (excluding Atos Worldline and Atos Worldgrid) in France.
United Kingdom & Ireland	Consulting & Technology Services, Systems Integration, Managed Services and Hi-Tech Transactional Services & Specialized Businesses in Ireland and the United Kingdom.
Benelux	Consulting & Technology Services, Systems Integration, Managed Services and Hi-Tech Transactional Services & Specialized Businesses (excluding Atos Worldline) in Belux and The Netherlands.
Atos Worldline	Hi-Tech Transactional Services & Specialized Businesses in Belgium, China, France, Germany, India, Indonesia, Malaysia, Philippines, Singapore, Taiwan, Thailand and The Netherlands.
Central & Eastern Europe	Systems Integration, Managed Services and Hi-Tech Transactional Services & Specialized Businesses in Austria, Bulgaria, Croatia, Czech Republic, Poland, Romania, Serbia, Slovakia, Turkey and Russia.
North America	Systems Integration, Managed Services in Canada and United States of America.
North & South Western Europe	Systems Integration, Managed Services and Hi-Tech Transactional Services & Specialized Businesses in Denmark, Finland & Baltics, Greece, Italy, Sweden and Switzerland.
Iberia	Consulting & Technology Services, Systems Integration, Managed Services and Hi-Tech Transactional Services & Specialized Businesses (excluding Atos Worldgrid) in Andorra, Portugal and Spain.
Other Countries	Consulting & Technology Services, Systems Integration, Managed Services and Hi-Tech Transactional Services & Specialized Businesses (excluding Atos Worldline) in Argentina, Australia, Brazil, Chile, China, Colombia, Egypt, Hong-Kong, India, Indonesia, Japan, Malaysia, Mexico, Morocco, Philippines, Singapore, South Africa, Taiwan, Thailand, UAE, and also Atos Worldgrid (China, France, Germany, Italy and Spain) and Major Events activities.

Inter-segment transfers or transactions are entered into under the normal commercial terms and conditions that would also be available to unrelated third parties.

The revenues from each external contract amounted to less than 10 per cent of the Group's revenue.

The changes compared to 2011 segments organisation are the following:

Operating segments in 2011	Bridge	Operating segments in 2012
Germany	Atos Worldgrid Germany	Other countries

The change in internal management reporting is applied retrospectively and comparative figures are restated.

The operating segment information for the periods is as follows:

(in EUR million)	Germany	France	United Kingdom and Ireland	Benelux	Atos Worldline	Central and Eastern Europe	North America	North and South West Europe	Iberia	Other countries	Total Operating segments	Global Delivery Lines	Other Corporate	Elimination	**Total Group**
6 months ended 30 June 2012															
External revenue by	**839.5**	**499.9**	**812.2**	**492.6**	**457.1**	**269.3**	**275.4**	**202.4**	**164.8**	**352.8**	**4,366.0**		**-**		**4,366.0**
%	19.2%	11.5%	18.6%	11.3%	10.5%	6.2%	6.3%	4.6%	3.8%	8.1%	100.0%				100.0%
Inter-segment revenue	69.8	45.6	14.7	33.5	12.4	48.1	7.0	6.2	5.3	96.2	338.8	-	8.0	(346.8)	-
Total revenue	909.3	545.5	826.9	526.1	469.5	317.4	282.4	208.6	170.1	449.0	4,704.8	-	8.0	(346.8)	4,366.0
Segment operating margin	**65.6**	**0.5**	**55.6**	**33.6**	**78.6**	**26.8**	**23.3**	**13.2**	**2.5**	**19.1**	**318.8**	**-**	**(70.0)**		**248.8**
%	7.8%	0.1%	6.8%	6.8%	17.2%	10.0%	8.5%	6.5%	1.5%	5.4%	7.3%				5.7%
Total segment assets	**1,003.3**	**624.0**	**1,078.6**	**941.8**	**707.7**	**340.9**	**225.0**	**301.9**	**202.2**	**557.7**	**5,983.1**		**151.4**		**6,134.5**
6 months ended 30 June 2011															
External revenue by segment	**198.0**	**505.3**	**458.0**	**440.6**	**434.7**	**25.3**	**40.3**	**10.3**	**149.4**	**214.5**	**2,476.4**		**-**		**2,476.4**
%	8.0%	20.4%	18.5%	17.8%	17.6%	1.0%	1.6%	0.4%	6.0%	8.7%	100.0%				100.0%
Inter-segment revenue	21.3	40.0	3.6	17.9	4.8	8.1	1.7	1.9	3.2	53.5	156.0			(156.0)	-
Total revenue	219.3	545.3	461.6	458.5	439.5	33.4	42.0	12.2	152.6	268.0	2,632.4		-	(156.0)	2,476.4
Segment operating margin	**11.4**	**18.3**	**34.3**	**33.2**	**69.3**	**1.9**	**3.5**	**1.9**	**(0.1)**	**20.1**	**193.8**	**2.6**	**(30.2)**		**166.2**
%	5.8%	3.6%	7.5%	7.5%	15.9%	7.5%	8.7%	18.4%	-0.1%	9.4%	7.8%				6.7%
Total segment assets	**230.7**	**652.6**	**723.2**	**801.7**	**712.3**	**24.9**	**27.7**	**39.8**	**202.6**	**318.6**	**3,734.1**		**71.2**		**3,805.3**

The reportable assets are reconciled to total assets as follows:

(in EUR million)	6 months ended 30 June 2012	6 months ended 30 June 2011
Total segment assets	**6,134.5**	**3,805.3**
Current & deferred tax Assets	465.3	321.1
Cash & Cash Equivalents	1,045.0	596.7
Total Assets	**7,644.8**	**4,723.1**

Note 3 Personnel expenses

(In EUR million)	6 months ended 30 June 2012	% Revenue	6 months ended 30 June 2011	% Revenue
Wages and salaries	(1,777.6)	40.7%	(1,081.8)	43.7%
Social security charges	(479.1)	11.0%	(315.3)	12.7%
Tax, training, profit-sharing	(34.2)	0.8%	(24.4)	1.0%
Equity-based compensation	(7.0)	0.2%	(4.4)	0.2%
Net (charge) /release to provisions for staff expenses	1.3	0.0%	0.8	0.0%
Difference between pension contributions and net pension expense (*)	22.9	-0.5%	25.6	-1.0%
Total	**(2,273.7)**	**52.1%**	**(1,399.5)**	**56.5%**

(*) Difference between total cash contributions made to the pension funds and the net pension expense under IAS19.

