

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2010 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2010 or fiscal plan year beginning <u>01/01/2010</u> and ending <u>12/31/2010</u>			
A This return/report is for:	☐ a multiemployer plan;	☐ a multiple-employer plan; or	
	☒ a single-employer plan;	☐ a DFE (specify) ____	
B This return/report is:	☐ the first return/report;	☐ the final return/report;	
	☒ an amended return/report;	☐ a short plan year return/report (less than 12 months).	
C If the plan is a collectively-bargained plan, check here.	☐		
D Check box if filing under:	☐ Form 5558;	☐ automatic extension;	☐ the DFVC program;
	☐ special extension (enter description)		

Part II	Basic Plan Information —enter all requested information		
1a Name of plan <u>SOGETI USA LLC 401(K) PROFIT SHARING PLAN</u>	1b Three-digit plan number (PN) ▶	<u>001</u>	
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>SOGETI USA LLC</u> <u>7735 PARAGON ROAD, SUITE A</u> <u>CENTERVILLE, OH 45459</u>		1c Effective date of plan <u>05/01/2002</u>	
2b Employer Identification Number (EIN) <u>13-4180354</u>		2c Sponsor's telephone number <u>937-291-8100</u>	
2d Business code (see instructions) <u>541511</u>		<div style="background-color: #cccccc; height: 40px;"></div>	

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	<u>12/07/2011</u>	<u>JEFFREY A. NEVILLE</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	<u>12/07/2011</u>	<u>JEFFREY A. NEVILLE</u>
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2010)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") SOGETI USA LLC 7735 PARAGON ROAD, SUITE A CENTERVILLE, OH 45459		3b Administrator's EIN 13-4180354
		3c Administrator's telephone number 937-291-8100
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5	2699
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	1982
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	918
d Subtotal. Add lines 6a , 6b , and 6c	6d	2900
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	3
f Total. Add lines 6d and 6e	6f	2903
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	2539
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	332
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions: 2E 2F 2G 2J 2K 3H		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:		

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection.
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan SOGETI USA LLC 401(K) PROFIT SHARING PLAN		B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 SOGETI USA LLC		D Employer Identification Number (EIN) 13-4180354

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

T. ROWE PRICE RPS, INC.

52-1714114

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 21 25 28 37 38 49 50 52 57 59 62 64 65	NONE	18651	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection.
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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan SOGETI USA LLC 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶	001
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 SOGETI USA LLC	D Employer Identification Number (EIN) 13-4180354	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: STABLE VALUE FUND		
b Name of sponsor of entity listed in (a): T. ROWE PRICE TRUST COMPANY		
c EIN-PN 52-1309931-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 18866155
a Name of MTIA, CCT, PSA, or 103-12 IE: EQUITY INDEX TRUST		
b Name of sponsor of entity listed in (a): T. ROWE PRICE INSTITUTIONAL COM TRST		
c EIN-PN 52-6559833-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 7906791
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan SOGETI USA LLC 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 SOGETI USA LLC	D Employer Identification Number (EIN) 13-4180354	

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	1658414	2194122
(9) Value of interest in common/collective trusts.....	1c(9)	23023050	26772946
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	94704129	113696553
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	147222	146106
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	119532815	142809727

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	0	94776
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	94776

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	119532815	142714951
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	6810839	
(B) Participants	2a(1)(B)	9512659	
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		16323498

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	77053	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		77053

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	3180	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1906204	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1909384

(3) Rents	2b(3)		
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	7704	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	7428	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		276

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	3132	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		3132
(6) Net investment gain (loss) from common/collective trusts	2b(6)		1893701
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		15540112
c Other income.....	2c		25000
d Total income. Add all income amounts in column (b) and enter total.....	2d		35772156

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	12194633	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		12194633
f Corrective distributions (see instructions)	2f		152477
g Certain deemed distributions of participant loans (see instructions).....	2g		224137
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	18773	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		18773
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		12590020

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		23182136
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: KPMG LLP

(2) EIN: 13-5565207

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>► File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2010</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan SOGETI USA LLC 401(K) PROFIT SHARING PLAN		B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 SOGETI USA LLC		D Employer Identification Number (EIN) 13-4180354
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		10
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 52-1481931		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....		3
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?..... ☐ Yes ☐ No ☐ N/A		
If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____		
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☐ Yes ☐ No ☐ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?..... ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.		
Schedule R (Form 5500) 2010 v.092308.1		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate item 19(b)?

☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____



**SOGETI USA LLC
401(k) PROFIT SHARING PLAN**

Financial Statements and Supplemental Schedule
(Modified Cash Basis)

December 31, 2010 and 2009

(With Independent Auditors' Report Thereon)

SOGETI USA LLC
401(k) PROFIT SHARING PLAN

Financial Statements and Supplemental Schedule
(Modified Cash Basis)

December 31, 2010 and 2009

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KPMG LLP
Suite 3400
312 Walnut Street
Cincinnati, OH 45202

Independent Auditors' Report

The Board of Directors
Sogeti USA LLC:

We were engaged to audit the accompanying Statements of Net Assets Available for Benefits (modified cash basis) of Sogeti USA LLC 401(k) Profit Sharing Plan (the Plan) as of December 31, 2010 and 2009, and the related Statement of Changes in Net Assets Available for Benefits (modified cash basis) for the year ended December 31, 2010, and the supplemental schedule H, Line 4i – Schedule of Assets (Held at End of Year) (modified cash basis) as of December 31, 2010. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Notes 4, 5 and 7, which was certified by T. Rowe Price Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of December 31, 2010 and 2009 and for the year ended December 31, 2010, that the information provided to the plan administrator by the trustee is complete and accurate.

As described in Note 2, these financial statements and supplemental schedule were prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than U.S. generally accepted accounting principles.

Because of the significance of the information in the Plan's financial statements and supplemental schedule that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

KPMG LLP

October 14, 2011

SOGETI USA LLC
401(k) PROFIT SHARING PLAN

Statements of Net Assets Available for Benefits
(Modified Cash Basis)

December 31, 2010 and 2009

	<u>2010</u>	<u>2009</u>
Party-in-interest investments at fair value, as certified by the trustee:		
Mutual funds	\$ 113,696,553	94,704,129
Common collective trusts	26,772,946	23,023,050
Common stock	146,106	147,222
Total Investments	<u>140,615,605</u>	<u>117,874,401</u>
Loans to participants	<u>2,194,122</u>	<u>1,658,414</u>
Total Assets	<u>142,809,727</u>	<u>119,532,815</u>
Liabilities:		
Due to employees for excess contributions	<u>94,776</u>	<u>—</u>
Total Liabilities	<u>94,776</u>	<u>—</u>
Net assets reflecting investments at fair value	<u>142,714,951</u>	<u>119,532,815</u>
Adjustment from fair value to contract value for fully benefit-responsive investment contracts included in party-in-interest common collective trust	<u>(681,902)</u>	<u>(495,245)</u>
Net assets available for benefits	<u>\$ 142,033,049</u>	<u>119,037,570</u>

See accompanying notes to financial statements (modified cash basis).

SOGETI USA LLC
401(k) PROFIT SHARING PLAN

Statement of Changes in Net Assets Available for Benefits
(Modified Cash Basis)

Year ended December 31, 2010

Additions to assets attributed to:	
Net appreciation in fair value of investments	\$ 16,569,951
Dividend income	2,589,997
Interest income	77,053
Other	25,000
	<hr/>
Net investment income	19,262,001
	<hr/>
Contributions:	
Employer	6,810,839
Participants	9,512,659
	<hr/>
Total contributions	16,323,498
	<hr/>
Total additions	35,585,499
	<hr/>
Deductions from assets attributed to:	
Benefits paid to participants	12,571,247
Administrative expenses	18,773
	<hr/>
Total deductions	12,590,020
	<hr/>
Net increase in net assets available for benefits	22,995,479
	<hr/>
Net assets available for benefits:	
Beginning of year	119,037,570
	<hr/>
End of year	\$ 142,033,049
	<hr/> <hr/>

See accompanying notes to financial statements (modified cash basis).

