

Sword : Opens new office in Houston (U.S.) and signs the first contract worth 2.439 million Euros

New Houston Office (Texas, United States) - 8 employees

Sword has opened a new office in Houston, Texas – United States, which will specialize in:

- Document Management (EDM), using the expertise already established through Sword contracts with the United Nations in New York,
- Change Management: Evolution of company processes, within the context of ERP implementation; these services range from consulting (redefinition of processes) to on-line help, encompassing e-learning, among other things.

The Houston business units will be integrated in Sword Inc.

Contract worth 2.439 million Euros

Thanks to the synergy with SWORD DDS UK, our leading Change Management business unit, Sword Houston signs its first deal with a large American oil company.

The contract is in the amount of 2.439 million Euros, for a period of 18 months, and is renewable twice. In addition to the help from existing London experts, 7 people will be recruited and hired locally.

Sword in the USA

Sword is already present in the United States in connection with its other local subsidiaries :

- **Sword, Inc.** in New York, specializes in Document Management (EDM) and Change Management,
- **FircoSoft, Inc.** in New York, handles all American business, offering software solutions for the automated repair and reformatting of SWIFT payment messages (STP)

Sword US clients : Sword, Inc.'s major American clients include :The United Nations, Honeywell, Infineum, Wyeth Ayerst Laboratories,

- The major American and Canadian clients of FircoSoft, Inc. in the STP domain include : First Union, JP Morgan, Royal Bank of Canada, Bank of Oklahoma, DeutscheBank, DG Bank, Banamex, Bank of Montreal, CIBC.

The organic growth of Sword in the USA (currently 10% of the annual revenue) is budgeted to reach more than 40% of 2002 revenue. This revenue contribution should be comparable to the average organic growth of all the BU. Sword revenue can be broken into :

- Great Britain 35%
- France 41%
- USA 10 %
- Other countries (principally Scandinavia and Germany) 14%

Sword Group expects to publish 2001 revenue on January 15, 2002 and will be listed on the Paris stock exchange on March 12, 2002 (subject to the agreement of the authorities).

Sword Group : created on November 17, 2000 – president : Jacques Mottard

Sword Group has an international strategy and has solid partnerships with Fortune 500 companies.

The offer is based on four niches in which Sword is a leader :

Change Management, Electronic Document Management, STP (automatic repair/ reformat of SWIFT payment messages), Intellectual Property.

Other activities which are expected to boost company growth : network architecture, e-procurement, web-to-host, client relationship management, web content management, and supply chain management.

Sword contacts

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press release
Sword Group :



- first-quarter 2002 sales: € 7.04m
- operating margin: 17%

> **consolidated Q1 2002 sales :€ 7.04m**

Sword Group's sales for the first quarter of 2002 amounted to € 7.04m compared with pro forma sales of € 5.49m for the first quarter of 2001 at constant scope.

This corresponds to sales growth of 31.25% on the basis of the same number of trading days. The operating margin for the period was 17%.

- Management's forecasts for 2002 are for organic sales growth of more than 40% and a 30% increase in net profit, excluding acquisitions.
- > **new contracts obtained by Sword Group**
 - in the United Kingdom with **Pilkington Automotive OE**, leading manufacturer of glass parts for the automotive and aeronautic markets, to assist with SAP integration in 17 countries.
 - in France with **Informatique Banques Populaires**, to assist i-BP with the implementation and deployment of a documentation intranet for the Group's 22 banks de SAP à travers 17 pays.
 - en France avec **Informatique Banques Populaires** pour accompagner i-BP dans la mise en oeuvre et le déploiement d'un intranet documentaire destiné aux 22 banques du Groupe.

