NOTICE
OF SHAREHOLDERS' MEETING

SHAREHOLDERS' MEETING
22 MAY 2008, 10.00 am

Salle Gaveau - 45, rue de la Boëtie - 75008 Paris

Free Call number : 0800 800 827 - Web site : www.atosorigin.com

SUMMARY

- Notice of shareholders' meeting - agenda
- Explanations on resolutions presented by the Management Board
- Observations of the Supervisory Board on resolutions presented by the Management Board
- Explanations on resolutions by Centaurus Capital L.P. and Pardus Capital Management L.P.
- Draft resolutions
- Composition of the Management Board and of the Supervisory Board
- Summary of the operations of the Atos Origin Group for the year 2007
- Company financial Summary for the last five years

ATOS ORIGIN
A French corporation with limited liability with issued capital of Euros 69,711,862
Governed by a Supervisory Board and a Management Board
Headquarters : 18 avenue d'Alsace - Paris La Défense - 92400 COURBEVOIE (France)
Registered Siren number 323 623 603 RCS NANTERRE

1. NOTICE OF SHAREHOLDERS' MEETING

Paris, 18 April 2008

Shareholders are called to attend, on first notice, an ordinary and extraordinary meeting of shareholders which will be held on **Thursday 22 May 2008 at 10.00 am, at the Salle Gaveau, 45 rue La Boétie, 75008 Paris**, to decide on the following agenda :

Agenda

Ordinary items :

- Management Report by the Management Board,
- Report by the Supervisory Board,
- Report by the Statutory Auditors on the fiscal year 2007consolidated and statutory financial statements,
- Approval of the fiscal year 2007 financial and consolidated statements, approval of the operations of the fiscal year 2007 and discharge to the members of the Management Board,
- Appropriation of net income,
- Report by the Statutory Auditors and approval of related-party agreements,
- Renewal of the authorization to trade in the Company's shares,
- Renewal of the mandate of one statutory Auditor,
- Renewal of the mandate of one deputy statutory Auditor,
- Renewal of mandate of Mr. Jan Oosterveld as Supervisory Board member,
- Renewal of mandate of Mr. Vernon Sankey as Supervisory Board member,
- Renewal of mandate of Mr. Michel Soublin as Supervisory Board member,
- Appointment of Mr. Jean-François Cirelli as member of the Supervisory Board,
- Appointment of Mr. René Abate as member of the Supervisory Board.

Resolutions submitted by shareholders

Resolution supported by the Management Board

- Adaptation to the by-laws of the number of Supervisory Board members,

Resolution not supported by the Management Board

- Appointment of Mr. Benoît d'Angelin as member of the Supervisory Board,
- Appointment of Mr. Behdad Alizadeh as member of the Supervisory Board,
- Appointment of Mrs. Colette Neuville as member of the Supervisory Board,
- Appointment of Mr. Bernard Bourigeaud as member of the Supervisory Board,
- Appointment of Mr. Michel Combes as member of the Supervisory Board,
- Removal of Mr. Didier Cherpitel as member of the Supervisory Board.

Extraordinary items :

- Management Board's report and Statutory Auditor's report to the extraordinary general meeting,
- Authorization to issue shares without retention of shareholders' preferential subscription right,
- Authorization given to the Management Board to issue shares in favour of employees pursuant to an employee savings plan ("PEE"),
- Authorisation to complete formalities.

The prior notice of shareholders' meeting, ("avis de réunion"), which is called for by section R 225-73 of the French Commercial Code (*Code de Commerce*), has been published on March 21, 2008 in the French newsletter of mandatory legal notices (*Bulletin des Annonces Légales Obligatoires*).

On 7 April 2008, two shareholders acting in concert, Centaurus Capital L.P., 16th floor, 33 Cavendish Square, London W1G 0PW (United-Kingdom) and Pardus Capital Management L.P., 590 Madison Avenue, Suite 25E, New York NY 10022 (United-States), sent to the Company the seven following draft resolutions :

Resolution A *(Removal of Mr. Didier Cherpitel as member of the Supervisory Board)*
Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, remove Mr. Didier Cherpitel as member of the Supervisory Board, with immediate effect.

Resolution B *(Appointment of Mr. Benoît d'Angelin as member of the Supervisory Board)*
Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mr. Benoït d'Angelin as member of the Supervisory board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Resolution C *(Appointment of Mr. Behdad Alizadeh as member of the Supervisory Board)*
Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mr. Behdad Alizadeh as member of the Supervisory board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Resolution D *(Appointment of Mrs. Colette Neuville as member of the Supervisory Board)*
Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mrs. Colette Neuville as member of the Supervisory board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Resolution E *(Appointment of Mr. Bernard Bourigeaud as member of the Supervisory Board)*
Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mr. Bernard Bourigeaud as member of the Supervisory board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Resolution F *(Appointment of Mr. Michel Combes as member of the Supervisory Board)*
Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mr. Michel Combes as member of the Supervisory board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Resolution G *(Adaptation of the by-laws of the number of Supervisory Board members)*
Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, decide, to the extent that, following the vote of the resolutions presented to them today, the candidates having obtained enough votes to be appointed to the Supervisory board lead to a number of Supervisory Board members beyond the maximum of 12 provided by the by-laws; to actually appoint only those candidates having obtained the largest number of votes, within the limit of the maximum number of seats available on the Supervisory Board, as provided by the by-laws.

The Company acknowledged reception of the draft resolutions on April 9, 2008.

As advised by the "Commission des opérations de bourse" (now « Autorité des marchés financiers »)'s notice of October 1977, the statement of grounds sent by Centaurus Capital L.P. and Pardus Capital Management L.P. will be attached to any proxy form sent to the shareholders.

During its meeting of 1st April 2008, the Supervisory Board decided, in accordance with article L 225-228 of the Commerce Code, and as mentioned in the prior notice of shareholders' meeting of 21 March 2008, to propose the renewal of the mandates of statutory and deputy auditors of the firms Grant Thornton and IGEC respectively.

During its 14 April 2008 meeting, the Management Board decided :

- to support the suggestions to renew the mandates of statutory and deputy statutory auditors of the firms Grant Thornton and IGEC respectively,
- to withdraw the fourth resolution as published in the prior notice of shareholders' meeting of 21 March 2008, which is now aimless,
- not to support resolutions A to F and to support resolution G as submitted by Centaurus Capital L.P. and Pardus Capital Management L.P..

Such modifications have altered the resolutions' numbering. The final text of the draft resolutions which is presented at the shareholders' meeting is hereunder published in its entirety.

The draft resolutions which are numbered (resolutions 1 to 15 of the Ordinary Items and resolutions 16 to 18 of the Extraordinary Items) are supported by the Management Board which therefore calls the shareholders to vote in favour of them.

The draft resolutions which are lettered (A to F) are not supported by the Management Board which therefore calls the shareholders to vote against them.

Yours sincerely,

The Management Board

HOW TO PARTICIPATE TO THE SHAREHOLDERS' MEETING

Who can participate ?

Pursuant to article R. 225-85 of the French Commercial Code, in order to attend the meeting, registered shares must be recorded in the shareholder's name or in its bank's or broker's name at least 3 days prior to the meeting at 0.00 Paris time (i.e. if the meeting takes place on first notice, on Monday 19 May at 0:00 Paris time) either in the account maintained on behalf of the Company by the Company's registrar, or in the accounts of holders of bearer shares maintained by bank or broker. The holders of bearer shares are required to send their certificate justifying of their ownership on shares ("Attestation de participation") delivered by their bank or broker to the Société Générale - Service Assemblées - 32 rue du Champ de Tir - 44312 Nantes Cedex 3 or to Atos Origin, Legal Department, 18 avenue d'Alsace - Paris La Défense - 92400 COURBEVOIE.

Any shareholder who has already voted by post, sent a proxy or applied for an admission card will no longer be able to choose another means of participation to the shareholders' meeting. He or she may nevertheless decide later to sell all or part of shares held, in which case :

- if the sale occurs more than three business days prior to the meeting (at zero hour Paris time), the Company will have to invalidate or change accordingly the vote expressed, the proxy given, the "carte d'admission" or the "attestation de participation" and, for such purpose, in the case of bearer shares, the shareholder's bank or broker must notify the sale to the Company or its registrar and provide relevant information ;
- if the sale occurs after zero hour Paris time, on the third business day prior to the meeting, the sale does not have to be notified by the shareholder's bank or broker or considered by the Company.

The meeting of 22 May 2008 shall start at 10 am sharp. Accordingly, you are requested :

- to come in early to the reception desk and signing desk, with your admission card for signing of the attendance list,
- not to enter the meeting room without the presentations and the voting material, which will be distributed upon signing of the attendance list.

If you plan to attend the meeting

An admission card must be requested in order to be present and vote at the meeting. In order to receive this card, please return the attached form, **tick the A box**, date and sign the form.

Shareholders who have not received their admission cards, within a period of 3 days prior to the shareholders' meeting, or for enquiries on the processing of their admission cards, should feel free to contact the Société Générale's dedicated operators at 0.825.315.315 *(cost : 0,125 €/min excluding VAT)* from Monday to Friday, between 8:30 a.m and 6:00 p.m Paris time, only from France.

Participation and vote by videoconference or by any other electronic mean of telecommunication have not been chosen for this meeting. Accordingly, no site as per article R 225-61 of the Commerce Code has been made available.

If you cannot attend the meeting

By using the attached form, you can choose one of the three following options :

- Give proxy to the Chairman : please **tick the B box**, date and sign the form.
- Vote by post : please **tick the B box and the left hand box** according to your choice :
    - Vote "For" the resolutions approved by the Management Board by simply ticking the B box and the left hand box.
    - Vote "Against" or "Abstention" on one or several resolutions, by shading the relevant box(es).
    - Vote on the draft resolutions which have not been approved by the Management Board, by shading the relevant box(es).

  You can also make a decision in the case where amendments or new resolutions would be proposed during the meeting, by ticking the relevant box(es) :
    - Either by giving proxy to the Chairman to vote in your name ;
    - Or by abstaining (which will be equivalent to a vote against),
    - Or by giving proxy to another shareholder to vote in your name.
- Give proxy to your spouse or to another shareholder (whether a natural or a legal person) : please **tick the B box**, and give the name and details of the shareholder in the right hand box, **tick the right hand box**, date and sign the form.

The above-mentioned form shall include the above-mentioned three options and must be sent back at the latest 3 business days (at zero hour - Paris time) prior to the meeting. Only one option can be chosen out of the three. Any shareholder who has voted by post cannot attend the meeting (personally or by proxy).

Documents are to be sent back :

- for registered shares to Société Générale - Service Assemblées - 32 rue du Champ de Tir - 44312 Nantes Cedex 3
- for bearer shares to the bank or broker which is handling your securities.

Written questions that shareholders may send must be addressed to the registered office of the company, by letter registered with request for notice of receipt, to the attention of the Management Board at the latest on the fourth business day preceding the date of the meeting. They must be accompanied by a certificate of inscription, either in the accounts of registered shares, or in the accounts of bearer shares.

2. EXPLANATIONS ON RESOLUTIONS PRESENTED BY THE MANAGEMENT BOARD

Dear Shareholders,

Approval of the Fiscal Year 2007 Financial Statements (1st and 2nd resolutions)

The first two resolutions deal with the approval of the fiscal year 2007 parent company statutory and consolidated financial statements.

Net income for the year will be appropriated to the legal reserve (which will reach 10% of share capital as of 31/12/07), to dividend payment for 0.40 euro per share and to retained earnings for the remaining income.

The Company has not paid any dividends in the last five years.

Regulated agreements (3rd to 6th resolutions)

• The **third resolution** deals with the related-party transaction implementing in France and abroad, the collective pension regime which, both in its principle and implementation, has been previously approved by shareholders in 2006 and 2007. This regime, which is applicable to all the members of the Group Executive Committee, including the members of the Management Board, defines implementation terms which are mainly below the commitments already approved previously by shareholders. In particular, the commitment resulting from the defined benefit pension is now reduced by a defined contribution aspect.

Moreover, the evaluation of this commitment - which was already limited to fixed salary only - is now reduced by a calculation based on the average of the last 36 months of fixed salary, while the authorisation given was on the last fixed salary.

Accordingly, the provision booked in the 2006 accounts for an amount of 11.4 ME has been reduced to 10.4 ME, even though the number of eligible beneficiaries has been extended to the Executive Committee. A premium has been paid to insurance companies with which policies have been subscribed (**fourth resolution**).

• The **fifth and sixth resolutions** are further to the departures in 2007 of Mr. Bourigeaud and Mr Illien, and deal only with maintaining the benefit of share subscription options and free shares already granted. Moreover, the non-sollicitation and non-poaching agreement with Mr Illien will give rise to the payment of an indemnity of 200.000 euros, subject to the agreement having been complied with until 31 December 2008.