SOGETI USA LLC
401(k) PROFIT SHARING PLAN

Notes to Financial Statements
(Modified Cash Basis)

December 31, 2010 and 2009

(1) Description of the Plan

The following description of the Sogeti USA LLC (the Company) 401(k) Profit Sharing Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution (profit-sharing) plan covering all full-time employees of the Company as of the first of the calendar month after or coinciding with date of hire and are age twenty-one or older. The Plan also includes a 401(k) employee savings feature. The Plan administrator controls and manages the operation and administration of the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). Participants must be employed on December 31 of each year to be eligible for profit sharing contributions.

(b) Plan Amendments

The Plan was amended and restated effective January 1, 2008, including an amendment to remove the required profit sharing contribution provision, replacing it with a Company Discretionary Contribution of up to 10% of base compensation.

The Plan was amended and restated effective January 1, 2009, including an amendment to elect the waiver of 2009 Required Minimum Distributions as allowed by the Worker, Retiree and Employer Recovery Act of 2008 as well as amendments to clarify the operation of the Plan and to comply with recent regulations passed pertaining to participants in the military.

(c) Contributions

As of January 1, 2008, the Company has the option to contribute a discretionary profit-sharing contribution. For the Plan year ended December 31, 2010, the Company elected to make discretionary contributions of \$3,420,749. Each year, participants can contribute up to 18% of pretax annual compensation, as defined in the Plan; however, participants age 50 and over may make additional catch up contributions as per the IRS regulation. Effective January 1, 2006, the Company matches 100% of the first 6% of these voluntary contributions based on the participant's length of service. Participants direct the investment of their contributions and company contributions in various investment options offered by the Plan. The Plan currently offers nineteen mutual funds and two Common Collective Trusts as investment options for participants. Contributions are subject to certain Internal Revenue Code (IRC) limitations.

(d) Participant Accounts

Each participant's account is credited with the participant's contributions, the Company's matching contributions, Plan earnings, and an allocation of profit sharing contributions. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

SOGETI USA LLC
401(k) PROFIT SHARING PLAN

Notes to Financial Statements
(Modified Cash Basis)

December 31, 2010 and 2009

(e) Vesting

Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the remainder of their accounts is based on years of credited service. A participant is 100% vested after six years of credited service on pre-2001 matching contributions; after three years of credited service on post-2000 matching contributions as well as profit sharing contributions for plan years after January 1, 2007 and after five years of credited service on profit sharing contributions made for plan years prior to January 1, 2007.

(2) Summary of Accounting Policies

(a) Basis of Accounting

The financial statements and supplemental schedule were prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than U.S. generally accepted accounting principles. Benefit payments to participants and contributions from participants are accounted for on the basis of cash disbursements and receipts. Investment income is recorded when received.

(b) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(c) Investment Valuation

The Plan's investments in mutual funds and Cap Gemini SA stock are stated at fair value as determined using quoted market prices.

The Plan's investment in a common collective trust (CCT) is valued at estimated fair value. The estimated fair value of the CCT is based on the fair values of the underlying investments of the CCT. The underlying investments of the CCT are primarily guaranteed investment contracts (GIC's), wrap contracts synthetic investment contracts (SIC's) and other insurance contract products. Generally, these investment contracts are debt instruments issued by insurance companies which guarantee an interest rate, but do not guarantee the principal. The fair value of GIC's is generally determined by discounting the scheduled future payments required under the contract using an interpolated market rate for contracts with maturities comparable to the average remaining life of the contract being valued. Fair value of the GIC's reflects interest accrued on the contract assuming the contract is held to maturity and, therefore, not subject to any adjustments that could be assessed by the issuer for certain types of withdrawals or early surrender by the CCT. The fair value of wrap contracts reflects the discounted present value of the difference between the current wrap contract cost and its replacement cost, based on issuer quotes. For underlying assets of the CCT other than investment contracts, including securities underlying SIC's, fair value is generally determined using market value.