Equity based compensation

The EUR 7.0 million charges recorded within operating margin for equity based compensation (EUR 4.4 million during the first half of 2011) is made of:

- EUR 5.6 million related to the share grant plans which had set-up in December 2011 and March 2012,
- EUR 1.2 million related to the stock options granted in previous years, and
- EUR 0.2 million related to the Management and Long-Term Incentive plans (“MIP” and “LTI” plans) implemented in 2008 and in 2007.

Free share plans
On March 29th, 2012, the Group has set-up a new plan for which EUR 0.1 million has been recorded in the financial statements of the period.

Stock option plans
The Group recognized a total expense of EUR 1.2 million on stock options (EUR 4.1 million during the first half of 2011).

The total expense in operating margin related to all stock option plans during the semester is as follows:

(In EUR million)	6 months ended 30 June 2012	6 months ended 30 June 2011
23 December 2008	0.1	0.3
26 March 2009	0.3	0.9
3 July 2009	0.3	0.9
4 September 2009	0.1	0.3
31 December 2010	0.4	1.7
Total	**1.2**	**4.1**

Note 4 Operating expenses

(In EUR million)	6 months ended 30 June 2012	% Revenue	6 months ended 30 June 2011	% Revenue
Subcontracting costs direct	(676.3)	15.5%	(270.4)	10.9%
Purchase hardware and software	(220.7)	5.1%	(114.5)	4.6%
Maintenance costs	(198.8)	4.6%	(113.7)	4.6%
Rent & Lease expenses	(146.6)	3.4%	(91.3)	3.7%
Telecom costs	(146.3)	3.4%	(56.6)	2.3%
Travelling expenses	(97.6)	2.2%	(55.7)	2.2%
Company cars	(49.8)	1.1%	(39.2)	1.6%
Professional fees	(113.8)	2.6%	(51.4)	2.1%
Taxes & Similar expenses	(16.7)	0.4%	1.8	-0.1%
Others expenses	(70.7)	1.6%	(42.9)	1.7%
Subtotal expenses	**(1,737.3)**	**39.8%**	**(833.9)**	**33.7%**
Depreciation of fixed assets	(174.9)	4.0%	(96.7)	3.9%
Net (charge) / release to provisions	66.3	-1.5%	9.6	-0.4%
Gains / (Losses) on disposal of assets	(1.8)	0.0%	-	-
Trade Receivables write-off	(8.6)	0.2%	(2.2)	0.1%
Capitalized Production	12.8	-0.3%	12.5	-0.5%
Subtotal other expenses	**(106.2)**	**2.4%**	**(76.8)**	**3.1%**
Total	**(1,843.5)**	**42.2%**	**(910.7)**	**36.8%**

Note 5 Other operating income and expenses

(In EUR million)	6 months ended 30 June 2012	6 months ended 30 June 2011
Staff reorganization	(27.6)	(24.1)
Rationalization and associated costs	(8.1)	1.8
Integration costs	(28.4)	(16.3)
Customer relationships amortization (PPA) *	(20.2)	-
Change in UK pension indexation	-	33.0
Other items	5.9	(0.2)
Total	**(78.4)**	**(5.8)**

** Purchase Price Allocation.*

The EUR 27.6 million **staff reorganization** expense was the consequence of both the Group workforce adaptation to the effects of the economic recession and the non-recurring costs induced by the TOP Programs aimed at improving Group efficiency and productivity.

The EUR 8.1 million **rationalization and associated costs** primarily resulted from office premises rationalization and datacenters consolidation mainly in Latin America for EUR 3.6 million, N&SWE for EUR 1.4 million and Asia Pacific for EUR 1.1 million.

The **integration costs** resulting from the acquisition of Siemens IT Solutions and Services (SIS) for EUR 28.4 million consisted of costs of IT infrastructure carve out and homogenization of tools and processes.

Note 6 Net financial income

Net cost of financial debt

(In EUR million)	6 months ended 30 June 2012	6 months ended 30 June 2011
Net interest expenses	**(15.5)**	**(9.3)**
Interest on obligations under finance leases	(0.6)	-
Gain/(loss) on disposal of cash equivalents	0.7	0.8
Gain/(loss) on interest rate hedges of financial debt	(1.1)	-
Net cost of financial debt	**(16.5)**	**(8.5)**

Other financial income and expenses

(In EUR million)	6 months ended 30 June 2012	6 months ended 30 June 2011
Foreign exchange income / (expenses)	2.0	(4.5)
Fair value gain/(loss) on forward exchange contracts held for trading	(1.1)	(2.1)
Discounting financial income / (expenses)	(0.1)	(0.1)
Other income / (expenses)	(4.0)	(7.4)
Other financial income and expenses	**(3.2)**	**(14.1)**
Of which:		
- other financial expenses	(26.9)	(21.4)
- other financial income	23.7	7.3

Net financial expense amounted to EUR 19.7 million for the period (compared with EUR 22.6 million last year) and was composed of a net cost of financial debt of EUR 16.5 million and non-operational financial costs of EUR 3.2 million.

Non-operational financial costs amounted to EUR 3.2 million compared to EUR 14.1 million in June 2011 and mainly consisted of pension financial related costs (EUR 2.5 million compared to EUR 5.9 million in 2011).
These costs represented the difference between the interest costs and the expected return on plan assets

Please refer to the Note 14 Pensions for further explanations.