Share buy-back (7th resolution)

In the **7th resolution**, shareholders are requested to approve a renewal of the authorization previously given by the shareholders on 23 May 2007, for the Company to buy-back its own shares.

This authorization is requested every year (for a total duration of 18 months).

It aims at enabling the Management Board to improve the liquidity of the share or to transfer shares, either as payment of an external growth or to the Group employees and management for share purchase options (or to counterbalance the dilution created by share subscription options) or in a free share grant program by avoiding any additional dilution.

These purchases are capped up to 10% of the share capital, with a maximum price per share of 50 euros. A liquidity agreement was signed by the Company on 13 February 2006.

NB : For information, the Management Board was authorized by the 12th resolution of the shareholders meeting of 3 June 2005 to cancel the shares bought back (according to the objectives of the program), up to a limit of 10% of the share capital by 24-month periods. This authorization is valid for 5 years (i.e. up until the shareholders' meeting on the 2009 accounts).

Renewal of the mandates of statutory auditor and deputy statutory auditor of Grant Thornton and IGEC (8th and 9th resolutions)

During its meeting of 1st April 2008, the Supervisory Board decided, in accordance with article L 225-228 of the Commerce Code, and as mentioned in the notice of shareholders' meeting of 21 March 2008, to suggest the renewal of the mandates of statutory and deputy auditors of the firms Grant Thornton and IGEC respectively.

We hereby propose to renew these mandates for six years in accordance with applicable legal provisions.

Renewal of mandates and appointment to the Supervisory Board (10th to 14th resolutions)

Shareholders are requested to renew the mandates of Messrs Oosterveld, Sankey and Soublin for five years.

Shareholders are requested to appoint Mr. Jean-François Cirelli and Mr René Abate as Supervisory Board members for five years.

You will find attached the biographies of the members of the Supervisory Board for whom we propose renewal and appointment.

Adaptation to the by-laws of the number of Supervisory Board members (15th resolution)

On 7 April 2008, two shareholders acting in concert, Centaurus Capital L.P., and Pardus Capital Management L.P., sent to the Company seven draft resolutions.

During its 14 April 2008 meeting, the Management Board decided to support resolution G (which became the 15th resolution) as submitted by Centaurus Capital L.P. and Pardus Capital Management L.P..

Capital increase with waiver of preferential subscription rights (16th resolution)

This resolution is a renewal of an existing authorisation (11th resolution of 23 May 2006). The authorisation is a delegation of power to the Management Board, subject to the approval of the Supervisory Board.

The percentage of the proposed increase is limited to 15% of the share capital for a duration of twenty-six months. Moreover, any use of this authorisation for capital increase with waiver of preferential subscription rights will be deducted from the existing authorisation of 30% for capital increase without waiver of preferential subscription rights (7th resolution of 23 May 2007).

Capital increase dedicated to employees (17th resolution)

This resolution aims at authorising the Management Board to increase the share capital up to 6% of the existing share capital by issuing new shares to participants in employee share purchase plans.

Because of the resolution immediately above which is a proposal for a capital increase in cash, shareholders must be requested to decide on a capital increase dedicated to employees.

The 10th resolution of 23 May 2007 is currently in force on the same subject for a limit of 8% of share capital. This resolution is valid for 26 months until July 2009 and has been used in 2007 for 1% of share capital.

The ownership of the Group's shares by employees reached 3.1% of common stock as of 31/12/07. Increasing share capital of employees is a way to motivate employees and to reinforce the feeling of ownership of employees reinforcing their share capital ownership, with a long term ultimate goal of 10% of share capital being held by employees and managers. The Supervisory Board has agreed that the Company may increase its share capital to employees by another 1% per annum.

The proposed resolution is to authorise a capital increase reserved for employees for a duration of twenty-six months and limited to 6% of common stock, i.e. the equivalent of the resolution approved by shareholders on 23 May 2007 minus the portion used in December 2007 for the Sprint employee ownership plan.

The share capital increase would be made according to the applicable laws and regulations with a maximum discount of 20%, without any additional sum paid by the company ("*abondement*") and with the option to use a leverage mechanism, while shares will have to be blocked 5 years as a consequence.

The leverage option should increase the interest of the employees in the share price increase and, consequently, in value creation for shareholders.

If the resolution is approved, it will replace the existing authorisation (10th resolution of 23 May 2007).

The draft resolutions which are numbered (resolutions 1 to 15 of the Ordinary Items and resolutions 16 to 18 of the Extraordinary Items) are supported by the Management Board which therefore calls the shareholders to vote IN FAVOUR of them.

The draft resolutions which are lettered (A to F) are not supported by the Management Board which therefore calls the shareholders to vote AGAINST them.

Yours sincerely,

The Management Board.

ATTACHMENT TO THE EXPLANATIONS OF THE MANAGEMENT BOARD

Jan Oosterveld
Age 64
Number of Shares Held 10
Elected in 2004

After earning a degree in mechanical engineering at the Eindhoven Technical University (1969) and a MBA from the Instituto de Estudios Superiors de la Empresa in Barcelona, Mr. Jan Oosterveld began his professional career with Philips in 1972, where he took several management positions in various European sites, and after which, in 1989, he founded the Philips Key Modules Business Group. From 1997, he was in charge of corporate strategy, reporting to the President of the company. In 1999 he became a member of the group management committee. He was also the CEO of Philips Asia Pacific, at which time he implemented a new strategy for Philips in the region. He retired from Philips in 2004.

He joined the Board of Directors of Continental AG (2003), and in 2004 he became a member of the Board of Barco NV in Belgium, Cookson in the UK, and Crucell in the Netherlands-where he is since 2007 the Chairman of the Board. In 2004 he established his consultancy and investment companies in Spain and the Netherlands.

In 2006, Mr. Jan Oosterveld took the position of Chancellor of the International Academy of Management, and became a Doctor h.c. at the State University of Management in Moscow in 2007.

He has been a member of the Supervisory Board of Atos Origin SA since 2004, as well as the Chairman of the Investment Committee and a member of the Remuneration Committee.

Vernon L. Sankey
Age 59
Number of Shares Held 500
Elected in 2005

On graduating from Oxford University in 1971 with a MA in Modern Languages, Mr. Vernon Sankey started his professional career at Reckitt & Colman plc (now Reckitt Benkiser) in positions based in the UK, France, Denmark, and the United States. He became a member of the Main Board in 1989 and, from 1992 to 1999, was its Group Chief Executive. He has since been Chairman of Thomson Travel plc (2000,) Chairman of Gala Group plc (2000 to 2003,) Chairman of Photo-Me International plc (2000 to 2007,) and Chairman of The Really Effective Development Company Ltd (2000 to 2006.). He has served on the Boards of Pearson plc., Taylor Woodrow plc, Vividas plc (until 28 March 2008) and Cofra AG, and was a founding Board member of the UK's Food Standards Agency.

Currently he is a Board member of Zurich Financial Services AG (and Chairman of its Remunerations Committee), and Firmenich SA and is a member and advisor to GLP llp and Pi Capital in the UK.

He advises numerous companies on their investments, particularly on private equity ventures.

He has been a member of the Supervisory Board of Atos Origin SA since 2005, as well as a member of the Investment Committee.

Michel Soublin
Age 62
Number of Shares Held : 500
Elected in 2004

After graduating from l'Institut des Etudes Politiques (IEP) with a degree in political science and an economics degree from the Faculty of Law and Economics in Paris, Mr Michel Soublin launched his professional career at the bank Neuflize. He joined Schlumberger in 1973, where he held several finance positions in Paris, New York, and Moscow, such as Controller, Oilfield Services (1995-1998), Group Treasurer (2001-2005), and assumed management responsibilities as General Manager of the electronic transactions subsidiary of Schlumberger (1983-1990). He was financial advisor at Schlumberger Ltd. till his retirement in July 2007.

In addition, he is Chairman of a French non-governmental organization called 'Comité de la Charte' and was founding member of l'Association Française des Trésoriers d'Entreprises.

He is a Director of Gemalto NV in Amsterdam and a member of the Supervisory Board of Atos Origin in Paris (since 2004, as well as a member of the Atos Audit Committee.)

Jean-François Cirelli
Age 50
Number of Shares held 0

Upon receiving his degree from l'Institut d'Etudes Politiques in Paris, a law degree, and a graduating from the Ecole Nationale d'Administration (1985), Jean-François Cirelli was appointed to many different positions in the treasury department at the Ministry of Economy in Finance from 1985 to 1995. After holding these positions, he was a technical advisor to the President of the Republic before becoming economic advisor. In 2002, he became Deputy Director to Prime Minister Jean-Pierre Raffarin responsible for economic, industrial, and social issues. He was appointed Chairman of Gaz de France in September 2004.

René Abate
Age 60
Number of shares held 0

René Abate holds an MBA from Harvard Business School and is Ingénieur Civil de l'Ecole Nationale des Ponts et Chaussées in Paris. He started his career as a civil engineer at Port of New York Authority.

He joined the Boston Consulting Group in 1974. For 30 years, his consulting activity has focused on strategy and organization to large companies in areas such as: food and specialty retail, luxury goods, hotels, energy and utilities, public sector and consumer goods. He has been successively Senior Vice President, head of French operations and Chairman of BCG Europe, and a member of the Executive Committee of The Boston Consulting Group worldwide until 2006. He is now Managing Partner of Delphen Sarl and Senior Advisor of The Boston Consulting Group.

René Abate is a member of the Supervisory Board of Carrefour and a member of the Board of Directors of LFB (Laboratoire Français du fractionnement et des biotechnologies). He is also a Board member of L'Ecole Nationale des Ponts et Chaussées and a Board member and Vice President of L'ENVOL pour les enfants européens (non profit association).

3. OBSERVATIONS OF THE SUPERVISORY BOARD ON RESOLUTIONS PRESENTED BY THE MANAGEMENT BOARD

In accordance with the law, the Management Board has presented to the Supervisory Board the consolidated financial statements of the Atos Origin Group, Management's Discussion and Analysis of the Group's activities and financial results for the period ended 31 December 2007, and the parent company financial statements for the same period.

The Supervisory Board has reviewed the financial statements, the Management Discussion and Analysis and the text of the resolutions that are to be presented to the Annual General Meeting. The Supervisory Board is satisfied that these statements describe accurately the performance of the Group for the year ended 31 December 2007 and set out the financial position of the Group at that date.

During its meeting of 1st April 2008, the Supervisory Board decided, in accordance with article L 225-228 of the Commerce Code, to propose the renewal of the mandates of statutory and deputy auditors of the firms Grant Thornton and IGEC respectively.

4. PRESENTATION OF MOTIVES IN SUPPORT OF THE REQUEST FOR ENTERING DRAFT RESOLUTIONS ONTO THE AGENDA FOR THE GENERAL MEETING TO BE HELD ON 22ND MAY 2008 PRESENTED BY CENTAURUS CAPITAL L.P. AND PARDUS CAPITAL MANAGEMENT L.P (ARTICLE R. 225-71 OF THE COMMERCIAL CODE)

Centaurus Capital L.P.
16th floor
33 Cavendish Square
Londres W1G 0PW
Great Britain

Pardus Capital Management L.P.
590 Madison Avenue
Suite 25 E
New York, NY 10022
United States of America

Why we want change

Dear Sir or Madam, Dear Shareholder,

Centaurus Capital and Pardus Capital Management are, through the funds that they manage, the two main shareholders in Atos Origin, having together invested over 500 million euros for a holding in the company representing 21.7% of its capital. We are patient investors : our initial investment in Atos Origin goes back to the end of 2006. It was made on a non-aggressive basis for Atos Origin and its prospects within the computer industry and service sector were backed up by our in-depth analysis of this sector of the company.

THE POTENTIAL VALUE OF ATOS ORIGIN IS CONSIDERABLE
BUT THE COMPANY'S PERFORMANCE REMAINS INSUFFICIENT

We bitterly regret the consistent under-performance of the company and the management's refusal to take the necessary measures to maximise its value. This is why we are writing to you today to ask you for your support in obtaining seats on the Supervisory Board. Our sole objective, once on the Supervisory Board, will be to contribute to bringing the company out of the strategic dead-end into which the current management team have led it and to maximise the value of your investment.

We believe that Atos Origin is an attractive company, with its teams of very high quality specialists and its portfolio of stable customers, its leading position on numerous national markets and its diversity of businesses, such as, for example, the Worldline division.