SOGETI USA LLC
401(k) PROFIT SHARING PLAN

Notes to Financial Statements
(Modified Cash Basis)

December 31, 2010 and 2009

Certain underlying investment contracts of the CCT are fully benefit-responsive. Though the Plan's investment in the CCT is stated at fair value, the contract value of the CCT is relevant in determining the net assets available for benefits. Contract value for fully benefit-responsive investment contracts held by the CCT is cost plus accrued income minus redemptions.

Purchases and sales of investments are recorded on a trade-date basis.

(d) *Payment of Benefits*

Upon termination of service, for death, disability or retirement, a participant will be 100% vested and receive payments according to the Plan provisions. Upon termination prior to retirement for other than death or disability, the participant will receive a distribution of his vested account balance as provided by Plan policy. Benefits are recorded when paid.

(e) *Administrative Expenses*

Certain administrative functions are performed by officers or employees of the Company. No such officer or employee receives compensation from the Plan. During 2010, T. Rowe Price Trust Company (Trustee), the record keeper, contributed \$25,000 to the Plan to be used for paying certain administrative expenses of the Plan. The Company pays all other administrative expenses of the Plan as allowed in the Plan document.

(f) *Participant Loans*

Participant Loans are valued at amortized cost, which represents unpaid principal and accrued interest. The fair value of participant loans is not materially different than the amortized cost. The Plan allows for borrowings with a minimum loan of \$500. Participants may borrow up to the lesser of \$50,000 or 50% of their vested account balance. Such loans shall bear interest at a fixed rate determined at the time of loan origination and shall be repaid over a maximum period of 30 years for residential loans and 5 years for all other loans. At December 31, 2010 and 2009, there were \$2,194,122 and \$1,658,414, respectively, of outstanding loans to participants bearing interest at rates ranging from 3.25% to 10.5%.

(g) *Forfeited Accounts*

At December 31, 2010 and 2009, unallocated nonvested accounts totaled \$122,392 and \$119,947, respectively. Amounts forfeited by terminated participants are used to reduce employer contributions. In 2010, the employer contributions were reduced by \$2,599,298 of unallocated forfeitures.

(3) *Plan Termination*

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts. Any unallocated assets of the Plan shall be allocated to participant accounts and distributed in such a manner as the Company may determine.

SOGETI USA LLC
401(k) PROFIT SHARING PLAN

Notes to Financial Statements
(Modified Cash Basis)

December 31, 2010 and 2009

(4) Investments

The following table represents the fair value of individual investments (as certified by the trustee) which exceed 5% of the Plan's assets available for benefits as of December 31:

	<u>2010</u>	<u>2009</u>
Mutual funds:		
* T. Rowe Price Spectrum Income Fund	\$ 9,057,118	8,377,929
* T. Rowe Price Growth Stock Fund	15,112,427	12,804,132
* T. Rowe Price Mid-Cap Growth Fund	10,077,904	7,983,413
* T. Rowe Price Retirement 2040 Fund	8,321,217	6,704,987
* T. Rowe Price International Growth and Income Fund	8,900,213	8,044,529
* T. Rowe Price Spectrum Growth Fund	7,654,131	6,542,535
* T. Rowe Price Media and Telecommunications Fund	9,334,390	7,354,298
Common collective trusts:		
* T. Rowe Price Stable Value Fund	18,866,155	16,491,784
* T. Rowe Price Equity Index Trust	7,906,791	6,531,266
* Party-in-interest		

The contract value of the T. Rowe Price Stable Value Fund was \$18,184,253 and \$15,996,540 as of December 31, 2010 and 2009, respectively.

During 2010, the Plan's investments (including investments bought, sold, and held during the year) appreciated in value as follows (as certified by the trustee):

Mutual funds	\$ 15,540,111
Common collective trust	1,026,432
Cap Gemini SA common stock	<u>3,408</u>
	<u>\$ 16,569,951</u>

SOGETI USA LLC
401(k) PROFIT SHARING PLAN

Notes to Financial Statements
(Modified Cash Basis)

December 31, 2010 and 2009

(5) Fair Value Hierarchy

The Plan adopted FASB ASC 820 “Fair Value Measurements and Disclosure” on January 1, 2008 for fair value measurements of financial assets and financial liabilities for fair value measurements of non financial items that are recognized or disclosed at fair value in the financial statements on a recurring basis. ASC 820 establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical asset of liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

The level in the fair value hierarchy within which a fair measurement in its entirety falls is based on the lowest level input that is significant to the fair value measurement in its entirety.