Note 7 Income tax expenses

The tax charge per June 2012 is EUR 47.7 million with a profit before tax of EUR 150.7 million, resulting in an Effective Tax Rate (ETR) of 31.6% by applying the normalized ETR full year of 30.2%, subsequently adjusted for the tax impact of discrete items.

Note 8 Non-controlling interests

(In EUR million)	31 December 2011 Published	2012 Income	Scope Changes	Other	30 June 2012
Canopy Cloud Limited	-	-	10.0	-	10.0
Arbeitsmarketservice BetriebsgmBH & Co KG	2.2	3.0	-	(0.1)	5.1
MSL Technology S.L.	-	(0.3)	11.0	-	10.7
Diamis	1.5	-	-	-	1.5
Yunano	-	-	1.3	-	1.3
Atos Pty Ltd	1.1	(0.2)	-	-	0.9
Other	1.2	0.4	-	-	1.6
Total	**6.0**	**2.9**	**22.3**	**(0.1)**	**31.1**

Note 9 Earnings per share

Potential dilutive instruments comprised stock subscription (equivalent to 1,655,069 options) and convertible bonds (equivalent to 10,796,902 shares of which 5,414,771 issued in 2009 and 5,382,131 issued in 2011). The convertible bonds are the only instruments that generate a restatement of net income used for the diluted EPS calculation. The EUR 7.9 million restatements corresponded to the interest expenses relating to the liability component net of deferred tax (EUR 4.7 million issued in 2009 and EUR 3.2 million issued in 2011).
The average number of stock options not exercised in June 2012 amounted to 8,439,621 shares.

(In EUR million and shares)	**6 months ended 30 June 2012**	**6 months ended 30 June 2011**
Net income - Attributable to owners of the parent [a]	**101.8**	**99.6**
Impact of dilutive instruments	7.9	4.5
Net income restated of dilutive instruments - Attributable to owners of the parent [b]	**109.7**	**104.1**
Average number of shares outstanding [c]	83,454,764	69,691,788
Impact of dilutive instruments [d]	12,451,971	7,041,694
Diluted average number of shares [e]=[c]+[d]	95,906,735	76,733,482
Earnings per share in EUR [a]/[c]	**1.22**	**1.43**
Diluted earnings per share in EUR [b]/[e]	1.14	1.36

Note 10 Goodwill

(In EUR million)	**31 December 2011 Published**	**31 December 2011 Restated**	**Disposals Depreciations**	**Impact of business combi-nation**	**Exchange rate fluctuations**	**30 June 2012**
Gross value	2,564.4	2,499.8	-	29.7	26.9	**2,556.4**
Impairment loss	(582.2)	(582.2)	(0.4)	-	(8.0)	**(590.6)**
Carrying amount	**1,982.2**	**1,917.6**	**(0.4)**	**29.7**	**18.9**	**1,965.8**

Goodwill are allocated to cash generating units (CGUs) that are then part of one of the operating segments disclosed in Note 2 as per IFRS 8 requirements.

Impairment tests for interim financial reporting have been limited to:

- CGUs for which an event occurred during the semester giving an indication that their assets may be impaired,
- other "sensitive" CGUs at the end of June 2012, for which the recoverable amount of assets was close to their carrying values.

During the semester, no impairment test was required.

Note 11 Non-current financial assets

(In EUR million)	30 June 2012	31 December 2011 Restated	31 December 2011 Published
Pension prepayments	413.5	473.8	372.2
Other (*)	56.9	208.1	208.1
Total	**470.4**	**681.9**	**580.3**

(*) "Other" include loans, deposits, guarantees, investments in associates accounted for under the equity method and non consolidated investments.

The EUR 151.2 million variation of "Other" mainly comes from the purchase price adjustments resulting from the application of the deal terms with Siemens which have been agreed by the parties in February 2012 for EUR 160.8 million.

Note 12 Trade accounts and notes receivable

(In EUR million)	30 June 2012	31 December 2011 Restated	31 December 2011 Published
Gross value	2,097.5	2,010.5	2,013.4
Transition costs	19.1	21.1	21.1
Provision for doubtful debts	(104.0)	(107.1)	(106.3)
Net asset value	**2,012.6**	**1,924.5**	**1,928.3**
Prepayments	(55.1)	(26.3)	(26.3)
Deferred income and upfront payments received	(502.9)	(391.1)	(391.8)
Net accounts receivable	**1,454.6**	**1,507.1**	**1,510.2**
Number of days' sales outstanding (DSO)	**53**	**54**	**54**

Note 13 Cash and cash equivalents

(In EUR million)	30 June 2012	31 December 2011 Published
Cash in hand and short-term bank deposit	766.2	678.2
Money market funds	278.8	88.6
Total	**1,045.0**	**766.8**

Depending on market conditions and short-term cash flow expectation, Atos may from time to time invest in Money Market Funds for a maturity not exceeding three months.

Note 14 Pensions

The net total amount recognized in the balance sheet in Group accounts in respect of pension plans and other long term employee benefits is EUR 248.4 million.

The measurement of the liabilities is highly sensitive to long term interest rates, which are the basis of the discount rate to be used under IAS19. Since reference discount rates for the Euro-zone and Switzerland have decreased significantly since December 31st, 2011 plan liabilities and plan assets for major plans in these regions have been remeasured per June 30th, 2012, using the following discount rates.

Euro zone	3.40 – 4.15%
United Kingdom	4.70% (unchanged since December 31st, 2011)

The remeasurement led to an actuarial loss of EUR 173.4 million which is recorded in other comprehensive income.