SWORD Group, a specialized It Services company with an international strategy :

> **four technological niches of which Sword Group holds a leading global position :**

- change management :managing business processes of a company resulting from new ERP integration : 29,8 % of 2001 proforma sales
- document management : electronic document management and geographical information systems : 35,6 % of 2001 proforma sales
- intellectual property :management of trademarks and patents for national and international organizations : 14,8 of 2001 proforma sales
- straight trough processing : automated repair, reformatting and filtering of international payment messages : 8,1% of 2001 proforma sales

> **expertise in payments and logistics consulting services : 4,4 % of 2001 proforma sales**

> **other technological activities : 7,3 % of 2001 proforma sales**

> **about Sword Group: formed in December 2000 – chairman and ceo: Jacques Mottard - 245 employees as at 31/12/2001**

listed on the Euronext Paris New Market on 13/03/2002

Euroclear France code: 18378 –FTSE sector: 972 – IT services

2001 consolidated sales: €23.093m, up 133% - 2001 pro forma sales: €25.418m, up 51%

2001 consolidated net profit: €2.321m, corresponding to a 10% net margin – 2001 pro forma net profit: €2.1m, corresponding to an 8.3% net margin at constant consolidation scope

An international IT services company specialised in four niche technologies and with solid partnerships with major companies.

• The group's activities are managed internationally via nine subsidiaries: Sword SA - France (export, EDM and GIS in France, and new sources of growth), Sword DDS Limited - UK (Change Management), Sword Inc - USA (EDM and Change Management), Sword DDS - France (Change Management), Fircosoft - France (STP), Sword Suisse (four niche technologies), Fircosoft Inc - USA (STP), Sword Consulting - France (consulting), Sword Création Informatique – South Africa (intellectual property)

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Sword Group : succes of its initial public offering on the New Market

> SWORD Group has been introduced successfully on the Euronext Paris New Market, the first such transaction this year on this regulated market

- the transaction received final authorisation from the Commission des Opérations de Bourse, the french stock exchange regulatory authority on march 13, 2002 under no. 02-230
- the capital increase at this time of the introduction was enthusiastically subscribed to by institutional and private investor
- the share price was set at €42
- the transaction raised €16,17 millions, through the introduction of 385 109 shares, corresponding to 31,25% of the capital of the post-introduction capital, and was taken up as follows :
 - a capital increase reserved for the reference shareholder, FCPR 21 Développement, of 126,089 shares, in order to maintain its percentage holding in the capital of Sword Group
 - a capital increase open to other investors, of 259,020 shares
- the latter being 2.1 times oversubscribed for the guaranteed placement and 3.5 times oversubscribed for the open-ended price element
- following the introduction, the company's share capital amounts to €16,161,215, comprising 1,232,243 shares with a par value of €15 each
- Sword Group will be quoted on the continuous market from wednesday, march 13, 2002
- the partners to the introduction were:
Crédit du Nord, lead introducer
21, Société Centrale pour l'Industrie, co-introducer
Banque Rhône Alpes, co-introducer
Gilbert Dupont, stockbroker, market maker

> SWORD Group is included in the Next Economy segment of the Euronext index and is committed to observing all the required standards

> the funds raised from the initial public offering provide Sword Group with the resources needed to finance its growth

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Sword Group : initial public offering on march 12, 2002*

> **SWORD Group* to be introduced on the Euronext Paris New Market on march 12, 2002 via a capital increase**

The Commission des Opérations de Bourse (French stock exchange commission) authorized the preliminary memorandum for the listing of the company's shares on the Market under no 02-186 on march 1, 2002, accompanied by a warning (see page 2/2).

- **SWORD Group was founded by its chairman, Jacques Mottard, the founder and former chairman of Decan itself listed on the Second Market**
- **this initial public offering has been planned by Sword Group's Board of Directors since the company's creation, with a view to financing selective acquisitions as part of its strategic growth programme.**
- **Details of the introduction**

solely via a capital increase (€16.1 million total, in the middle of the price range) the shareholder of reference (FCPR 21 Développement) participated in the capital increase in line with its pre-introduction holding .

number of shares issued: 385,109

- 259,020 shares, of which 90% with guaranteed placement and 10% with an open price offer

- 126,089 shares reserved for the shareholder of reference, FCPR 21 Développement

over allocation option: a maximum of 38,853 additional shares

price range: €38.95 -€44.85 per share

- **schedule**

subscription period: march 5-11, 2002

fixing of price and introduction: march 12

initial listing: march 12

settlement/delivery: march 15

the price range and schedule are subject to change as described in the preliminary memorandum, which is available to the public

- **The partners to the introduction are:**

Crédit du Nord, lead introducer

21, Société Centrale pour l'Industrie, co-introducer

Banque Rhône Alpes, co-introducer

Gilbert Dupont, market maker

> **SWORD Group meet the required standards for the Next Economy segment of Euronext**

Sword Group will apply for the admission of its shares to the Next Economy segment of Euronext.