However, our analysis, which is shared by a large number of financial analysts and experts, shows that the "multi-service" and "multi-market" approach currently used by Atos Origin is not the most appropriate for a company of this size and does not create value. Atos Origin has been incapable of adapting sufficiently quickly to win market shares by improving its profitability. The company remains incapable of generating sufficient profits for its shareholders, is far behind its competitors in terms of offshore resources and does not have any realistic plan to compensate for its backwardness. These key strategic questions must be addressed before they become critical.

THE VERDICT OF THE MARKET IS THAT THE 3o3 PLAN IS NOT WORKING

The 3o3 restructuring plan drawn up by the Board does not address these problems sufficiently. Our in-depth analysis shows that the 3o3 plan will not permit the company to catch up with its competitors and that, on the contrary, it will only serve to aggravate its backwardness due to inappropriate offshore capacity, insufficient margins and minimum cash generation.

The Atos Origin share price has constantly under-performed compared to that of its peers over these past few years. The reaction of the price every time the 3o3 plan is reaffirmed shows that the market is not satisfied with the strategy and that it doubts that implementation of the 3o3 plan, even should it be successful, will generate value for shareholders.

Our priority must now be to ensure that the group's assets - which are of very high quality - and the recognised skills of its staff are valorised as best possible so that Atos Origin can return to a competitive position in the current climate of the I.T. service industry. On this depends, in our opinion, the interest of employees, clients and shareholders.

INFLEXIBLE MANAGEMENT THAT REFUSES TO LISTEN TO ITS SHAREHOLDERS

Centaurus and Pardus, and their advisors, have devoted considerable resources to analysing the strategic positioning of Atos Origin. We have attempted, in good faith, to share our ideas with the Board and Supervisory Board of the company but, in spite of our best efforts, they have refused to engage in a kind of constructive dialogue. Although we are by far the company's biggest shareholders, the Board of Directors and Supervisory Board have consistently refused to grant us any representation on the Supervisory Board.

On the other hand, they have spent considerable sums of money on lawyers and advisors, at shareholders' expense, endeavouring to dismiss our opinions and refusing to work with us to resolve the problems facing the company. We believe that the Supervisory Board and the Board of Directors are today completely disconnected from the concerns of both employees and shareholders - as shown from the recent large increments allocated to managers and the extremely low level of ownership of Atos Origin shares by members of the Supervisory Board.

Our objective is not the break up of Atos Origin. We believe that management has refused to review in any objective way the orientation and long term viability of its restructuring plan, specifically to what extent this 3o3 plan will create value for shareholders.

Also, our recent meetings with company directors demonstrated clearly to us that the current Supervisory Board is not carrying out its role of control over the Board of Directors. We want to be sure that the voice of shareholders at Atos Origin is taken into account by the company's Board of Directors and by the Supervisory Board.

OUR OBJECTIVE IS TO MAXIMISE VALUE FOR SHAREHOLDERS

Our objective, in the interests of all the shareholders, is to change this position. We believe that company management should undertake a complete and realistic review of the position in order to determine whether the 3o3 plan is the best strategy for Atos Origin, to reconsider its objective in terms of offshore at international level and to rethink the conditions for the development of Worldline.

WE WOULD ASK YOU TO SUPPORT OUR RESOLUTIONS

We are not seeking to take control of Atos Origin. To ensure that the Supervisory Board takes into consideration the interests of all the shareholders we suggest the appointment to the Supervisory Board of two representatives from Centaurus and Pardus and of three independent candidates from the group we form. The company's repeated refusal to engage any kind of serious and sincere dialogue with us leaves us no other choice. Shareholders will be called on to choose between the candidates presented by the management team and those that actually represent shareholders at the Annual General Meeting to be held on 22nd May 2008.

Yours faithfully,

PARDUS CAPITAL MANAGEMENT L.P.
Karim Samii,
Member of Pardus Capital Management LLC
General Partner of Pardus Capital Management L.P.
investment manager of Pardus Special Opportunities
Master Fund L.P.

CENTAURUS CAPITAL L.P.
Bernard Oppetit
Chairman and Chief Executive
Officer de Centaurus Capital L. P. investment manager of
- Centaurus Alpha Master Fund Ltd
11.16% shareholder in Atos Origin
- Green Way Managed Account Series Ltd (Portfolio E),
0.47% shareholder in Atos Origin

Information on the candidates to the Supervisory Board of Atos Origin, based on the request for entering draft resolutions received from Centaurus Capital L.P. and Pardus Capital Management L.P.

Benoît d'Angelin
46 years old
Number of Atos Origin shares held : 0
Main function currently held : Managing Director, Centaurus Capital

Other mandates and functions currently held :
Director Matignon Investissement, Oddo Bank
Others : member of the Lehman Brothers Advisory Board

Other mandates and functions held over the past five years and no longer held :
Member of the European executive committee, member of the World executive committee of the investment banking activity at Lehman Brothers

Mr Benoît d'Angelin is a partner of Centaurus Capital. Before joining Centaurus in March 2006, Benoît d'Angelin ran the European investment banking activities for Lehman Brothers, where he was also a member of the European and World executive committees, as well as a member of the bank's European management committee. Before taking up his functions in June 2000, Benoît d'Angelin directed origination and financing activities at Lehman Brothers in Europe. Benoît d'Angelin started his career with Lehman Brothers in Paris in 1993, as Director of French financial markets. He was previously with BNP Paribas. Benoît d'Angelin is a graduate from Sciences Po Paris. He is a member of the Tuesday Club, a director of the company Matignon Investissmeent, of the Oddo bank and a member of the Lehman Brothers advisory board.

Behdad Alizadeh
46 years old
Number of Atos Origin shares held : 0
Main function currently held : Partner Pardus Capital Management L.P.

Other mandates and functions currently held :
Director on the Governor's Committee on Scholastic Achievement

Other mandates and functions held over the past five years and no longer held :
Director of Caliber Collision Centers and Mid West Wholesale Distribution
Others : Managing Director, Head of Merchant Banking Bank of New York

Mr Behdad Alizadeh joined Pardus Capital Management L.P. in April 2007 as a partner. He has over 19 years experience in the field of financial services. Before joining Pardus, Behdad Alizadeh was managing director in charge of the Merchant Banking division of the Bank of New York (BNY), from 1998 to the beginning of 2007. He was responsible for strategic management of BNY relations with investment capital companies. Behdad Alizadeh was partner-manager of BNY Mezzanine Partners L.P., an alternative investment company set up with a view to investing directly in unlisted companies, and managed BNY investments in investment capital companies. From 1995 to 1998, Mr Alizadeh was managing director and in charge of private investments at Patricof & Co. Capital Corp, a company bought out by BNY in 1998. Before joining Patricof, he worked for seven years for Bankers Trust Company, where he specialised in operations involving mergers-acquisitions, investment capital and advice on restructuring. Mr Alizadeh is a member of the Board of the Governor's Committee on Scholastic Achievement. Behdad Alizadeh obtained an MBA at the Columbia Business School in 1988 and a BS in economics at New York University in 1984.

Colette Neuville

70 years old

Number of Atos Origin shares held : 0

Main function currently held : Founder Chair of the Association for the defence of minority shareholders (ADAM)

Other mandates and functions currently held :

Director of the Eurotunnel Group

Others : European Forum for Corporate Governance with the European Commission

Other mandates and functions held over the past five years and no longer held :

Director of Euroshareholders and La Vie Financière

Mrs Colette Neuville is a graduate in law, laureate from the Faculty of law, graduate from the Institut d'études politiques de Paris and Diplômée d'études supérieures (DES) in political economics and economic sciences. She was an economist with NATO, for the Moroccan government and for the Loire-Bretagne regional office. Colette Neuville is founder chair of the Association for the Defence of Minority Shareholders (ADAM). She is a member of the board of Euroshareholders (European Federation of Shareholders Associations) and a member of the European Forum on corporate governance with the European Commission. She is also a member of the "Savers and minority shareholders" commission at the Financial Markets Authority.

Bernard Bourigeaud

64 years old

Number of Atos Origin shares held : 100,000

Main function currently held : Chairman of BJB Consulting

Other mandates and functions currently held :

Director of Tibco Software Inc

Others : Ecole des Hautes Etudes Commerciales (HEC), member of the International Advisory Board

Other mandates and functions held over the past five years and no longer held :

Chairman of the Board of Directors of Atos Origin SA and Atos Origin BV

Chairman of the Supervisory Board of Atos Consulting, Atos Euronext Market Solutions Holding and Atos Origin Nederland BV

Director of Atos Consulting Ltd, Atos Ods Origin, Atos Origin International, Business Objects, CCMX Holding and Neopost

Member of the Supervisory Board of Atos Euronext (permanent representative of Atos Euronext), Atos Euronext Market Solutions Holding, Atos Worldline Processing GmbH, Hagemayer NV, SNT Group NV

Others : French advisor on Overseas Trade, member of the Nation's Economic Commission (with the Ministry of the Economy)

Mr Bernard Bourigeaud is former Founder Chairman of Atos Origin. In 1991, Bernard Bourigeaud successfully carried out the merger that resulted in Axime, a company of which he became chairman. In 1996, Axime acquired Sligos and the combined entity was renamed Atos. In November 2000, Bernard Bourigeaud merged Atos with the Dutch company Origin to create Atos Origin. In 2002, Bernard Bourigeaud finalised the acquisition of KPMG Consulting in the United Kingdom and the Netherlands to reinforce the Atos Consulting Group's consultancy branch. In January 2004, Bernard Bourigeaud acquired the Sema group, thereby creating an international leader in computer services with an annual turnover figure of over 5 billion euros. Before joining Axime, Bernard Bourigeaud directed for 11 years the Deloitte Haskins & Sells France management consultancy group. He was in charge of the Group's French activities and set up the M&A division. He had previously worked for Continental Grain, holding, over a three year period, various management functions in Europe before spending five years at the head of activities in London. He began his career with CIC and Price Waterhouse. A chartered accountant, Bernard Bourigeaud is a graduate in economics and management. He is a Knight of the Legion of Honour. Affiliated Professor at HEC, he is also a member of the school's International Advisory Board. Bernard Bourigeaud holds mandates as director for Tibco Software and is also a director of CEPS.

Michel Combes
46 years old
Number of Atos Origin shares held : 0
Main function currently held : Chairman and Managing Director of TéléDiffusion de France (TDF)

Other mandates and functions currently held :
Chairman of the Board of Infogrames
Chairman of the Supervisory Board of Assystem
Director of Weather
Member of the Europacorp Supervisory Board

Other mandates and functions held over the past five years and no longer held :
Chairman of the Board of Carlson WagonLit Travel France
Director of Altamir, Neuflize and Liberty TV

Mr Michel Combes has been Chairman and Managing Director of TéléDiffusion de France since mid-May 2006. Until the end of January 2006 Michel Combes was Executive Director in charge of Financial Balances and the Creation of NexT values and a member of the Strategic Committee of the France Télécom Group. In January 2003, Michel Combes joined the France Télécom Group as Executive Director in charge of the Group Finance function. From December 2001 to December 2002, Michel Combes held the functions of Managing Director of Assystem, a company specialised in the field of industrial engineering; previously Executive Vice-Chairman of the Nouvelles Frontières Group from December 1999 to the end of 2001. In June 1995, he joined TéléDiffusion de France as deputy Managing Director, a function that he held from June 1996 to the end of 1999 in addition to that of Chairman and Managing Director of GlobeCast. Appointed in 1991 as technical advisor to the Ministry of Post, Telecommunication and Space, and then to the Ministry of Equipment, Transport and Tourism, Michel Combes began his career in 1986 with France Télécom in the External Networks Division and then the Industrial and International Business Division. Michel Combes is a graduate from the Ecole Polytechnique and the Ecole Nationale Supérieure des Télécommunications.

5. DRAFT RESOLUTIONS

Ordinary items :

First resolution

Approval of the fiscal year 2007 consolidated and statutory financial statements ; approval of the operations of the fiscal year 2007 and discharge to the members of the Management Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, and after having reviewed :

- The Management Board's report ("Operational Review and Financial Review") on Group and Company activities and the financial statements for the fiscal year 2007,
- The report of the Chairman of the Supervisory Board and the Supervisory Board's observations,
- The parent Company and Group consolidated financial statements, and,
- The Statutory Auditors' general report on the performance of their assignment during the year.

Hereby approve the parent Company and consolidated financial statements and, in particular, the balance sheet, income statement and notes thereto drawn up to 31 December 2007, as presented, together with the transactions reflected in these financial statements or described in these reports.

Consequently, shareholders discharge all members of the Management Board from any liabilities with respect to the performance of their duties during the year.

Second resolution

Appropriation of net income

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, and on the recommendation of the Management Board, hereby ratify that the net loss for the year is EUR 58,857,440.66 and that it is appropriated to retained earnings which will accordingly total EUR 108,511,449.32.