During the first half of 2012, in the UK, the bulk transfer from the Siemens pension fund to the Atos 2011 pension scheme was finalized. Negotiations with Trustees and Siemens around transfer conditions were finalized in February 2012. Employee consultations took place in April 2012, based on which 87% of former SIS employees did not object to the transfer of their past service liabilities. Actual transfer payments were made on June 1st, 2012 to the Atos 2011 pension fund. As a result per June 30th, 2012, the plan liabilities increased with GBP 228.6 million (EUR 284.8 million) and the plan assets with GBP 315.7 million (EUR 393.4 million). Corresponding numbers per June 30th, 2011 are: plan liabilities GBP 211.7 million (EUR 234.6 million) and plan assets GBP 300.7 million (EUR 333.2 million). Balance sheet, and profit loss ending per December 31st, 2011 have been restated to reflect the impact of this bulk transfer.

The development of pension provisions over the half year is therefore as follows:

(In EUR million)	**30 June 2012**	**31 December 2011 Restated**	**31 December 2011 Published**
Amounts recognized in financial statements consist of :			
Prepaid pension asset – post employment plans	413.5	473.8	372.2
Accrued liability – post employment and other long term benefits	(661.9)	(571.8)	(571.8)
Net amount recognized – Total	**(248.4)**	**(98.0)**	**(199.6)**

The net impact of defined benefits plans on Group profit and loss can be summarized as follows:

(In EUR million)	**6 months ended 30 June 2012**	**6 months ended 30 June 2011**
Operating margin	(34.7)	(11.3)
Other operating items	-	33.0
Financial result	(2.5)	(5.9)
Total (expense)/profit	**(37.2)**	**15.8**

Opening and closing positions reconcile as follows:

(In EUR million)	30 June 2012	31 December 2011 Restated	31 December 2011 Published
Net amount recognized at the beginning of period	**(98.0)**	**(297.4)**	**(297.4)**
Reclassification other current liabilities	(0.7)	(1.9)	(1.9)
Net periodic pension cost – post employment plans and other long term benefits plans	(33.2)	30.6	27.3
Benefits paid / Employer Contributions	70.3	93.1	93.1
Business combinations	(7.8)	19.6	(79.1)
Income	(173.4)	45.6	53.9
Other	(5.6)	12.4	4.5
Net amount recognized at the end of period	**(248.4)**	**(98.0)**	**(199.6)**

Note 15 Provisions

(In EUR million)	31 December 2011 Published	31 December 2011 Restated	Charge	Release used	Release unused	Business Combi-nation	Other (*)	30 June 2012	Current	Non-current
Reorganization	258.1	258.2	15.9	(98.1)	(0.7)	-	-	175.3	175.3	-
Rationalization	75.4	70.8	3.1	(15.6)	(3.6)	-	1.6	56.3	26.4	29.9
Project commitments	232.4	230.1	25.3	(65.3)	(15.1)	0.9	2.6	178.5	178.5	-
Litigations and contingencies	106.1	131.7	11.8	(17.7)	(5.4)	1.3	(3.1)	118.6	-	118.6
Total provisions	**672.0**	**690.8**	**56.1**	**(196.7)**	**(24.8)**	**2.2**	**1.1**	**528.7**	**380.2**	**148.5**

(*) Other movements mainly consist of the currency translation adjustments.

Note 16 Borrowings

(In EUR million)	30 June 2012			31 December 2011 Published		
	Current	Non-current	Total	Current	Non-current	Total
Finance leases	5.4	9.7	15.1	0.5	0.7	1.2
Bank loans	5.5	306.6	312.1	0.4	283.5	283.9
Securitization	69.9	-	69.9	69.8	-	69.8
Convertible bonds	10.0	437.7	447.7	8.1	435.8	443.9
Other borrowings	87.3	12.3	99.6	95.3	14.5	109.8
Total borrowings	**178.1**	**766.3**	**944.4**	**174.1**	**734.5**	**908.6**

Tangible assets held under finance leases had a net carrying value of EUR 13.7 million.

Non-current borrowings maturity

(In EUR million)	**2014**	**2015**	**2016**	**2017**	**>2017**	**Total**
Finance leases	5.1	3.3	1.0	0.3	-	9.7
Bank loans	(0.8)	(0.7)	299.7	1.1	7.3	306.6
Convertible bonds	-	-	437.7	-	-	437.7
Other borrowings	2.5	3.5	4.7	1.6	-	12.3
As at 30 June 2012 long-term debt	**6.8**	**6.1**	**743.1**	**3.0**	**7.3**	**766.3**

In November 2011, the Group has hedged the interest rate exposure on the used portion of the credit facility for an amount of EUR 280.0 million. The instruments used were Swap rates maturing in November 2015.

Change in net debt over the period

(In EUR million)	**30 June 2012**	**31 December 2011 Published**
Opening net debt	**141.8**	**139.2**
New borrowings	27.5	18.9
Convertible bonds	3.9	230.9
Repayment of long and medium-term borrowings	(33.0)	(19.2)
Variance in net cash and cash equivalents	(268.8)	(318.5)
New finance leases	0.8	0.2
Long and medium-term debt of companies sold during the period	0.4	-
Long and medium-term debt of companies acquired during the period	28.4	9.5
Impact of exchange rate fluctuations on net long and medium-term debt	(1.5)	13.2
Profit-sharing amounts payable to French employees transferred to debt	2.5	7.7
Other flows related to financing activities	(2.6)	59.9
Closing net debt	**(100.6)**	**141.8**

Net cash and cash equivalents

(In EUR million)	**30 June 2012**	**31 December 2011 Published**
Cash and cash equivalents	1,045.0	766.8
Overdrafts	(50.2)	(44.0)
Total net cash and cash equivalents	**994.8**	**722.8**

Note 17 Trade accounts and notes payable

(In EUR million)	30 June 2012	31 December 2011 Restated	31 December 2011 Published
Trade payables and notes payable	1,046.1	923.1	924.7
Amounts payable on tangible assets	8.1	2.5	2.5
Trade payables and notes payable	**1,054.2**	**925.6**	**927.2**
Net advance payments	(46.6)	(56.2)	(56.2)
Prepaid expenses	(192.8)	(131.0)	(131.0)
Net accounts payable	**814.8**	**738.4**	**740.0**
Number of days' payable outstanding (DPO)	**72**	**58**	**58**

Trade accounts and notes payable are expected to be paid within one year.

