

**ATOS OCEANE 2.50% 09-010116 CV**  
**ISIN Code FR0010816280**

French *Société Anonyme* with a Board of Directors with a share capital of 83,747,500  
Euros  
Registered office: River Ouest, 80, Quai Voltaire, 95870 Bezons  
323 623 603 R.C.S. Pontoise

**POWER OF ATTORNEY**

Number of bonds held (**bonds currently in movement**):

I hereby,

NAME and SURNAME

Entire address :

➤ **Please, choose one of the 4 following different ways of participation to the General Meeting**

**Date and sign at the bottom of this document or by proxy**

**1°)  I give full powers to the Chairman of the General Meeting.**

**2°)  I vote by proxy:**

<u>Resolutions :</u>	<i>For</i>	<i>Against</i>	<i>Abstention</i>
Résolution n° 1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Résolution n° 2	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Résolution n° 3	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Résolution n° 4	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Résolution n° 5	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Résolution n° 6	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*If any new additional amendments or resolutions are proposed during the Meeting:*

- I give full power to the Chairman of the General Meeting to vote in my name.....
- I abstain (abstention is equal to an « against » vote).....
- I give proxy to ..... to vote in my name.....

**3°)  I give proxy without possibility of subdelegation to**

**M**.....

*(in case where the signatory of the proxy acts as the legal representative of the bondholder, its capacity shall be mentioned)*

otherwise to M.....

to represent me during the General Meeting of bondholders which will take place on **FRIDAY 25 MAY 2012 AT 10:00 AM** at the registered office of the Company in order to decide on the agenda attached to this document.

To this end, to take part in any deliberations and votes, sign any attendance sheets and any minutes, and generally do anything necessary.

This proxy shall have effect for any subsequently convened Meeting which would have the same agenda in case the quorum is not met or if for any other cause, the above Meeting would not be valid.

**4°)  I want to attend this General Meeting and request an admission card.**

Made in..... on.....2012  
(signature)

**IMPORTANT:** *the bondholder who shall use this proxy is informed that :*

*. If this document is returned to the Société Générale, without the mention of a proxyholder, a favourable vote will be issued in his/her name on resolutions proposed or agreed by the Board of Directors of ATOS and a vote against any other resolutions projects.*

*. To issue any other vote, he/she must choose a proxyholder (1) who shall accept to vote in the way as instructed or to vote by mail as indicated at n°2.*

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*(1) Bondholders can be represented by any person of their choice subject to exceptions contained in the French commercial Code :*

**Article L. 228-62** : *Managers, directors, members of the management and supervisory board, managing directors, auditors or employees of the debtor company or companies acting as guarantor for all or part of the commitments of said company, and their ancestors, descendants and spouses, may not represent bondholders at general meetings.*

**Article L. 228-63** : *The representation of a bondholder may not be entrusted to persons to whom the exercise of the profession of banker is prohibited or who are deprived of the right to run, administer or manage any type of company.*