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The following tables present assets and liabilities that are measured at fair value on a recurring basis (including items that are required to be measured at fair value and items for which the fair value option has been elected at December 31, 2010 and 2009):

Fair Value Measurements at December 31, 2010				
	December 31, 2010	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds:				
General Bond	\$ 9,057,118	9,057,118	—	—
Asset Allocation	43,639,175	43,639,175	—	—
International Large Cap Equity	8,900,213	8,900,213	—	—
Large Cap Growth	15,112,427	15,112,427	—	—
Large Cap Value	6,565,293	6,565,293	—	—
Mid Cap Growth	10,077,903	10,077,903	—	—
Small Cap Growth	6,762,927	6,762,927	—	—
Media and				
Telecommunication Sector	9,334,390	9,334,390	—	—
Technology Sector	4,247,107	4,247,107	—	—
Common collective trusts	26,772,946	9,113,839	15,789,821	1,869,286
Common stock - Cap Gemini SA	146,106	146,106	—	—
Total	<u>\$ 140,615,605</u>	<u>122,956,498</u>	<u>15,789,821</u>	<u>1,869,286</u>

Fair Value Measurements at December 31, 2009				
	December 31, 2009	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds	\$ 94,704,129	94,704,129	—	—
Common collective trusts	23,023,050	7,323,542	15,030,698	668,810
Common stock	147,222	147,222	—	—
Total	<u>\$ 117,874,401</u>	<u>102,174,893</u>	<u>15,030,698</u>	<u>668,810</u>

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(Modified Cash Basis)

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Changes in Fair Value Levels

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

We evaluated the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. For the year ended December 31, 2010, there were no significant transfers in or out of levels 1, 2 or 3.

The following table presents the Plan's activity for assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) as defined in ASC 820 for the year ended December 31, 2010:

	Common Collective Trust
Balance, beginning of year	\$ 668,810
Realized gains/losses	—
Unrealized gains/losses	109,273
Purchases, issuances, and settlements (net)	<u>1,091,203</u>
Balance, end of year	<u><u>\$ 1,869,286</u></u>

The Plan's investments in T. Rowe Price's Stable Value Fund (SVF) and T. Rowe Price's Equity Index Trust (the Index Trust), both of which are collective trust funds (collectively, the CCT), are valued based on the net asset value of the funds as of December 31, 2010. This net asset value is based on the fair value of underlying investments (and other assets if applicable) of the funds, less any liabilities of the funds, divided by the number of shares issued.

The SVF's investment objectives are to maximize current income consistent with the maintenance of principal and to provide for withdrawals for certain participant initiated transactions under a retirement plan without penalty or adjustment. Participants' ownership of the SVF is represented as units, an unlimited number of which are authorized. SVF units are issued and redeemed only on a valuation date and at the net asset value per unit computed on that date. SVF units may be redeemed on a daily basis to meet benefit payments and other participant-initiated withdrawals permitted by retirement plans invested in the SVF. Under the terms of the Declaration of Trust, retirement plans invested in the SVF are required to provide either 12- or 30-month advance notice to the trustee prior to redemption of trust units; the notice period may be shortened or waived by the trustee in its sole discretion.

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The SVF invests principally in guaranteed investment contracts (GICs) issued by insurance companies; investment contracts issued by banks (BICs); structured or synthetic investment contracts (SICs) issued by banks, insurance companies, and other issuers, as well as the securities supporting such SICs (underlying assets); separate account contracts (SACs); and other similar instruments that are intended to maintain a constant net asset value while permitting participant-initiated, benefit-responsive withdrawals for certain events (collectively, investment contracts.)