Note 18 Other current liabilities

(In EUR million)	30 June 2012	31 December 2011 Restated	31 December 2011 Published
Advances and down payments received on client orders	55.1	26.3	26.3
Employee-related liabilities	572.9	577.3	577.7
Social security and other employee welfare liabilities	201.9	190.3	190.7
VAT payable	233.4	287.9	287.9
Deferred income	432.7	333.3	333.3
Other operating liabilities	203.0	197.6	198.1
Total	**1,699.0**	**1,612.7**	**1,614.0**

Other operating liabilities are expected to be settled within one year, expected for deferred income that is released over the particular arrangement of the corresponding contract.

Note 19 Off-balance-sheet commitments

Contractual commitments

The table below illustrates the minimum lease payments for firm obligations and commitments over the coming years. Amounts indicated under the long-term borrowings and finance leases are posted on the Group balance sheet.

(In EUR million)	30 June 2012	Maturing			31 December 2011 Published
		Up to 1 year	1 to 5 years	Over 5 years	
Convertible Bonds	447.7	10.0	437.7	-	443.9
Bank loans	312.1	5.5	299.3	7.3	283.8
Finance leases	15.1	5.4	9.7	-	1.4
Recorded on the balance	**774.9**	**20.9**	**746.7**	**7.3**	**729.1**
Operating leases: land, buildings, fittings	833.6	175.2	442.5	215.9	818.1
Operating leases: IT equipment	15.4	7.4	8.0	-	13.7
Operating leases: other fixed assets	98.5	38.3	60.2	-	87.7
Non-cancellable purchase obligations (> 5 years)	100.2	81.5	18.3	0.4	84.4
Commitments	**1,047.7**	**302.4**	**529.0**	**216.3**	**1,003.9**
Total	**1,822.6**	**323.3**	**1,275.7**	**223.6**	**1,733.0**
Financial commitments received (Syndicated Loan)	**920.0**	**-**	**920.0**	**-**	**920.0**
Total received	**920.0**	**-**	**920.0**	**-**	**920.0**

The received financial commitments refer exclusively to the non-utilized part of the EUR 1.2 billion revolving facility.

Commercial commitments

(In EUR million)	30 June 2012	31 December 2011 Published
Bank guarantees	**176.5**	**179.5**
- Operational - Performance	121.1	132.0
- Operational - Bid	9.4	13.7
- Operational - Advance Payment	43.8	29.7
- Financial or Other	2.2	4.1
Parental guarantees	**3,217.5**	**2,917.6**
- Operational - Performance	3,183.2	2,909.9
- Other	34.3	7.7
Pledges	**0.8**	**0.7**
Total	**3,394.8**	**3,097.8**

For various large long term contracts, the Group provides parental or financial guarantees to its clients. These limited exposure guarantees amounted to EUR 3,394.8 million as at June 30th, 2012, compared with 3,097.8 million as at December 31st, 2011.

Atos received guarantees from Siemens following the acquisition of Siemens IT Solutions and Services in July 1st, 2011, described in Note1 Changes of scope of consolidation - Business combination.

Other commitments usually described in this note of the annual report have not varied significantly compared to December 2011.

Note 20 Approval of interim financial statements

The interim financial statements were approved by the Board of Directors on July 26th, 2012.

D STATUTORY AUDITORS' REVIEW ON FIRST HALF-YEAR FINANCIAL INFORMATION FOR THE PERIOD ENDED 30 JUNE 2012

This is a free translation into English of the Statutory Auditors' review report issued in French and is provided solely for the convenience of English speaking readers. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In compliance with the assignment entrusted to us by the General Meetings and in accordance with the requirements of article L. 451-1-2 III of the Monetary and Financial Code ("Code monétaire et financier"), we hereby report to you on:

- the review of the accompanying condensed half-year consolidated financial statements of Atos S.A., for the period from January 1 to June 30, 2012,
- the verification of the information contained in the interim management report.

These condensed half-year consolidated financial statements are the responsibility of the Board of Directors. Our role is to express a conclusion on these financial statements based on our review.

I- Conclusion on the financial statements

We conducted our review in accordance with professional standards applicable in France. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with professional standards applicable in France and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit.

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed half-year consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34 - standard of the IFRSs as adopted by the European Union applicable to interim financial information.

II- Specific verification

We have also verified the information given in the interim management report commenting the condensed half-year consolidated financial statements subject to our review.

We have no matters to report as to its fair presentation and consistency with the condensed half-year consolidated financial statements.

Neuilly-sur-Seine and Paris, 27 July 2012

The Statutory Auditors

Deloitte & Associés	Grant Thornton *French member of Grant Thornton International*
Christophe Patrier	Vincent Frambourt

E COMMON STOCK EVOLUTION

E.1 Basic data

Atos shares are traded on the Paris Eurolist Market under Euroclear code 5173 ISIN FR0000051732. They were first listed in Paris in 1995. The shares are not listed on any other stock exchange and Atos Origin SA is the only listed company in the Group.

