

## LETTER TO SHAREHOLDERS

**CAPGEMINI FRIENDLY TENDER OFFER** 

October 2019



Dominique Cerutti Chairman and Chief Executive Officer, Altran Technologies

Offer price €14.0 per share

The Board of Directors recommends the Altran shareholders to tender their shares to the offer

Premium offered 24.7% to the last quoted price preceding the announcement and 31.6% to the

average share price during the 60 days preceding the announcement

Contact : N°Vert +33 800 07 02 04 Dear shareholder,

On June 24, 2019, the French company Capgemini, a world leader in consulting, IT services and digital transformation, and Altran Technologies announced a merger project with a view to the acquisition of Altran Technologies by Capgemini in the context of a friendly tender offer.

This public offer is now open and you are being offered, in line with the recommendation of Altran Technologies' Board of Directors, to tender your shares for a unit price of  $\in$ 14.0, thus contributing to the creation of a world leader in the digital transformation of industrial and technology companies.

This combination of the two companies will indeed create a group with revenues of €17 billion and more than 265,000 employees. This new entity will leverage its unique positioning in particularly promising segments. This project is the first major combination of two leaders in complementary segments of technology that tend to converge in all industries (including the cloud, the internet of things, Edge computing, artificial intelligence, 5G): that of operational technologies (for Altran Technologies) and that of information technologies (for Capgemini). In particular, it will enable the new entity to accelerate its ambition in the field of digital transformation for industrial players, and strengthen its leadership in engineering and R&D (ER&D) services.

Capgemini filed on 23 September 2019 with the "Autorité des Marchés Financiers" (AMF) a draft offer document describing the terms of the tender offer and Altran Technologies a draft response document to Capgemini's offer. On 14 October 2019, the AMF declared the offer, which has been open since 16 October 2019, to be compliant. The AMF will set the closing date of the offer once it obtains the antitrust authorization from the European Commission (or Capgemini's waiver of the latter). This authorization is expected late October and the closing of the offer around the second half of November according to the current timetable. The documentation relating to the offer is available on the internet websites of Altran Technologies (www.altran.com), Capgemini (www.capgemini.com) and the AMF (www.amffrance.org).

Finexsi, appointed as independent expert by the Altran Technologies Board of Directors, concluded that the offer price of €14.0 per share is fair from a financial point of view to Altran Technologies shareholders. On September 22, 2019, the Altran Technologies Board of Directors considered that the proposed offer was in the interests of the company, its shareholders and employees and decided to issue a reasoned favourable opinion and to recommend to the Company's shareholders that they tender their securities to this offer.

Altran Technologies shareholders who will tender their shares to the offer will benefit from an immediate access to liquidity at a price that presents (adjusted for the  $\in$ 0.24 dividend detached on 27 June 2019) a premium of 24.7% to the last quoted price preceding the announcement and 31.6% to the average share price during the 60 days preceding the announcement.

Our teams are mobilized to answer any questions you may have, do not hesitate to contact them at the following toll-free number: +33 (0) 800 07 02 04. You can also refer to the dedicated section on our website <u>https://www.altran.com/uk/en/finance/regulated-information/capgemini-tender-offer/</u>.

I would like to take this opportunity to thank you warmly for the confidence you have shown in Altran Technologies by accompanying and supporting the company for many years.

Yours faithfully.

**Dominique Cerutti,** Chairman and Chief Executive Officer, Altran Technologies