Considering the new balance of retained earnings which amount to EUR 108,511,449.32 the amount available for appropriation is EUR 108,511,449.32.

Shareholder hereby ratify the appropriation of this amount as follows :

To legal reserve	EUR 82,918.50
Following this appropriation, the legal reserve will total :	EUR 6,971,015.00
To dividend	EUR 27,884,606.80
To retained earnings	EUR 80,543,924.02

Dividend will be 0.40 euros per share (before withholding of social charges if applicable and before deduction of any advance on dividend paid in respect of 2007) for all shares having right to dividend, resulting in a total dividend of 27,884,606.80 euros, on the basis of the number of shares as of 29 February 2008, paid in cash after the shareholder's meeting.

However, this amount may be increased (and accordingly, the amount remaining on retained earnings decreased) by a total maximum number of 1,807,809.60 euros, in order to take into account the total maximum number of 4,519,524 additional shares which may be created through the exercise of stock subscription options, between 1 March 2008 and the date of dividend payment.

In application to article 243 bis of the French Tax Code, this dividend can benefit, when paid to physical persons who are tax resident in France from a 40% tax deduction. In application to article 117 quater of the French Tax Code, shareholders can decide to opt, subject to conditions, for the 18% withholding tax, instead of the normal income tax. Dividend would then be excluded from the benefit of the 40% tax deduction.

If upon dividend payment, the Company owns some of its own shares, the amounts corresponding to unpaid dividend for these shares shall be allocated to retained earnings.

Accordingly, shareholders authorise the Management Board to revise the final amount of effective distribution, as the case may be.

As required by law, shareholders note that no dividend has been paid in the last three years.

Third resolution

Related-party agreements

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, having reviewed the auditors' special report on agreements governed by Articles L 225-86 et seq. of the Commercial Code, hereby approve, without prejudice to rights already existing, the agreement governed by Article L 225-90-1 of the Commercial Code relative to the terms and conditions of implementation of a collective defined benefit pension scheme, with a defined contribution aspect, whose principle has been approved by the shareholders in the previous years.

Fourth resolution

Related-party agreements

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings and having reviewed the auditors' special report on agreements governed by Articles L 225-86 et seq. of the Commercial Code, hereby take note of the implementation during the year 2007 of the agreement related to a defined benefit pension, as set in the standard terms of the Management Board members, whose principle has been approved by the shareholders in the previous years.

Fifth resolution

Related-party agreements

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, having reviewed the auditors' special report on agreements governed by Articles L 225-86 et seq. of the Commercial Code and being informed that Mr Bernard Bourigeaud served in the company since 1991, hereby approve each of the agreements governed by Article L 225-90-1 of the Commercial Code relative to the termination of all functions of Mr Bernard Bourigeaud and referred to in the special report prepared by the auditors, regarding only the keeping of certain stock options and free shares whose vesting period was not expired on 31 December 2007.

Sixth resolution

Related-party agreements

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, having reviewed the auditors' special report on agreements governed by Articles L 225-86 et seq. of the Commercial Code and being informed that Mr Dominique Illien served in the company since 1995, hereby approve each of the agreements governed by Article L 225-90-1 of the Commercial Code relative to the termination of all functions of Mr Dominique Illien referred to in the special report prepared by the auditors, regarding only the keeping of certain stock options whose vesting period was not expired on 31 May 2007 and the payment of a 200,000 € indemnity in exchange for non-solicitation and non-poaching commitments until 31 December 2008.

Seventh resolution

Renewal of the authorisation to trade in the Company's shares

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, and having reviewed the Management Board's report entitled "Management Discussion and Analysis", hereby authorise the Management Board to trade in the Company's shares, in accordance with the provisions of Articles L 225-209 et seq. of the Commercial Code and in compliance with the conditions determined in the Regulations of the Autorité des marchés financiers and in the European Regulation n° 2273/2003 of 22 December 2003 in application to the Directive 2003/6/CE of 28 January 2003, in order to :

a. Grant or sell shares to employees or managers of the Company or of one of the Group's companies, under the conditions defined by law and regulations, notably in compliance with employee profit sharing schemes, share subscription option schemes, or for the grant of free shares or sale of shares to employees ;

b. Cancel acquired shares, in accordance with the terms of the authorisation requested from the shareholders on 26 May 2005 and approved in the 12th resolution of the minutes of the said meeting ;

c. Keep and remit shares in exchange or in payment in connection with external growth transactions, as the case may be, and as authorised by laws and regulations ;

d. Remit shares upon the exercise of rights in connection to convertible securities ;

e. Stabilise the market or the liquidity of its shares through a liquidity agreement signed with an investment service provider in compliance with a deontology charter recognised by the Autorité des marchés financiers ;

f. Allow the Company to trade in the Company's shares on the stock exchange market or otherwise, for any other implementation of a market practice authorised by law and regulations, either now or in the future.

Shares may be purchased up to a maximum of 10% of the share capital calculated on the basis of the share capital existing at the moment of such purchases (this percentage being considered on the date of purchase), this percentage being applied to the share capital adjusted, as the case may be, according to operations done after this shareholder's meeting, being understood that, in accordance with the sixth paragraph of article L 225-209 of the Commercial Code, the number of shares acquired by the Company in view of being kept and remitted in exchange or in payment in connection with a merger, a demerger or a contribution cannot exceed 5% of the share capital.

Shares may be purchased, sold, transferred or exchanged by any means, on the market or outside of the market, including, as the case may be, derivative instruments. The share of the buy-back program which can be made by blocks of shares can reach the full amount of the program.

The maximum aggregate amount of funds which can be used for the implementation of this buy-back program may not exceed 10% of the share capital multiplied by the maximum price per share.

The maximum purchase price per share is set at EUR 50 (costs excluded).

Shareholders grant full powers to the Management Board to adjust the aforementioned in case of incorporation of premiums, reserves or profits, leading to either an increase in the nominal value of each share or the creation and free grant of new shares, as well as in case of division of the nominal value of each share or the amalgamation of shares in order to take into account the impact of such changes on the share value.

Shareholders also grant full powers to the Management Board, with authority to delegate to its Chairman, or with the agreement of the Chairman to one or several members of the Management Board, to place any order on the market or outside of the market, to allocate or reallocate the shares bought to the different objectives in accordance with applicable laws and regulations, to conclude all agreements, notably in view of keeping the share acquisition/sale ledger, to issue all documents, make any formality, statement and releases with any authority, including the Autorité des marchés financiers, with regard to any transaction made as per this resolution, to set the terms and conditions according to which the rights of holders of convertible securities or grantees of stock options may be preserved in accordance with regulations, and to do whatever is deemed necessary. Shareholders also grant full powers to the Management Board, if the law or the Autorité des marchés financiers extend or complete the objectives authorised for buy-back programs, to communicate to the public any change to the objectives and program, as the case may be, as per applicable laws and regulations.

This authorisation supersedes the earlier authorisation granted by the 6th resolution to the Annual General Meeting of 23 May 2007. It is granted for a maximum period of 18 months as of this shareholders' meeting.

The Management Board will specifically report to shareholders at the next Annual General Meeting on any transactions performed pursuant to this authorisation, and in particular, for each of the above-defined purposes, the number and price of shares acquired, the number of shares used for such purposes, as well as any reallocation from one purpose to another.

Eighth resolution

Renewal of the appointment of Grant Thornton as statutory auditor

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, renew the mandate of statutory auditors of Grant Thornton, for a duration of six years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2013.

Ninth resolution

Renewal of the appointment of IGEC as deputy statutory auditor

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, renew the mandate of deputy statutory auditors of IGEC, for a duration of six years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2013.

Tenth resolution

Renewal of the appointment of Mr Jan Oosterveld as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, renew the mandate of member of the Supervisory Board of Mr Jan Oosterveld, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Eleventh resolution

Renewal of the appointment of Mr Vernon Sankey as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, renew the mandate of member of the Supervisory Board of Mr Vernon Sankey, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Twelfth resolution

Renewal of the appointment of Mr Michel Soublin as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, renew the mandate of member of the Supervisory Board of Mr Michel Soublin, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Thirteenth resolution

Appointment of Mr Jean-François Cirelli as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mr Jean-François Cirelli as member of the Supervisory Board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Fourteenth resolution

Appointment of Mr René Abate as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mr René Abate as member of the Supervisory Board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Fifteenth resolution

Adaptation by the by-laws of the number of Supervisory Board members

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, decide, to the extent that, following the vote of the resolutions presented to them today, the candidates having obtained enough votes to be appointed to the Supervisory board lead to a number of Supervisory Board members beyond the maximum of 12 provided by the by-laws; to actually appoint only those candidates having obtained the largest number of votes, within the limit of the maximum number of seats available on the Supervisory Board, as provided by the by-laws.

Resolution A

(Resolution not supported by the Management Board)

Appointment of Mr. Benoît d'Angelin as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mr. Benoît d'Angelin as member of the Supervisory board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Resolution B

(Resolution not supported by the Management Board)

Appointment of Mr. Behdad Alizadeh as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mr. Behdad Alizadeh as member of the Supervisory board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Resolution C

(Resolution not supported by the Management Board)

Appointment of Mrs. Colette Neuville as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mrs. Colette Neuville as member of the Supervisory board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Resolution D

(Resolution not supported by the Management Board)

Appointment of Mr. Bernard Bourigeaud as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mr. Bernard Bourigeaud as member of the Supervisory board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Resolution E

(Resolution not supported by the Management Board)

Appointment of Mr. Michel Combes as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, appoint Mr. Michel Combes as member of the Supervisory board, for a duration of five years, that will terminate at the end of the shareholders' meeting deciding on the accounts closed on 31 December 2012.

Resolution F

(Resolution not supported by the Management Board)

Removal of Mr. Didier Cherpitel as member of the Supervisory Board

Shareholders, meeting under the rules of quorum and majority applicable to ordinary general meetings, remove Mr. Didier Cherpitel as member of the Supervisory Board, with immediate effect.

Extraordinary items :

Sixteenth resolution

Authorisation to issue shares without retention of shareholders' preferential subscription right

Shareholders meeting under the rules of quorum applicable to extraordinary general meetings, having reviewed the Management Board's report and the special report by Statutory Auditors, hereby resolve, in accordance with articles L 225-129 et seq. of the Commercial Code and notably Articles L 225-135, L 228-92 and L 228-93 of the Commercial Code, as follows :

I - Confer to the Management Board, competency to issue shares in one or more instalments,

a) via the issuance of new shares, with or without stock subscription warrants attached, to be subscribed in cash or by offsetting debts, with or without additional paid-in-capital,

b) via the issue of securities other than ordinary shares, giving access, directly or indirectly, by conversion, exchange, redemption, exercise of warrant or any other manner, to existing or future shares of the common stock at any moment or at set dates, issued by the company or by a company in which it holds directly or indirectly more than half of the share capital,

c) via the issue of stock subscription or stock purchase warrants to be subscribed to in cash or distributed gratuitously, it being specified that such warrants may be issued either separately or simultaneously attached to securities described above in the paragraph immediately above,

d) or via the simultaneous combination of any of the aforementioned methods.

Resolve that the limits of the amounts of the capital increase are as follows :

- the nominal maximum amount of shares that may be issued either immediately or in the future is EUR 10,456,728 this amount being included in the amounts defined by the shareholders in the 7th resolution of 23 May 2007
- to this maximum amount, shall be added the nominal amount of the additional capital increases in common stock made necessary for the preservation of the rights of holders of securities or warrants giving right, irrespective of the manner, to an allocation of common stock of the Company.

Resolve to set the nominal maximum amount of securities representing a receivable on the Company that may be issued to EUR 100 million.

These securities may be denominated in euro or any other foreign currency or any monetary unit determined by reference to more than one currency.

II - Resolve that capital increases may be in remuneration of securities that would be contributed to the company as a result of a public offer with exchange of shares in compliance with the conditions defined by article L 225-148 of the Commercial Code.

III - Resolve to cancel shareholders' preferential subscription right to securities to be issued pursuant to the delegation granted in paragraph I above.

It is specified that the issues referred to at paragraph I above, may, if the need arises, be performed, totally or partially on the international market.

For issues performed on the French market, the Management Board, subject to the prior approval by the Supervisory Board, may grant shareholders, in accordance to the terms and conditions which it shall set, a time period (which cannot be less than the duration set by decree) during which they shall have priority for subscribing to the shares, securities and subscription warrants issued without giving rise to the creation of negotiable and transferable rights. The shares, securities and warrants not subscribed to at the end of the priority shall be sold to public investors.

The issuance of securities and warrants as per the delegation granted above in paragraph I entails waiver by the shareholders of their preferential subscription rights to shares to which such securities and warrants will give right, either immediately or in the future.