E.1.1 Information on stock

Number of shares	: 84,594,954
Sector classification	: Information Technology
Main index	: CAC AllShares
Other indices	: CAC IT, CAC IT20, CAC Next20, Euronext 100, SBF120
Market	: Eurolist segment A
Trading place	: Euronext Paris (France)
Tickers	: ATO (Euronext)
Code ISIN	: FR0000051732
Payability PEA/SRD	: Yes/Yes

The main tickers are:

Source	Tickers	Source	Tickers
Euronext	ATO	Reuters	ATOS.PA
AFP	ATO	Thomson Finance	ATO FR
Bloomberg	ATO FP		

The Euronext sector classification is as follows:

Euronext: sector classification Industry Classification
9000 AEX Technology
9530 AEX Software and Computer services
9533 Computer Services

The shares are also components of the following indices:

Index	Type	Code ISIN	Market Place
Eurolist (segment 1)	Global Europe		Paris-Amsterdam-Brussels-Lisbon
Euronext CAC 70	Global Europe		Paris-Amsterdam-Brussels-Lisbon
Euronext 100	Global Europe	FR0003502079	Paris-Amsterdam-Brussels-Lisbon
SBF 80	Global	FR0003999473	Paris PX8
SBF 120	Global	FR0003999481	Paris PX4
SBF 250	Global	FR0003999499	Paris PX5
CAC IT20	Sector	QS0010989091	Paris CIT20
CAC IT	Sector	FR0003501980	Paris PXT
DJ Euro Stoxx Techno	Sector	EUR000965854	Germany-Xetra SX8E
CAC Technology	Sector	QS0011017827	Paris
CAC Software & Computer Services	Sector	FR0000051732	Paris
Sustainable Development: ASPI Eurozone, FTSE4Good, Europa EMP 100 Europa CAP 100, ECPI Ethical Index Euro			

E.2 Common stock as of 30 June 2012

At 30 June 2012, the Group's issued common stock amounted to EUR 84,594,954, comprising 84,594,954 fully paid-up shares of EUR 1.00 par value each.

E.2.1 Changes in common stock over last five years

Year	Change in common stock	Date	New shares	Total number of shares	Common stock	Additional paid in capital	New common stock
						(in EUR million)	
2007	Exercise of stock options	31/03/2007	23,624	68,904,589	0.0	0.6	68.9
	Exercise of stock options	30/06/2007	79,229	68,983,818	0.1	2	69.0
	Exercise of stock options	30/09/2007	21,753	69,005,571	0.0	0.5	69.0
	Stock purchase plan	20/12/2007	693,439	69,699,010	0.7	21.9	69.7
	Exercise of stock options	31/12/2007	11,144	69,710,154	0.0	0.3	69.7
2008	Exercise of stock options	31/03/2008	1,708	69,711,862	0.0	0	69.7
	Exercise of stock options	30/06/2008	2,746	69,714,608	0.0	0.1	69.7
	Exercise of stock options	31/12/2008	2,845	69,717,453	0.0	0.1	69.7
2009	Exercise of stock options	31/12/2009	3,009	69,720,462	0.0	0.1	69.7
2010	Exercise of stock options	31/03/2010	10,250	69,730,712	0.0	0.3	69.7
	Exercise of stock options	30/06/2010	10,526	69,741,238	0.0	0.2	69.7
	Exercise of stock options	30/09/2010	72,870	69,814,108	0.1	1.5	69.8
	Exercise of stock options	31/12/2010	99,969	69,914,077	0.1	2.2	69.9
2011	Exercise of stock options	31/03/2011	62,524	69,976,601	0.1	1.4	70.0
	SIS Acquisition	07/01/2011	12,483,153	82,459,754	12.5	401.7	82.5
	Exercise of stock options	10/04/2011	128,716	82,588,470	0.1	2.9	82.6
	Capital increase for employees	14/12/2011	950,468	82,538,938	1.0	25.9	82.5
	Exercise of stock options	30/12/2011	27,830	83,566,768	0.0	0.7	83.6
2012	Exercise of stock options	02/04/2012	180,732	83,747,500	0.1	4.4	83.7
	Exercise of warrants	30/05/2012	30,093	83,777,593	0.0	1.1	83.8
	Payment of dividends in shares	29/06/2012	676,014	84,453,607	0.7	26.5	84.5
	Exercise of stock options	29/06/2012	141,347	84,594,954	0.1	3.9	84.6

E.2.2 Free Float evolution

The free-float of the Atos shares excludes stakes exceeding 5% of the issued capital of the Group, namely the two main shareholders, Financière Daunou 17 (PAI Partners) owning 21.11% of the Group share capital on 30 June 2012, and Siemens Beteiligungen Inland GmbH (Siemens) owning a participation of 14.76% of the capital which it committed to keeping until 30 June 2016. No other reference shareholder has announced its will to maintain a strategic participation in the Group's capital. Stakes owned by the employees and the management are also excluded from the free float.

As of 30 June 2012	**Shares**	**% of capital**	**% of voting rights**
Treasury stock	137,193	0.2%	-
PAI Partners	17,855,541	21.1%	21.1%
Siemens	12,483,153	14.8%	14.8%
Board of Directors	16,240	0.0%	0.0%
Employees	1,234,856	1.5%	1.5%
Free float	52,867,971	62.5%	62.6%
Total	**84,594,954**	**100.00%**	**100.00%**

E.2.3 Treasury stock and liquidity contract

The 23rd resolution of the Shareholders' meeting of 30 May 2012 granted, in favour of the Board of Directors, for a period of eighteen (18) months, an authorization to purchase the Company's shares pursuant to the implementation of a repurchase program.
The purchases could be carried out by virtue of any allocation permitted by law, with the aims of this share repurchase program being in particular:

- to maintain them or subsequently use them for payment or exchange within the context of possible external growth operations, in observance of the market practices accepted by the AMF, it being specified that the maximum amount of shares acquired by the Company to this end shall not exceed 5% of the share capital.
- to ensure liquidity and lead the market of the Company's shares within the context of a liquidity contract concluded with an investment service provider in complete independence, in observance of the professional conduct charter accepted by the AMF,
- to attribute or sell these to the representatives or employees of the Company and/or companies which are affiliated to the Company, under the conditions and according to the procedures established by the legal and regulatory provisions applicable notably within the context (i) of the participation in the benefits of expansion of the company, (ii) of the share option regime established by articles L. 225-179 and sq. of the French commercial Code, (iii) of the free share issuance regime established by articles L. 225-197-1 to L. 225-197-3 of the French commercial Code and (iv) of a company savings plan, as well as to carry out all hedging operations relating to these operations, under the conditions established by market authorities and during periods when the Board of Directors or person acting as its representative so decides,

- to tender these at the time of exercise of the rights attached to securities giving the right, whether immediate or deferred, by reimbursement, conversion, exchange, presentation of a warrant or any other form of attribution of the shares of the Company, as well as to carry out all hedging operations with regard to the issuance of such securities, under the conditions established by market authorities and during periods when the Board of Directors or person acting as its representative so decides, or
- to cancel them as a whole or in part through a reduction of the share capital by way of application of the 23rd resolution of the Shareholders' meeting of 30 May 2012.