The Index Trust's investment objective is to provide investment results that correspond to the total return performance of common stocks publicly in the United States as represented by Standard & Poor's 500 Composite Stock Index (S&P Index.) Participants' ownership of the Index Trust is represented as units, an unlimited number of which are authorized. Index Trust units are issued and redeemed only on a valuation date and at the net asset value per unit computed on that date. Under the terms of the Declaration of Trust, unit holders of the Index Trust are required to provide 90 day advance written notice to the trustee prior to redemption of trust units; the notice period may be shortened or waived by the trustee in its sole discretion. The Index Trust invests substantially all of its assets in the common stocks of companies that comprise the S&P Index.

Certain underlying investment contracts of the CCT are fully benefit-responsive. Though the Plan's investment in the CCT is stated at fair value, the contract value of the CCT is relevant in determining the net assets available for benefits. Contract value for fully benefit-responsive investment contracts held by the CCT is cost plus accrued income minus redemptions. Both the SVF and the Index Trust are presented in the statements of net assets available for benefits at fair value with an adjustment to contract value.

(6) Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

(7) Trustee Certification

The Plan Administrator has received a certification from T. Rowe Price Trust Company as of December 31, 2010 and 2009 and for the year ended December 31, 2010. The trustee certified that the information concerning investments, investment-related transactions and income is accurate and complete. Information included in the accompanying financial statements and notes thereto and supplemental schedule, as to investments and investment income, is presented based upon these certifications. The auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

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(8) Party-in-Interest Transactions

Certain plan investments are shares of mutual funds and a common collective trust managed by an affiliate of the T. Rowe Price Trust Company. The T. Rowe Price Trust Company is the trustee as defined by the Plan, and therefore, transactions in these funds qualify as party-in-interest transactions. The Plan also invests in common stock of Cap Gemini SA, who is the parent of the Company. The Cap Gemini SA common stock held by the Plan is \$146,106 and \$147,222 at December 31, 2010 and 2009, respectively.

(9) Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	<u>2010</u>	<u>2009</u>
Net assets available for benefits per the financial statements	\$ 142,033,049	119,037,570
Due to employees for excess contributions	(94,776)	—
Adjustment from fair value to contract value for fully benefit-responsive investment contracts included in party-in-interest common collective trust	<u>(681,902)</u>	<u>(495,245)</u>
Net assets available for benefits per the Form 5500	<u>\$ 142,809,727</u>	<u>119,532,815</u>

The following is a reconciliation of the increase in net assets available for benefits per the financial statements to the Form 5500:

	<u>2010</u>
Net increase in net assets available for benefits per the financial statements	\$ 23,065,255
Due to employees for excess contributions	94,776
Adjustment from fair value to contract value for fully benefit-responsive investment contracts included in related party common collective trust	<u>116,881</u>
Net increase in net assets available for benefits per the Form 5500	<u>\$ 23,276,912</u>

(10) Tax Status and Identification of Noncompliance

Although the Plan has not received a determination letter from the IRS stating that the Plan is designed in compliance with the applicable requirements of the IRC, the Company believes that the Plan is currently designed and operated in compliance with the applicable requirements of the IRC and that, therefore, the Plan qualifies under Section 401(a) and the related trust is tax-exempt as of December 31, 2010. Therefore, no provision for income taxes has been included in the Plan's financial statements.

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Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan. The financial statement effects are recognized when the Plan has taken an uncertain position that more likely than not would be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan and has concluded as of December 31, 2010, there are no uncertain tax positions taken or expected to be taken. The Plan is subject to routine audits by taxing jurisdictions, however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2008.

(11) Subsequent Event

The Plan has evaluated subsequent events through October 14, 2011, the date the financial statements were available to be issued, and determined there are no other items to disclose.