IV - As per article L 225-136 of the Commercial Code, resolve that the sum due immediately or in the future to the Company for each share, security and warrant issued pursuant to the delegation provided in paragraph I above, must at least be equal to the weighted average of the listed prices of former Company shares during the last three stock market trading days preceding the date of the beginning of the issue of shares, securities or warrants, as the case may be reduced by a maximum discount of 5% : this average may be adjusted to take into account the difference in dividend date.

Within a limit of 10% of the share capital per year, the issuance price must be at least equal to, up to the decision of the Management Board, a) the average price weighted by the volumes of the share during the stock exchange trading day preceding the definition of the issue price or b) the average price weighted by the volumes of the shares set during the stock exchange trading day during which the issue price is defined, with a maximum discount of 5%, as the case may be.

V - Confer all powers on the Management Board, subject to the prior approval of the Supervisory Board in accordance with Article 19.3 of the bylaws, with the option to delegate such powers to the Chairman or to one of its members, under the conditions provided for by law, to :

a) In order to implement, in one or more instalments, the delegation provided at paragraph I above particularly with regard to :

- decide on the capital increase,
- decide on the amount of the capital increase, the price of the capital increase, as well as the premium which may, as the case may be, be requested upon issuance,
- determine the dates and terms and conditions of the issues,
- set the type of the securities to be created, their dividend date, even retroactively, the conditions for their conversion, exchange, redemption, and/or buyback,
- determine the way payment for shares or securities giving access to capital, either immediately or in the future, will be made,
- make any adjustments required in accordance with applicable legal and regulatory provisions,
- acknowledge the finalisation of any capital increase and amend the by-laws accordingly,

- and more generally, take all necessary measures to enter into any agreements, in order to complete the contemplated transactions in accordance with applicable law and regulations ;

b) In the event of an issuance of securities granting entitlement to an allotment of shares on exercise of a warrant, to buy these warrants on the stock market, with a view to cancelling them or otherwise, considering the applicable legal provisions ;

c) May deduct expenses arising from the issuance of new shares or securities from the paid-in-capital and transfer amounts from this account to the legal reserve to bring it to one-tenth of the new common stock amount.

VI - Authorise the Management Board, as part of the delegation which is the subject of paragraph I above :

a) In the event where a company or companies, in which the Company has an interest, directly or indirectly, of more than 50% of the company's common stock to issue ;

- Bonds with stock subscription warrants attached enabling the holder to acquire shares in the common stock of the Company, or
- Other securities whose form is compatible with the law in force, giving the right by conversion, exchange, redemption, or exercise of a warrant or by any other means, to an allotment at any moment or at set dates, of common stock of the Company.

b) To perform, in agreement with the issuing company or companies, issues of bond and other securities as well as the issue of warrants and corresponding common stock of the Company.

Shareholders resolve that paragraph III, sections 1 and 3 and paragraphs IV and V of this resolution are applicable to the authorisation given in this paragraph.

VII - Resolve that this delegation replaces and supersedes, up to the amount not yet used, any previous authorisation of the same kind, and is valid for a period of 26 months from the date of this Meeting.

VIII - Acknowledge that, if the Management Board decide to use the delegation of authority which is authorised by this resolution, the Management Board shall report to the next ordinary shareholder's meeting on the use of authority granted by this resolution.

Seventeenth resolution

Resolution presented in compliance with article L 225-129-6 first paragraph of the Commercial Code

Share capital increase dedicated to employees through an Employee Savings Plan ("Plan d'Epargne d'Entreprise")

Shareholders, meeting under the rules of quorum applicable to extraordinary general meetings, having reviewed the Management Board's report and the Statutory Auditors' special report, hereby resolve, to confer to the Management Board,

pursuant to articles L225-138-1 and L 225-129-6 of the Commercial Code and articles L 443-1 et seq. of the Labour Code, full powers to issue the share capital in one or more instalments and, according to its own decisions, up to a maximum nominal amount of 6% of the issued share capital as of the date of this meeting , via the issuance of new shares, to be subscribed in cash or other securities giving access to capital, under the terms and conditions set by law, exclusively to people adhering to a savings plan, whether a Group savings plan or otherwise.

The beneficiaries of the capital increases authorized by this resolution will be members of the Atos Origin Employee Savings Plan or of the Employee Savings Plans of related entities in the sense of article L 225-180 of the Commercial Code and article L 444-3 of the Labour Code. Beneficiaries will also meet the conditions that may be decided by the Management Board.

Decide that, in accordance with article L 443-5 of the Labour Code, the discount will be 20% below the average opening list prices of the Company's share on the Eurolist market of Euronext during the last 20 stock exchange days preceding the date of the decision setting the beginning of the subscription periods. However, shareholders expressly authorize the Management Board at its sole discretion, to reduce this discount within the above-defined limits, in order to take into account, as the case may be, the legal, accounting, tax and social regimes that apply locally.

Shareholders also authorize the Management Board to grant gratuitously, shares or other securities giving access to the share capital of the Company, being understood that the total advantage resulting from this grant, either through a benefit ("abondement") or as the case may be through a discount ("décote"), cannot exceed the limits defined by law and regulations.

Decide to waive the preferential subscription rights of shareholders in favour of those holding securities that would be issued as per this resolution.

The Management Board has all powers, with authority to delegate or sub-delegate under the legal rules applying, subject to the prior approval of the Supervisory Board, in order to implement this authorisation, or to abstain there from, within the limits and conditions defined above, and especially in order to :

- determine the terms and conditions of the securities giving access to capital, in accordance with existing rules and regulations,
- determine the companies whose employees and retirees may benefit from the offer to subscribe,
- decide whether subscriptions will be made through a mutual fund or directly,
- set the conditions of the issue(s),

- set the amounts to be issued, the subscription price, the date and conditions of each issue, their dividend date, even retroactively,
- decide and set the conditions for free grant of shares or other convertible securities,
- set the conditions that must be met by the beneficiaries of shares issued and the time period for subscribers to pay for the shares,
- as the case may be, ask for the quotation of new securities in any regulated market of its choice,
- decide that each capital increase is completed up to the amount of shares that have been duly subscribed, carry out all formalities in relation to such issues and amend the bylaws accordingly,
- up on its own decision, after each capital increase, deduct the costs of capital increase from the related premiums and deduct from the same amounts the amount necessary to bring the legal reserve up to one tenth of the new share capital,
- more generally, take all necessary measures to complete the capital increases in accordance with applicable law and regulations ;

This authorisation is valid for a period of 26 months from the date of this Meeting. If this resolution is approved by shareholders, it will replace and supersede the earlier delegation granted by the 10th resolution to the Annual General Meeting of 23 May 2007.

Eighteenth resolution

Powers to carry out formalities

Shareholders meeting under the rules of quorum and majority applicable to ordinary general meetings, grant full powers to the bearer of an original, extract or copy of the minutes of this shareholders' meeting to carry out the necessary formalities in relation to filing, declarations or publication.

6. COMPOSITION OF THE MANAGEMENT BOARD AND OF THE SUPERVISORY BOARD

Management Board

Name	Operational functions	Transversal functions
Philippe Germond	Chairman of the Management Board and Chief Executive Officer	
Eric Guilhou	Senior Executive Vice President Global Functions	Finance, Human Resources, Processes and IT, Purchasing, Legal and Internal Audit
Wilbert Kieboom	Senior Executive Vice President Operations	Country operations, Service Lines (Consulting, Systems Integration and Managed Operations) and Sales

Philippe Germond was appointed as CEO and Chairman of the Management Board on 1 October 2007. Philippe Germond joined the Group in December 2006 and was member of the Supervisory Board since 2003. Prior to Atos Origin, Philippe started his career with Hewlett Packard where he was Managing Director of HP Southern Europe and member of HP Europe Executive Board. In 1995 he became CEO of SFR-Cegetel Group and in 2003 joined Alcatel as President and Chief Operating Officer. In December 2006, Philippe Germond became member of the Management Board of Atos Origin.

Eric Guilhou, Senior Executive Vice President Global Functions. He joined Atos Origin in 1990 and held Executive Director positions until 1995 when he was appointed CFO of the Group. In 2000, Eric became member of the Management Board. Previous experiences include Grant Thornton, Group Compagnie Générale des Eaux and co-founding of Telemarket company.

Wilbert Kieboom, Senior Executive Vice President Operations joined the Group in 2000. Prior to joining Atos Origin, he was CEO of Syntegra NL, part of British Telecom. His career began at Heineken Netherland B.V. in 1982 and he then held CEO positions with Lotus Development, Apple Computer and was Vice-President Sales and Marketing Europe for Tandem/Compaq. In 2000, he was appointed as member of the Management Board of Atos Origin.

Supervisory Board

Its members are :

Name	Nationality	Age	Date of appointment	Committee member	Term of offices (a)	Number of actions held
Didier Cherpitel (Chairman)	French	63	2004	A,I,R,N	2009	1,000
Dominique Bazy	French	56	1997	A	2009	20
Diethart Breipohl	German	68	2005	R,N	2009	10
Jan P. Oosterveld	Dutch	63	2004	I, R, N	2007	10
Vernon Sankey	British	58	2005	I	2007	500
Michel Soublin	French	62	2004	A	2007	500

A : Audit Committee - I : Investment Committee - R : Remuneration Committee - N : Nomination Committee

(a) General meeting of shareholders deciding on the accounts of the year.

Didier CHERPITEL was elected Chairman of the Supervisory Board in 2004. He is also Chairman of the Remuneration committee and a member of the Board's Audit, Investment and Nomination Committees. Didier Cherpitel is a director of INSEAD, Medecins Sans Frontieres Foundation, Wendel Investissements, François Xavier Bagnoud Society, Fidelity International, the Swiss Philanthropic Foundation and the Merieux Foundation.

Dominique BAZY joined the Supervisory Board of Atos in 1997 and is Chairman of the Audit Committee. He is currently Vice-Chairman Europe of the Board of UBS Investment Bank (UK) and a director of Vinci.

Diethart BREIPOHL was elected Vice-Chairman of the Supervisory Board in 2005. He is Chairman of the Nomination Committee and member of the Remuneration Committee. He is Chairman of the Supervisory Board of KM Europa Metal AG in Germany, a member of the Boards of Directors of Continental AG and Arcandor AG (formerly KarstadtQuelle AG) in Germany, LCL and Euler & Hermes in France.

Jan OOSTERVELD was elected as a member of the Supervisory Board in 2004. He is Chairman of the Investment Committee and a member of the Remuneration and Nomination committees. He is Chairman of the Supervisory Board of Crucell NV, a member of the Board of Directors of Barco NV and Cookson Ltd and a member of the Supervisory Board of Continental AG.

Vernon SANKEY was elected as a member of the Supervisory Board in December 2005. He is a member of the Investment Committee. He is a Director of Zurich Financial Services AG and Firmenich SA. He is also an advisory board member of GLP Llp and Pi Capital. He is also active in private equity.

Michel SOUBLIN was elected as a member of the Supervisory Board in 2004 and is a member of the Audit Committee. He is a Director of Gemalto NV.

7. SUMMARY OF THE OPERATIONS OF THE ATOS ORIGIN GROUP DURING THE YEAR 2007

OPERATIONAL REVIEW

Executive summary

Overall, the fiscal year 2007 was very satisfactory both in revenues and in operating margin. External revenues stand at EUR 5,855 million, presenting a growth of +8.5% achieved despite the termination of the NHS Diagnostics contract impacting for EUR 50 million, and adverse effects of EUR 21 million derived from the British pound decrease.

Consequently, the Group achieved +4.3% organic growth in external revenue, above annual market guidance of + 4%. Operating Margin stands at EUR 272 million, 4.6% of revenues. Excluding 3O3 operating costs for the transformation plan, the operating margin reached EUR 316 million (5.4% of revenues), above expectations and representing +28% increase against last year.

Excluding 3O3 costs, the profitability of the Group demonstrated an acceleration during the second half of the year reaching 6.3% in comparison with 4.5% in H1 2007.

Operating performance

The underlying operating performance on the ongoing business is presented within operating margin, while unusual, abnormal or infrequent income or expenses (other operating income/expenses) are separately itemised and presented below the operating margin, in line with the CNC recommendation of 27 October 2004, before arriving at operating income.

(in EUR million)	FY 2007	% margin	FY 2006	% margin	% change	% organic change (*)
Revenue	5,855		5,397		+8.5%	+4.3%
Operating margin	272	4.6%	247	4.6%	+10.0%	
Other operating income (expenses)	(135)		(407)			
Operating income	137	2.3%	(160)	-3.0%		

(*) *Organic growth at constant scope and exchange rates*

The details from operating margin to operating income are explained in the financial review, in the following chapter.