The purchase of shares may not exceed a maximum number of shares representing 10% of the share capital of the company at any moment in time. Considering the percentage owned (149,693 shares), the number of shares which can be purchased is 8,228,066 shares, i.e. 9,82% of the share capital as of 30 May 2012. On 30 May 2012, Atos SA held 149,693 treasury shares, i.e. 0,18% of the capital:

Number of shares	Allocation
12,500	AMAFI liquidity agreement
137,193	Grant to employees and officers of the Company

The maximum purchase price may not exceed 65.10 euros per share; the maximum amount of the funds assigned to the repurchase program shall thus be 545,196,225 Euros. The Board of Directors may nevertheless adjust the aforementioned purchase price in the vent of incorporation of premiums, reserves or profits, giving rise either to an increase of the nominal value of the shares or to the creation and attribution of free shares, as well as in the vent of division of the nominal value of the share or regrouping of the shares to take account of the effect of these operations on the value of the share.

This authorization revoked, with immediate effect, for the unused part, the authorization given to the Board of Directors by the fourth resolution of the Ordinary and Extraordinary General Meeting of 1st June 2011.

Atos entrusted to Rothschild & Cie Banque the implementation of a liquidity contract through an agreement dated 13 February 2006, for a one-year duration with automatic renewal, in conformity with the ethics charter of the AMAFI approved by the instruction of the Commission des Opérations de Bourse (COB) dated 10 April 2001. For the implementation of the contract, EUR 15 million were allocated to the liquidity account. On 1st July 2012, an amendment to the liquidity contract of 13 February 2006 was established, by which Atos SA decided an additional cash contribution amounting to EUR 10 million in order to enable Rothschild & Cie Banque to ensure consistent performance of its transactions pursuant to this contract.

E.3 Dividend policy

The Shareholders' Ordinary Meeting approved the proposal by the Board of Directors to pay a 2011 dividend of 0.50 euro per share in 2012, as well as the option for the payment of the dividends in shares.

During the past three fiscal periods, Atos Origin has paid the following dividends:

Fiscal period	**Dividend paid per share** (in EUR)
2011	€ 0.50
2010	€ 0.50
2009	-

E.3.1 Recent development

The Annual Shareholders' Meeting of Atos was held on 30 May 2012, chaired by its Chairman and CEO, Thierry Breton. All resolutions submitted by the Board of Directors have been approved by a large majority. The shareholders approved notably, with a majority of 99.70%, the change of status from a SA (French société anonyme) to a SE (Societas Europaea). This transformation will be effective as from the registration of the Company as a SE with the Registry of Trade and Companies of Pontoise which shall occur after the negotiations on employees involvement.

In addition, the General Meeting approved the dividend payment of EUR 0.50 per share and the option for payment of the dividend in either shares or cash. Shareholders could opt for payment in shares between 6 June and 20 June 2012 inclusive. The issue price of new shares pursuant to exercise of the option of payment in shares was fixed at EUR 40.17. The dividend was paid in cash or shares as from 2 July 2012.

The option for the payment of the dividend in shares was widely chosen by Atos' shareholders: 65.0% of the rights were exercised in favour of a payment in shares. This high rate of dividend distribution in shares resulted in an increase of EUR 27.1 million in the equity of Atos. This transaction resulted in the issuance of 676,014 new shares (representing an increase by approximately 0.81% of the share capital and of the voting rights), delivered and admitted for trading on NYSE Euronext Paris on 2 July 2012. The shares issued in this manner will carry dividend rights as from 1st January 2012 and are of the same class and equivalent to the ordinary shares of the Company already listed on NYSE Euronext Paris. The dividend resulting from the option for the payment in cash represented a total amount of EUR 14.7 million. It was also paid on 2 July 2012.

E.4 Shareholder Documentation

In addition to the Reference Document, which is published in English and French, the following information is available to shareholders:

- A half year report
- Quarterly revenue and trading update announcements
- The Group's informational website at www.atos.net; and
- Regular press releases, available through the web site or via the AMF database

E.5 Financial calendar

25 October 2012	2012 Third quarter revenue

E.6 Contacts

Institutional investors, financial analysts and individual shareholders may obtain information from:

Gilles Arditti, Group Senior Vice-President Investor Relations and financial communication,
Tel: +33 (0) 1 73 26 00 66
gilles.arditti@atos.net

Requests for information can also be sent by email to investors@atos.net

E.7 Update of Document issued

This document is a full free translation of the original French text.

The following list includes all financial information published or made available since 1 January 2012.

Websites mentioned:

- Atos www.atos.net
- AMF www.amf-france.org > Décisions et informations financières Communiqués des sociétés
- BALO www.journal-officiel.gouv.fr

Document	Date of issue	Source
Financial press releases		
• Liquidity contract amendment	01/08/12	Website Atos/ website AMF
• First half 2012 results	27/07/12	Website Atos/ website AMF
• Success of the dividend distribution in shares	28/06/12	Website Atos/ website AMF
• First quarter 2012 revenue	25/04/12	Website Atos/ website AMF
• Mise à disposition du Document de Référence 2011	05/04/12	Website Atos/ website AMF
• Annual results 2011	23/02/12	Website Atos/ website AMF
• Atos, EMC and VMware to form an open cloud computing strategic alliance	15/02/12	Website Atos/ website AMF
Financial presentations		
• Half-year results 2011	27/07/10	Website Atos
• Forum Pan-Europe - CA Cheuvreux	23/05/10	Website Atos
• First quarter revenue 2011	25/04/10	Website Atos
• Annual results 2011	23/02/12	Website Atos

F CORPORATE GOVERNANCE

F.1 Board of Directors

The Annual General Meeting of Atos' shareholders held on 30 May 2012 approved all term of office renewals and appointment of all directors as proposed. At the Board of Directors meeting held after the Annual General Meeting, it was decided to renew the mandate of the Reference Director, Pasquale Pistorio and to confirm the composition of the Audit Committee and of the Nomination and Remuneration Committee.