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Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
(Modified Cash Basis)

December 31, 2010

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
Mutual funds:				
*	T. Rowe Price	T. Rowe Price Spectrum Income Fund	✓	\$ 9,057,118
*	T. Rowe Price	T. Rowe Price Equity Income Fund	✓	6,565,293
*	T. Rowe Price	T. Rowe Price Growth Stock Fund	✓	15,112,427
*	T. Rowe Price	T. Rowe Price International Growth and Income Fund	✓	8,900,213
*	T. Rowe Price	T. Rowe Price Media and Telecommunications Fund	✓	9,334,390
*	T. Rowe Price	T. Rowe Price Mid-cap Growth Fund	✓	10,077,904
*	T. Rowe Price	T. Rowe Price New Horizons Fund	✓	6,762,927
*	T. Rowe Price	T. Rowe Price Retirement Income Fund	✓	891,796
*	T. Rowe Price	T. Rowe Price Retirement 2005 Fund	✓	240,107
*	T. Rowe Price	T. Rowe Price Retirement 2010 Fund	✓	1,344,774
*	T. Rowe Price	T. Rowe Price Retirement 2015 Fund	✓	1,127,215
*	T. Rowe Price	T. Rowe Price Retirement 2020 Fund	✓	3,723,644
*	T. Rowe Price	T. Rowe Price Retirement 2025 Fund	✓	2,990,049
*	T. Rowe Price	T. Rowe Price Retirement 2030 Fund	✓	5,726,841
*	T. Rowe Price	T. Rowe Price Retirement 2035 Fund	✓	5,943,228
*	T. Rowe Price	T. Rowe Price Retirement 2040 Fund	✓	8,321,217
*	T. Rowe Price	T. Rowe Price Retirement 2045 Fund	✓	5,676,172
*	T. Rowe Price	T. Rowe Price Science and Technology Fund	✓	4,247,107
*	T. Rowe Price	T. Rowe Price Spectrum Growth Fund	✓	7,654,131
Common collective trust:				
*	T. Rowe Price	T. Rowe Price Stable Value Fund	✓	18,866,155
*	T. Rowe Price	T. Rowe Price Equity Index Trust	✓	7,906,791
Company stock:				
*	Cap Gemini	Cap Gemini SA Common Stock	✓	146,106
Loans to Participants				
*	Participant loans at amortized cost (182 loans outstanding with interest rates of 3.25% – 10.5% and maturity dates through June 2021)		♦	2,194,122
	Total assets		✓	\$ 142,809,727

* Denotes party-in-interest.

✓ Historical cost information is not required in Schedule H, Line 4i - Schedule of Assets (Held at End of Year) for participant-directed investment funds.

♦ Cost for participant loans is \$0 per the instructions to Form 5500.

Note: This schedule is based on information that has been certified as complete and accurate by T. Rowe Price Trust Company, the trustee.

See accompanying independent auditors' report.

Plan Name	Sogeti USA LLC 401(k) Profit Sharing Plan
Plan Sponsor EIN	13-4180354
ERISA Plan #	001
Plan Year Ending	December 31, 2010

The required attachment marked with an “X” in the Attachment column is included within the Accountant’s Opinion attachment to Sch. H, Part III, Line 3, which consists of the entire audit report issued by the plan’s Independent Qualified Public Accountant (IQPA).

Form / Schedule	Line #	Description	Attachment
5500 Sch. H	Line 3	Financial statements used in formulating the IQPA's opinion	X
5500 Sch. H	Line 4i	Schedule of Assets (Held at End of Year)	X
5500 Sch. H	Line 4i	Schedule of Assets (Acquired and Disposed of Within Year)	
5500 Sch. H	Line 4j	Schedule of Reportable Transactions	
5500 Sch. H	Line 4a	Schedule of Delinquent Participant Contributions	

Plan Name	Sogeti USA LLC 401(k) Profit Sharing Plan
Plan Sponsor EIN	13-4180354
ERISA Plan #	001
Plan Year Ending	December 31, 2010

The required attachment marked with an “X” in the Attachment column is included within the Accountant’s Opinion attachment to Sch. H, Part III, Line 3, which consists of the entire audit report issued by the plan’s Independent Qualified Public Accountant (IQPA).

Form / Schedule	Line #	Description	Attachment
5500 Sch. H	Line 3	Financial statements used in formulating the IQPA's opinion	X
5500 Sch. H	Line 4i	Schedule of Assets (Held at End of Year)	X
5500 Sch. H	Line 4i	Schedule of Assets (Acquired and Disposed of Within Year)	
5500 Sch. H	Line 4j	Schedule of Reportable Transactions	
5500 Sch. H	Line 4a	Schedule of Delinquent Participant Contributions	