Revenue

Revenue profile evolution

Atos Origin continues to offer a full range of "design, build and operate" services delivered through a global framework of three major service lines. Over the period, 68% of the revenue base is recurring and growing organically above +5% in 2007 compared with last year, deriving from multi-year outsourcing contracts (54% of total revenues), and application maintenance contracts classified under Systems Integration service line (14% of total revenues).

Europe remains the Group's main operational base, generating 92% of total revenues growing by +8% compared with last year. The Americas, which represent 4% of total revenues (+13% growth), provide support for the extended operations of the Group's European clients. Atos Origin also has a strong commitment to specific parts of the Asia Pacific region (2% of total revenues and +9% growth), particularly in China, where it has a rapidly growing client base, and in India, where it is expanding its offshore support resources.

The Group's services and solutions add value across many industry sectors including Public Sector and Utilities, Telecoms & Media, Financial Services, Process Industries & Discrete Manufacturing and Consumer Products & Retail. These five main industry sectors represent 94% of total revenues.

Organic growth

Revenues for year ended 31 December 2007 amounted to EUR 5,855 million, up +8.5% against EUR 5,397 million for the equivalent period last year.

In the past 12 months, the Group has disposed of a number of businesses, which removed EUR 25 million from the comparative revenue base - mainly Actis in Germany, Marben Products in France, Twinsoft in Spain and Chile.

The companies Banksys and BCC acquired in December 2006 contributed for EUR 281 million in 2007.

Other restated elements are composed of the negative impact of exchange rate variations for EUR 21 million and change of accounting method for EUR 7 million.

After adjusting for disposals and at constant exchange rates, the 2006 revenue base was EUR 5,343 million.

(in EUR million)	FY 2007	FY 2006	% change
Published revenues	**5,855**	**5,397**	**+8.5%**
Disposals		(25)	
Acquisitions	281		
Exchange rate impact and others		(28)	
Organic revenues (*)	**5,574**	**5,343**	**+4.3%**

(*) Organic growth at constant scope and exchange rates

Revenue by geographical area

The revenue performance by **geographical area** was as follows :

(in EUR million)	FY 2007	FY 2006 (*)	% growth	% organic growth (**)	2007 revenue breakdown
France	1,685	1,652	+2.0%	+2.8%	29%
United Kingdom	1,042	1,035	+0.7%	+1.0%	18%
The Netherlands	1,083	1,051	+3.1%	+3.1%	19%
Germany + Central Europe	607	592	+2.4%	+5.1%	10%
Rest of EMEA	1,067	734	+45.4%	+7.9%	18%
Americas	228	202	+13.2%	+21.1%	4%
Asia - Pacific	143	131	+9.2%	+14.9%	2%
Total	**5,855**	**5,397**	**+8.5%**	**+4.3%**	**100%**

(*) EUR 14 million have been restated between France and the United Kingdom linked to AEMS
(**) Organic growth at constant scope and exchange rates

The revenue organic growth performance by geography shows that all geographic areas generated an organic growth, while the operations have been down-sized in the United Kingdom and in Italy by a reorganisation / restructuring program which has been implemented in the second half of 2006.

In **France**, the revenue increased organically by +2.8% with the following elements :

- Negative growth from France Consulting at -17%
- Systems Integration grew by +2%
- Managed Services, including AEMS, grew by +5%
- Atos Worldline in France grew +4%

The decrease by -17% in France Consulting came mainly from the ramp-down of two contracts where the activity was high in 2006, one with an insurance company and the other one named Copernic with the French Ministry of Finance. A new Management was hired in May 2007 to boost back revenue and recruitment in the second half reflected with a limited revenue decline of -6.1% in the fourth quarter.

Systems Integration France had an annual revenue growth of +2% with a strong recovery in second half at +4.6% compared to a decrease in H1 2007.

This performance has been achieved through an intense commercial activity, and an aggressive recruitment plan launched at the end of March 2007 which materialized in doubling the number of hirings in H2 2007 compared to H1 2007. Meanwhile, the French operations strongly progressed in the re-balancing of the staff in France between onshore and closeshore locations, exceeding the 50% target of closeshore staff in June 2007.

Managed Services France, excluding Atos Euronext Market Solutions, represents a growth of +2%. This performance encompasses ramp-ups of new contracts which started at the beginning of the year compensating the decline of pass-through revenue in line with the strategy of the Group.

Atos Euronext Market Solutions in France saw its revenue increasing by +8% compared with last year benefiting from one-off projects billed to Euronext for IT platform transformation.

On 12 December 2007, Atos Origin and NYSE Euronext announced their agreement for NYSE Euronext to acquire the 50% stake in Atos Euronext Market Solutions (AEMS) owned by Atos Origin. Upon successful completion of this transaction and subject to the prior information and consultation of all relevant employee representative bodies, NYSE Euronext would re-acquire ownership of the NSC cash trading and Liffe Connect® derivatives trading platform technology and all of the management and development services surrounding these platforms as well as AEMS's third-party exchange technology business. Atos Origin would acquire the third-party Clearing & Settlement and Capital Markets businesses from AEMS.

For the fiscal year ended 31 December 2007, AEMS has generated revenues of EUR 352 million, of which the Exchange business for EUR 239 million and the Capital Markets, and Clearing & Settlement for EUR 113 million.

The Netherlands continue to generate a good organic growth at +3.1% despite tough market conditions in Consulting. This activity was stable despite a high attrition rate which reflects tensions on labour market.

In Systems Integration, the organic growth was +4.7% and reflects a very active business despite a high attrition. The access to flexible subcontracting and the increase of offshore capacity has helped in generating the organic growth.

In Managed Services, The Netherlands generated a +4.3% organic growth. On top of the ramp-up of new contracts with ING, Delta and Telegraaf signed at the end 2006, the organic growth was reached by up-selling business for existing customers such as Nuon and the ramp-up of contracts signed at the beginning of 2006 such as Heijmans. This performance was realised despite the regular decline of clients such as Philips and KPN. Excluding these two clients, the outsourcing business in the country grew by +25% in the period.

On 18 July 2007, KPN and Atos Origin signed an agreement redefining their relationship in The Netherlands in order to reflect the changes in KPN's strategy. Atos Origin will continue to deliver most of the current services to KPN and the contracts will be extended with a minimum duration of 3 years. Atos Origin will transfer three of its six datacenters sites in The Netherlands back to KPN. The transfer is in line with Atos Origin's datacenters strategy, aiming at consolidating its existing datacenters into high availability main sites in The Netherlands and other key countries, such as Germany. Atos Origin will continue to perform application maintenance and enhancement services for KPN on the current application portfolio and datacenters services. KPN has selected Atos Origin as its sole System Integrator for Enterprise Application Integration and for Delivery Orchestration.

In **the United Kingdom**, the revenue increased organically by +1.0% with a turnaround from organic decrease of -4.2% in H1 to +6.9% in H2 2007. Consulting underperformed during the year with an organic decrease of -20%. A new Management has been appointed in the second semester to restore a profitable growth in this division.

Further to the restructuring initiated at the end of 2006 resulting in the down-sizing of the operations, Sytems Integrations revenue decreased by less than -2%.

Strong performance was achieved in Managed Operations with an organic growth of +7%. The first semester showed an organic decrease of -3% due to the combination of two effects : first, the negative effect from the Metropolitan Police contract which ended in May 2006, and second, the progressive ramp-ups of contracts signed at the end of 2006 such as NFUM and Department of Constitutional Affairs for which the transition phase has been completed by the end of June 2007.

In the second semester, revenue organic growth was +18% benefiting from the full service revenue of these large contracts and the up selling on existing customers.

On 25 July 2007, the Department of Health has elected to terminate the NHS Diagnostics contracts in the BPO medical business consequently affecting the revenue expectation of the BPO division by EUR 50 million. Nevertheless, compared to 2006, this division managed to keep its revenue stable.

In **Germany and Central Europe**, the organic growth was +5.1%. After two years of integrating IT platforms for the two main customers KarstadtQuelle and E-Plus, Germany and Central Europe is delivering strong benefits to these customers based on the long term contractual commitments. The consolidation of datacenters in Germany and the build-up of a strong application management platform allowed making up-selling revenue on the existing customer base. This was particularly in Systems Integration which grew by +10%. This also allowed leveraging the infrastructure management in Germany to lead the European mainframe centers in Germany.

In the **rest of EMEA**, the total growth was +45% and came mainly from Banksys integrated as of January 2007 and which contributed for EUR 281 million in the twelve months of 2007.

The organic growth was +7.9% as a mix between areas growing with double digits and Italy with a planned revenue decrease associated with the restructuring plan which led to -5%. The growing areas are as follows :

- Spain with strong organic growth at +11% from a good development in financial services with banking institutions such as BBVA, Caja Madrid, Bankinter and La Caïxa and in public sector with Renfe National Railways,
- Mediterranean countries and Africa which grew organically at +78% with several new contracts mainly in the telecom sector with Digitel, Swisscom, Avea or Maroc Telecom, MMT in South Africa. Some contracts with telecom operators have been transferred from Italy to Turkey,
- Belgium with +10% organic growth.

In Italy, revenue decreased by -5% mainly as a consequence of severe actions to restructure the operations, from very small size contracts not renewed on the initiative of the Group, and a reorganisation of the business units. Nevertheless, the revenue decline which was -6% in the first half, was limited to -4% in the second half of 2007.

On 31 January 2008, Atos Origin finalized the disposal of its Italian operations to Engineering following the agreement signed on 10 December 2007. The combination of the Italian operations of Engineering and Atos Origin creates an IT services leader in Italy. Atos Origin is glad to enter with this new leader into an Alliance Agreement allowing both companies to serve their Italian and International customers via the global capacity created by the Alliance.

Americas organic growth was +21.1% and was particularly supported in South America by the effect of the Pan-American Games which ended in the course of the fourth quarter 2007.

Asia Pacific is back to a strong growth in 2007 with +14.7% thanks to Systems Integration with +16.3% and Managed Services with +11.8%. The off-shore activity made in India and in Malaysia are not included, since its associated revenues are recognised as internal revenue.

Revenue by service line

The revenue performance by **service line** was as follows :

(in EUR million)	FY 2007	FY 2006	% growth	% organic growth (*)	2007 revenue breakdown
Consulting	360	406	-11.2%	-8.7%	6%
Systems Integration	2,338	2,243	+4.3%	+5.3%	40%
Managed Operations	3,157	2,749	+14.9%	+5.4%	54%
Total	**5,855**	**5,397**	**+8.5%**	**+4.3%**	**100%**

(*) Organic growth at constant scope and exchange rates

In 2007, organic revenue decrease in **Consulting** was 8.7%, with revenues of EUR 360 million compared with EUR 395 million in 2006 on a constant scope and exchange rates. Excluding the United Kingdom, where the strong decrease of -20% was expected due to the operational basis in the first half of 2006, the organic decrease was limited to -3%.

The total performance of Consulting in the period was affected by the ramp-down of contracts such as Ministry of Finance and an insurance company in France, Ministry of Defence in the United Kingdom which contributed significantly to the revenue in 2006. Excluding these contracts, the revenue growth of Consulting was globally stable in 2007 compared to 2006.

The attrition rate in Consulting reached 24.7% on an annual basis. After three semesters of regular increase (H1 2006 at 22.2%, H2 2006 at 25.3% and H1 2007 at 26.7%), the attrition rate significantly decreased during the second semester of 2007 at 22.7% returning to a similar level as H1 2006. This results from the various retention programs engaged throughout the Group.

The utilization rate was the same in H2 2007 as in H1 2007 at 62%, after having reached 66% in H2 2006 following 65% in H1 2006.

In order to come back to the good performance of the last years, strong action plans have been launched :

The unfolding of the Consulting Action Plan in key geographies is the following :

In France :

- New Management hired in May 2007.
- New Partners were recruited to build new practices.
- Better integration in the go-to-market with Systems Integration and Managed Operations resulting in an improved book to bill at 118% in Q4 2007.

In the United Kingdom :

- New Management in place since the second semester 2007, with the mandate to implement best practices with proven success in The Netherlands.
- Active short term plan to increase utilization rate.
- Better integration in the go-to-market with Systems Integration and Managed Operations resulting in an improved book to bill at 132% in Q4 2007.

In The Netherlands :

- Retention plan allowed attrition rate to decrease in Q4 2007
- The Netherlands leading the new geographical practices (Belgium, Germany and China)

In Germany :

- Large opportunities exist after the win of Dresdner Bank.

In Asia Pacific :

- Launch of practices following the win of significant orders with ChemChina.