As of the date of this update of the reference document, the Board of Directors, comprised of 13 persons including 8 independent directors, was the following:

Name of the Director	Date of first appointment or latest renewal	Date of the expiry of the mandate
Thierry BRETON	30 May 2012	AGM 2015
René ABATE*	30 May 2012	AGM 2013
Nicolas BAZIRE*	30 May 2012	AGM 2014
Jean-Paul BECHAT*	30 May 2012	AGM 2015
Roland BUSCH	1st July 2011	AGM 2014
Mrs Jean FLEMING	26 May 2009	AGM 2013
Bertrand MEUNIER*	30 May 2012	AGM 2015
Mrs Colette NEUVILLE*	30 May 2012	AGM 2014
Mrs Aminata NIANE*	27 May 2010	AGM 2013
Michel PARIS	30 May 2012	AGM 2014
Pasquale PISTORIO*	30 May 2012	AGM 2015
Vernon SANKEY*	30 May 2012	AGM 2013
Lionel ZINSOU-DERLIN	30 May 2012	AGM 2014

** Independant Director*

F.2 Executive management of the company

The Board of Directors, meeting after the Shareholders' General Meeting of 30 May 2012, decided to renew the term for Thierry Breton's tenure as Chairman and CEO for the duration of his mandate as Director.

G CLAIMS AND LITIGATION

The Atos Group is a global business operating in some 48 countries. In many of the countries where the Group operates there are no claims, and in others there are only a very small number of claims or actions made against the Group. Having regards to the Group's size and revenue, the level of claims is kept low.

The low level of claims and litigation is attributable in part to self-insurance incentives and the vigorous promotion of the quality of the services performed by the Group and the intervention of a fully dedicated Risk Management department, which effectively monitors contract management from offering through delivery and provides early warnings on potential issues and claims. All potential and active claims are carefully monitored, reported and managed in an appropriate manner.

During the first half of 2012 some significant claims made against the Group were successfully resolved in terms favorable to the Group.

Group Management considers that sufficient provisions have been made.

The total amount of the provisions for litigation risks, in the consolidated accounts closed as of 30 June 2012, to cover for the identified claims and litigations, added up to EUR 105.28 million (including tax and social contribution claims but excluding labour claims).

G.1 Tax and Social Contribution claims

The Group is involved in a number of routine tax & social contribution claims, audits and litigations. Such claims are usually solved through administrative non-contentious proceedings.
There are a number of the tax & social contribution claims are in Brazil, where Atos is a defendant in some cases and a plaintiff in others. Such claims are typical for companies operating in this region. Proceedings in this country usually take a long time to be processed. In other jurisdictions, such matters are normally resolved by simple non contentious administrative procedures.
Following the decision in a reported test case in the UK, there is substantial ongoing court claim against the UK tax authorities for a tax (Stamp Duty) re-imbursement of an amount over EUR 9 million.
The total provision for tax & social contribution claims, as inscribed in the consolidated accounts closed as at 30 June 2012, was EUR 30.58 million.

G.2 Commercial claims

There is a small number of commercial claims across the Group.
Some claims were made in 2006 by a company for services allegedly supplied to the Group in the past. After a thorough investigation, the Group concluded that the claims were not legitimate. These claims were thus rejected, no payment was made by the Group and, consequently, several judicial proceedings were made. These proceedings are still pending before the courts.
There were a number of significant on-going commercial cases in various jurisdictions that the group acquired through the acquisition of Siemens IT Solutions and Services. Most of these cases involve claims on behalf of the group and some of them have already been successfully resolved.
The total provision for commercial claim risks, as inscribed in the consolidated accounts

closed as at 30 June 2012, was EUR 74.70 million.

G.3 Labour claims

There are nearly 74,000 employees in the Group and relatively few labour claims. In most jurisdictions there are no or very few claims. Latin America is the only area where there is a significant number of claims but such claims are usually of low value and typical for companies operating in this region.
The Group is a respondent in a few labor claims of higher value in France, Brazil and the UK, but in the Group's opinion most of these claims have little or no merit and are provisioned appropriately.
There are 35 claims against the Group which exceed EUR 200,000. The provision for these claims, as inscribed in the consolidated accounts closed as at 30 June 2012, was EUR 5.65 million.

G.4 Representation & Warranty claims

To the knowledge of the Company, no company of the Group is a party to a representation & warranty claim arising out of an acquisition or a disposition.

G.5 Miscellaneous

To the knowledge of the Company, there are no other administrative, governmental, judicial, or arbitral proceedings, pending or potential, likely to have or having had significant consequences over the past twelve months on the Company's and the Group's financial situation or profitability.

H APPENDIX

H.1 Locations and contacts

Atos is present in main cities to support our customers. The addresse. phone and fax numbers of our main offices can be found on the Locations page on our website www.atos.net. Details of current job opportunities can be found in our Careers pages. An email address for general questions and comments about our Internet site can be found at the bottom of the page.

H.1.1 Headquarters

River Ouest
80 Quai Voltaire
95870 BEZONS - France

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Internal Audit
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H.1.3 Global organization

<u>**Service Lines**</u>

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Global Systems Integration
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Global Managed Services
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HTTS & Specialized Businesses
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<u>**Specialized Business Units**</u>

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<u>**Global Market**</u>

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