Revenue organic growth of **Systems Integration** was +5.3% in 2007 with revenues of EUR 2,338 million compared with EUR 2,221 million in 2006 on a constant scope basis. The +5.3% organic growth were achieved thanks to an acceleration through the year (+3.9% in H1 and +6.7% in H2 2007).

Full-year 2007 revenue amounted to EUR 2,338 million increasing by +5.3% organically. All geographies achieved a better performance compared to last year except for the United Kingdom as expected with revenue decreasing by -1.8% due to the restructuring actions made. Double-digit organic growth was achieved in Germany & Central Europe, Asia Pacific and Americas. In The Netherlands, the organic growth was +4.7% and in France, after a decrease during the first half of 2007, the total year organic growth reached +2%.

Despite tensions on the labour market, the attrition rate in Systems Integration has been contained at 15.8% throughout the year,

The utilization rate has been maintained at a satisfactory level of 80% during the year close to the level of 81% reached last year.

The organic revenue growth in **Managed Operations** was +5.4%, with revenues of EUR 3,157 million (including EUR 281 million from Banksys and BCC acquisition) compared with EUR 2,728 million in 2006 on a constant scope basis.

The organic growth in the period of +5.4% resulted from a positive +5.9% in Managed Services, as well as a +6.0% increase in online services which were partly offset by a slight decrease of -0.7% in BPO medical business.

The growth of Managed Services in 2007 has been affected by several large contracts ramp-down such as Metropolitan Police, ICI and Thames Water in the United Kingdom, KPN and Philips in The Netherlands and Euronext in France.

On the opposite, the new large contracts signed in 2006 such as DCA, NFUM, ING, Pan-American Games, Delta, and Telegraaf represented more than +5% growth while some of them were in the transition phase in the first half and therefore delivered full service revenue in H2 2007. Such transition phase contracts are NHS Scotland completed in April 2007, NFUM completed in early July 2007, Gateway Portal with the portal completed in June 2007 and DCA completed for the first phase in June 2007 and full transition completion in September 2007.

Consequently, the organic growth in Managed Operations was +3.1% in H1 and +7.7% in H2 2007. The organic growth was led by Asia Pacific and Americas with double-digit performance, and the United Kingdom achieved a +7% organic growth compared to -8.8% in 2006.

For Atos Worldline, revenue is higher than expected thanks to better volumes within Banksys, coming from a good trend of the Run and Build activity. Banksys contributed to Atos Worldline revenue by EUR 281 million in 2007. BPO medical did not benefit from the expected revenue from NHS Diagnostics contract which was terminated in July 2007.

Order input

The book to bill ratio in 2007 was 106%, which corresponds to an order entry at EUR 6.2 billion over the 12 months period. The book to bill ratio significantly accelerated from 88% in H1 to 124% in H2.

The order entries for 2007 were EUR 6.2 billion representing an increase of 4.3% compared to the level of 2006 (EUR 5.9 billion). The commercial activity was particularly intense in the fourth quarter 2007 with a book to bill ratio of 155% and an order entry of EUR 2.4 billion.

During this period, the Group won large contracts such as EDF and in the telco sector in France, signed a serie of contracts in the United Kingdom such as Highways Agency, DWP, BNP Paribas and Liverpool Victoria, Achmea and Delta in The Netherlands, Thomas Cook and Alcatel in Germany, Iberia and Government contracts in Spain, Lee county Florida in the US. The Group signed a five-year global strategic agreement with ChemChina in China, HPCL in India.

At the end of 2007, the full backlog was EUR 8.5 billion up by +7% compared to end of 2006 and representing 1.5 time 2007 revenue.

The full qualified pipeline reached EUR 2.1 billion at the end of December 2007, in slight improvement compared to 31 December 2006.

Operating margin and margin rate

Operating margin performance

The operating margin performance was as follows :

(in EUR million)	FY 2007	FY 2006	% growth
Revenue	5,855	5,397	+8.5%
Operating margin including 3O3 costs	**272**	**247**	**+10%**
Operating margin rate	**4.6%**	**4.6%**	***+0.1pt***
3O3 Transformation Plan costs	(44)		
Operating margin excluding 3O3 costs	**316**	**247**	**+28%**
Operating margin rate	**5.4%**	**4.6%**	***+0.8pt***

Operating Margin stands at EUR 272 million (4.6% of revenues) or EUR 316 million (5.4% of revenues) before 3O3 operating costs. This performance is slightly above expectations and +28% against last year.

3O3 plan net impact on operating margin reached EUR -44 million over the year, net of costs and savings mainly coming from France and Corporate.

Main efforts in France, The Netherlands and Germany were concentrated on delivery initiatives, especially Industrialisation, Managed Operations Global Factory and Off-shoring. At Corporate level, the Support functions initiatives, amongst others Shared Service Centers (Finance, Human Resources and IT) as well as Sales and Talent initiatives, already cristallized EUR 24 million costs, mainly in subcontracting in order to run associated projects (business process reengineering).

As far as the seasonality is concerned, the start of the year is traditionally impacted by a contractual reduction in revenues on long term contracts where the Group has agreed in advance to share specific benefits with clients. In addition, a global salary increase took place at the beginning of the year representing +3% in 2007 and had a negative impact of 1.6 point on the margin rate.

(in EUR million)	FY 2007 (*)	% margin	FY 2007 (**)	% margin	FY 2006	% margin	Growth	Points
Quarter 1	50.5	3.5%	52.6	3.7%	63.9	4.8%	-11	-1.1pt
Quarter 2	67.2	4.6%	76.3	5.2%	69.2	5.1%	+7	+0.1pt
Quarter 3	66.1	4.7%	76.0	5.4%	48.1	3.8%	+28	+1.6pt
Quarter 4	87.8	5.7%	111.1	7.2%	65.6	4.6%	+45	+2.6pts
Half year 1	**117.7**	4.1%	**128.9**	4.5%	**133.0**	4.9%	-4	-0.5pt
Half year 2	**153.9**	5.2%	**187.1**	6.3%	**113.7**	4.2%	+73	+2.1pts
Total	**271.5**	4.6%	**315.9**	5.4%	**246.7**	4.6%	+69	+0.8pt

(*) Including 3O3 Transformation Plan net impact in OM
(**) Excluding 3O3 Transformation Plan net impact in OM

After a regular quarterly decline of operating margin in year 2006 both in value and in margin rates, the Group has inversed this trend and achieved a quarterly steady build-up of its operating margin in 2007 : 3.5% in Q1, to 4.6% in Q2, 4.7% in Q3 and 5.7% in Q4. This performance was achieved despite increasing operating costs of 3O3 plan quarter after quarter achieving full momentum in Q4 2007.

The operating margin is recorded including equity-based compensations (stock options, management investment plan and long-term incentive plan) for an amount of EUR 17.6 million, operational restructuring for an amount of EUR 9.9 million, and net operating expenses linked to the Transformation Plan for EUR 44.4 million.

Operating margin by service line

The operating margin performance by service line was as follows :

(in EUR million)	FY 2007 (*)	% margin	FY 2006 (*) (**)	% margin	% growth
Consulting	17.5	4.9%	36.5	9.0%	-52%
Systems Integration	95.6	4.1%	69.0	3.1%	+39%
Managed Operations	274.3	8.7%	234.4	8.5%	+17%
Corporate Central costs	(116.0)	-2.0%	(93.2)	-1.7%	+25%
Total	**271.5**	**4.6%**	**246.7**	**4.6%**	**+10%**

(*) Corporate costs exclude Global Service Lines costs allocated to service-lines
(**) December 2006 has been restated to be in line with December 2007 where equity-based compensation is now fully classified under Corporate central costs.

The operating margin at the end of December was EUR 272 million representing 4.6% of revenues. The significant improvement in Systems Integration and the better performance of Managed Operations have over-compensated the decline in Consulting and allowed the Group to invest EUR 44 million costs of Transformation of which EUR 24 million recorded in Corporate for the benefits of all operations.

The **Consulting** activity had a decrease in operating margin from EUR 37 million to EUR 18 million : about half of the decrease came from lower revenue due to ramp-downs in the Ministry of Defence contract in the United Kingdom, Ministry of Finance and an insurance company in France. The other half came from a lower utilisation rate compared to 2006. The action plan engaged in the second half in 2007, as already explained, aims at tackling both issues of revenue growth and productivity.

In **Systems Integration**, the operating margin reached EUR 96 million in 2007 compared to EUR 69 million in 2006. This improvement mainly derived from a tightened risk management control on projects, volume increase, a lower loss in Italy while investing EUR 16 million in Industrialisation and offshoring initiatives.

In **Managed Operations**, the operating margin reached EUR 274 million in 2007 compared to EUR 234 million in 2006. This improvement came mainly from the business mix change with higher contribution of the Worldline activities (including Banksys), an improvement of profitability of the BPO medical activities in the United Kingdom compared with last year, while the Managed Services operations did not benefit in 2007 from the full effect of the new contracts signed in 2006 which were in transition phase during the first half of 2007. Significant operational transformation has been engaged in Managed Services in 2007 through the Global Factory initiative which impacted the profitability of this service line.

Operating margin by geographical area

The operating margin performance by geographical area was as follows :

(in EUR million)	FY 2007 (*)	% margin	FY 2006 (*) (**)	% margin	% growth
France	80.9	4.8%	105.5	6.4%	-23%
The Netherlands	127.2	11.7%	139.4	13.3%	-9%
United Kingdom	76.6	7.3%	24.1	2.3%	+218%
Germany + Central Europe	44.6	7.4%	46.4	7.8%	-4%
Rest of EMEA	64.1	6.0%	14.4	2.0%	+344%
Americas	6.9	3.0%	11.6	5.7%	-40%
Asia - Pacific	8.2	5.7%	12.0	9.2%	-32%
Global Service Lines costs	(21.0)	-0.4%	(13.4)	-0.2%	+56%
Corporate central costs	(116.0)	-2.0%	(93.2)	-1.7%	-24%
Total	**271.5**	**4.6%**	**246.7**	**4.6%**	**+10%**

(*) Corporate central costs and Global service lines costs not allocated to the countries
(**) December 2006 has been restated to be in line with December 2007 where equity-based compensation is now fully classified under Corporate central costs.

In **France**, the operating margin for Consulting declined by EUR 3 million mainly resulting from the external revenue.

The organisation implemented in June 2007 with a new CEO appointed is focused on recruiting new partners, managers and senior consultants and on a strong sales action plan. Profitability has started to increase in Q4 2007 with recent new deals signed particularly in the public sector.

In France Systems Integration, the operating margin in 2007 was EUR 9 million less than 2006, of which EUR 8 million are costs of Transformation for the industrialisation and off-shoring plan.

The level of profitability in France remained low and the Management has put as top-priority actions to improve the mark-up. Consequently, the French Management team initiated a comprehensive reorganisation plan aimed at modifying profoundly the French delivery model. This plan announced and launched in May 2007 is based on three main actions: a re-skilling and a re-adapting of the development staff in Paris, the transfer of the workforce from Paris to Regions and third an acceleration of offshoring to India and nearshoring to Morocco.

In France, the overall profitability of Managed Operations decreased by EUR 13 million compared to 2006. This evolution is entailed by several factors : projects costs due to the integration of Banksys, a large investment of Atos Worldline in research and innovation in order to prepare SEPA transition and the launch of Global Factory initiative.

Overall, France operating margin rate increased by more than 2 points between H1 at 3.7% to 5.8% in H2 2007.

In **The Netherlands**, the operating margin decreased by EUR 12 million, mainly impacted by a one-off profit effect related to pension schemes accounted in 2006. Excluding this effect, the operating margin remained at a similar high level of profitability compared to 2006.

In **the United Kingdom**, the operating margin was tripled from EUR 24 million in 2006 to EUR 77 million in 2007. The 2006 operating margin was heavily impacted by loss making contracts in Systems Integration and ramp downs in Managed Operations. The new management team executed since the beginning of the year a complete turnaround of the operations through a large restructuring plan completed in Consulting and Systems Integration, the settlement of the 2006 loss making contracts in Systems Integration, a drastic costs reduction plan and the proper execution of the new contracts signed at the end of 2006.

In **Germany & Central Europe**, the overall operating margin in 2007 was stable excluding 3O3 costs as Central Europe supports all the global factory mainframe consolidation for the Group.

In **the rest of EMEA**, the operating margin improved from EUR 14 million to EUR 64 million. The major part of this improvement came from the contribution of Banksys for the first time in 2007. The other countries improved their 2006 operating margin whereby particularly in Italy the loss was contained and reduced from EUR 11 million to EUR 8 million :

- Italy, following the restructuring plan and the down-size of the operations, in a still difficult market situation, had an operating loss of EUR 8 million. However, Italy has limited its operating loss to EUR 2 million in the second half of 2007.

- Spain maintained its operating margin to EUR 15 million mainly thanks to a better situation in Systems Integration with a better focus on projects delivery and a decrease of the overruns.

- Belgium with EUR 52 million operating margin has been boosted by the contribution of Banksys where the integration with Atos Worldline is well underway in order to increase the global profitability of Atos Worldline.

- The rest of EMEA benefited from the performance of Mediterranean countries and Africa with new Telecom contracts.

In the **Americas**, the operating margin decreased by EUR 5 million at EUR 7 million due to a change of business mix with lower revenue in North America and the lower contribution of the Pan-American games in 2007 compared to 2006.

In **Asia Pacific**, the operating margin decreased by EUR 4 million at EUR 8 million mainly due to the launch of the consulting practice in China as well as the change of the internal pricing model between supply and demand countries to boost offshore in the Group.

Global Service Lines costs increased by EUR 8 million at EUR 21 million strongly impacted by the support provided by Global Service lines to 3O3 actions such as Industrialisation and Global Factory.

Corporate central costs increased by EUR 23 million at EUR 116 million, but decreased by EUR 1 million excluding 3O3 costs. Central costs were strongly impacted by 3O3 plan build up for the key support functions initiative. Corporate central costs include equity-based compensation for EUR 17 million and represent the valuation of stock-options, long-term incentive and management incentive programs, employee stock purchasing program for the whole Group. Corporate costs include as well EUR 24 million of 3O3 transformation operating costs linked to Support functions and Sales initiatives. These costs represent the design investment phase of the support functions transformation which will benefit in the future to the countries operations and the service lines. Core corporate amount to EUR 74 million representing 1.3% of revenue and increased only by 6% compared last year with a revenue increase of +8.5% .

(in EUR million)	FY 2007 (*)	% margin	FY 2007 (**)	% margin	FY 2006	% margin	Growth	Points
Equity	(17.5)	-0.3%	(17.6)	-0.3%	(23.2)	-0.4%	+5.6	+0.1pt
Support functions	(98.5)	-1.7%	(74.3)	-1.3%	(69.9)	-1.3%	(4.4)	+0.0pt
Corporate costs	(116.0)	-2.0%	(92.0)	-1.6%	(93.1)	-1.7%	+1.2	+0.2pt

(*) Including 3O3 Transformation Plan net impact in OM
(**) Excluding 3O3 Transformation Plan net impact in OM

FINANCIAL REVIEW

Income statement

The Group reported a net income (Group share) of EUR 48.2 million for 2007, which represents 0.8% of Group revenues in 2007. The adjusted net income of the period was EUR 140 million, representing 2.4% of Group revenues in 2007.

(in EUR million)	FY 2007	% margin	FY 2006	% margin
Operating margin	**271.5**	**4.6%**	**246.7**	**4.6%**
Other operating income / (expenses)	(134.7)		(406.7)	
Operating income	**(136.8)**	**2.3%**	**(160.0)**	**-3.0%**
Net financial income / (expenses)	(14.0)		(11.2)	
Tax charge	(59.9)		(76.6)	
Minority interests and associates	(14.7)		(16.6)	
Net income - Group share	**48.2**	**0.8%**	**(264.4)**	**-4.9%**
Adjusted net income - Group share (*)	**139.9**	**2.4%**	**110.3**	**2.0%**

(*) Defined hereafter

Operating margin

Operating margin represents the underlying operational performance of the on-going business and increased by 10 % in the period, as described earlier.

Operating income

Other operating income/expenses relate to income/expenses that are unusual, abnormal or infrequent and represent a net expense of EUR 135 million in 2007.

The main components of the other operating expenses are reorganisation expenses for EUR 98 million, net gain for disposal of assets for EUR 21 million, and a total of EUR 68 million of impairment losses, claims and litigations and other items.

The reorganisation expenses are made of three principle natures: first the large rightsizing of the local operations for a total of EUR 31 million mainly completed in the United Kingdom and in Italy ; secondly the restructuring and rationalisation costs associated with the 3O3 transformation plan for a total of EUR 57 million and finally restructuring in the Corporate organisation for a total of EUR 9 million.

The net gain on disposal of assets is mainly composed of EUR 18 million gain on the sale of the Actis business in Germany.

Out of the EUR 68 milllion other operating items, the termination in July 2007 of the planned diagnostics services with the British Department of Health in the United Kingdom represented an impairment loss of EUR 37 million and an expense of EUR 10 million corresponding to committed spends for accommodations and software. Moreover, the disposal of Italy that was closed on 31 January 2008 created an impairment loss of EUR 10 million following its classification as assets held for sale.

As a result, the operating income for 2007 reached EUR 137 million and represented 2.3 % of total revenues in 2007 compared with a loss of EUR 160 million (-3% of revenue) last year.

Net financial expense

Net financial expense amounted to EUR (14) million in 2007, compared with EUR (11) million in the previous year.

The average net debt was EUR 514 million during the period including the financing of the acquisition of Banksys and BCC paid in December 2006 for EUR 300 million compared to EUR 357 million in 2006.

Consequently the net cost of financial debt was EUR 29 million based on an average cost of borrowing of 5.48% in 2007 before interests swaps (5.57% including them) stable compared to 2006.

The net cost of financial debt was covered nine times by operating margin, compared with a covenant requirement for not less than four times cover under the terms of the credit facility.

Non-operational financial income was EUR 15 million, including EUR 18 million of pension income linked to better terms on returns on pensions plan assets than discount rates applicable to pension liabilities and a EUR 3 million charge related to exchange rate variations and hedging.

Corporate tax

The Group effective tax rate is 48.8%. The restated Group effective tax rate after adjusting the impairment on the disposal of the Italian subsidiary, the changes in deferred tax assets recognition in the United Kingdom and the changes in the nominal corporate tax rates in the United Kingdom and Germany is 37.5%. Excluding the heavy tax impact of the Italian operations, the restated effective tax rate would be 29.8%. Long term normalised tax rate is estimated around 31%.

Minority interests

Minority interests include shareholdings held by joint venture partners and other associates of the Group in the operations of Atos Euronext Market Solutions (50%) for a total of EUR 12 million and Atos Worldline Processing Services in Germany (42%).

Adjusted net income

The Group share of net income before unusual, abnormal and infrequent items (net of tax) was EUR 140 million, increasing by 27% compared with last year.

Earnings per share

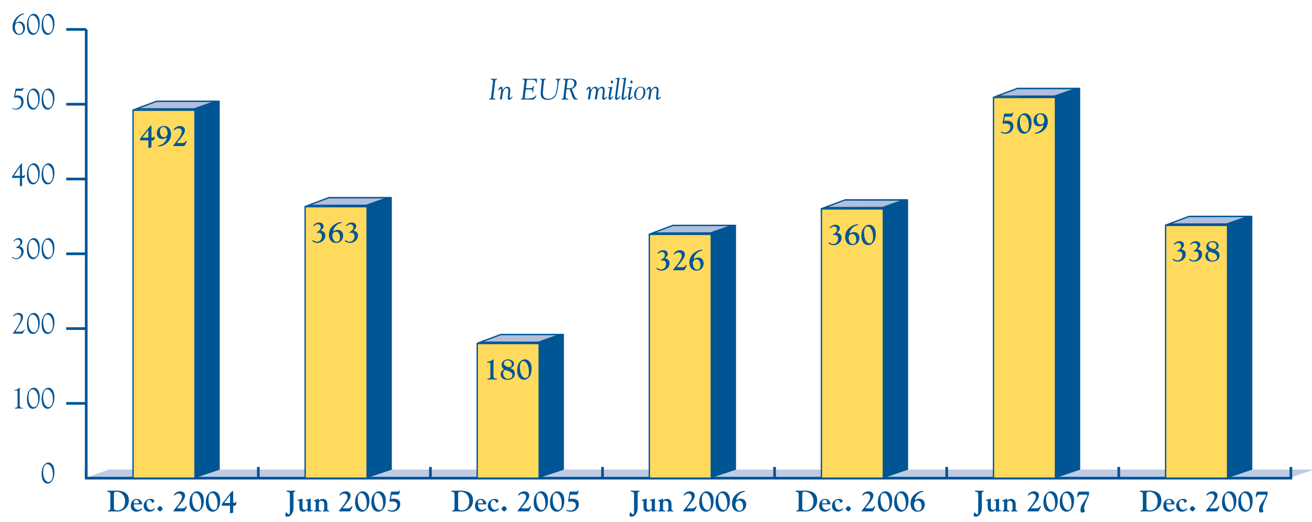
(in EUR million)	FY 2007	% margin	FY 2006	% margin
Net income - Group share	**48.2**	**0.8%**	**(264.4)**	**-4.9%**
Adjusted net income - Group share	**139.9**	**2.4%**	**110.3**	**2.0%**
Weighted average number of shares	68,946,489		67,614,323	
Diluted weighted average number of shares (*)	69,141,410		67,923,367	
Basic EPS	**0.70**		**(3.91)**	
Diluted EPS	**0.70**		**(3.91)**	
Adjusted basic EPS	**2.03**		**1.63**	
Adjusted diluted EPS	**2.02**		**1.62**	

(*) With dilution impact for adjusted net income only in 2006

Based on a weighted average of 68,946,489 shares in issue during 2007, earnings per share (Group share) were EUR 0.70 compared to a loss of EUR 3.91 in 2006.

Based on the adjusted net income of EUR 140 million, basic earnings per share (Group share) were EUR 2.03 increasing by 25% compared to 2006.

Net debt evolution per semester



The Group began the year with an opening net debt of EUR 360 million, to reach EUR 338 million at the end of December.

After an increase of the net debt in H1, mainly due to the negative change in working capital, the net debt improved significantly over H2, from EUR 508.6 million at the end of June to EUR 338.0 million at 31 December 2007.

As a result of the net debt reduction, the gearing level has decreased from 19.6% last year to 18.1%. The leverage ratio (net debt / OMDA) is 0.67. These ratios are well below the bank covenants.

8. COMPANY FINANCIAL SUMMARY FOR THE LAST FIVE YEARS

(in EUR million)	31 December 2007	31 December 2006	31 December 2005	31 December 2004	31 December 2003
I - Common stock at period end					
Common stock	69.7	68.9	67.4	66.9	47.9
Number of shares outstanding	69,710,154	68,880,965	67,363,465	66,938,254	47,869,633
Maximum number of shares that may be created by :					
* conversion of convertible bonds	0.0	0.0	0.0	0.0	1,440,501
* exercise of stock subscription options	5,982,272	6,445,741	6,145,432	5,650,931	5,356,430
II - Income for the period					
Revenue	44.8	43.9	28.3	60.5	27.5
Net income before tax, employee profit-sharing and incentive schemes. Depreciation, amortisation and provisions	(48.4)	115.2	27.3	1.1	31.0
Corporate income tax	7.8	17.0	16.6	10.7	2.9
Net income after tax. employee profit-sharing, depreciation, amortisation and provisions	(58.9)	14.9	(0.9)	29.1	22.5
Dividend distribution	0.0	0.0	0.0	0.0	0.0
III - Per share data (in EUR)					
Net income after tax and employee profit-sharing but before depreciation. Amortization and provisions	(0.58)	1.92	0.65	0.18	0.71
Net income after tax, employee profit-sharing, depreciation, amortisation and provisions	(0.84)	0.21	0.0	0.43	0.47
Dividend per share	0.0	0.0	0.0	0.0	0.0
IV - Employees					
Average number of employees during the period	0.0	0.0	0.0	0.0	0.0
Total payroll for the period	0.0	0.0	0.0	0.0	0.1
Employee social security and welfare payments	0.0	0.0	0.0	0.0	0.0

REQUEST FOR DOCUMENTS

Combined General Meeting of May 22nd, 2008

ATOS ORIGIN

I, the undersigned :

NAME : ....

First name : ....

Address : ....

....

Owner of .... shares

Of **ATOS ORIGIN**

Request a copy of the documents and information concerning the combined General Meeting of May 22nd, 2008 as provided for by article R.225-81 of the decree of March 25, 2007, on commercial companies.

Done at .... ,

on .... 2008.

Signature

** Pursuant to article R.225-88 paragraph 3 of the decree of March 25, 2007, on commercial companies, the owners of Registered Shares may obtain copies of the documents and information covered by articles R.225-81 and R.225-83 of the decree of March 25, 2007 on commercial companies for each subsequent General Meeting by making a single request. In the event that the shareholder wants to benefit from this option, he or she should mention this fact on this form.*

This form should be returned to Société Générale, Services des assemblées - 32, rue du champ de tir, BP 81236, 44312 Nantes cedex 3 France or the intermediary responsible for managing your share account.

ATOS ORIGIN

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