In principle it meets the requirements for obtaining this classification.

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* **subject to final approval from competent supervisory bodies**

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"The Commission des Opérations de Bourse draws investors' attention to the following points:

- The statutory auditors make the following remark concerning forward projections: "In the absence of any signed purchase agreements, it is impossible to assess the assumptions relating to growth through acquisition."
- The company does not plan to pay a dividend in 2002 for the year ended December 31, 2001, but does not rule out the possibility of paying dividends in the future.
- 55% of the company's sales are generated on a fixed-fee basis. Management nonetheless considers that this risk is under control, as described in paragraph 4.9.4. of the preliminary memorandum".

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Sword Group: Money Laundering Compliance Control Which solution for which result

> Existing regulations

For the past several years, anti-money laundering efforts have resulted in a multitude of new regulations, laws, recommendations and lists. These "laws" have been published by official institutions, assemblies and sometimes even by non-government organizations.

What is anti-money laundering? Falling within its vague definition, let's mention the U.S. government-issued , OFAC list (Office of Foreign Assets Control), and its smaller sister,; the DPL (Denied Persons List), in which both pursue American international commercial ambitions rather than real economical embargoes as originally designed. Let's also mention the FATF (Financial Action Task Force) anti-Money Laundering, named GAFI in French, the European Council's regulation #(CE) 1294/1999 (June 15, 1999), the European Commission's regulation #(CE) 2536/2001 (December, 21st 2001), or any number of regulations from the European Council (May22, 2000, June 19, 2001, November 16, 2001 and December 28, 2001). We should not forget the French laws enacted during the last quarter of 2001, which modified old regulations, recently updated by the NRE ("Nouvelle Réglementation Economique") voted at just the right moment, at the end of 2001.

This proliferation of laws can be found in most industrialized countries.

In this chaos of new legislation throughout the world, it is easy to understand that bankers don't know which rules to follow, what is to be done, and what process they have to implement to comply with these laws. But, is it so complicated?

> Interpretations of texts

To better understand the process as a banker, we must first make the distinction as to what is "the battle against money laundering". This concept mixes: the fight against fiscal evasion, the fight against drug trafficking, prostitution and more generally, the underworld and the war against terrorism.

"Laws" dealing with these offences can be split into two categories:

- > In the first category, we can find the OFAC agency and its SDN lists, as well as the French regulation # 2001-1032 from November 9, 2001 (which completed regulation # 2001-875 from September 25, 2001 dealing with relationships between financial institutions and listed individuals or companies), listing both "in extenso" last names, first names and last known addresses of blacklisted parties. Beware that although these are real laws, they are applicable only in the territory where the law was issued which includes: The United States for the OFAC list and France for regulation #2001-875. The purpose here is to freeze assets of designated individuals and/or companies. Slowly, we shifted from an embargo against some countries (that can easily be identified) to the freezing of assets of several thousands of individuals.
- > In the second category, we will find the french "NRE" reminding banks of their obligation of "due diligence" in which they must report to any suspicious operations to TRACFIN, without any mention of how this goal should be reached. In this category, let's also mention the FATF organization that lists the "non-cooperative countries", understanding that they don't have local regulations to fight money laundering frauds (fiscal paradises). The FATF is therefore dependant on the banks, as its recommendations cannot be considered laws. The purpose here is to trace (ideally to block) operations that look unusual at first glance, and in fact host fraudulent operations, made by unknown persons or organizations. To make it simple, in one case we know what we are looking for, but not in the other.

> Solutions exist

Thus, banks must set up two types of tools:

- > Installation of a filter searching for listed names, set at all entry points of the bank's dataflows (like Swift, CRI, etc.). Incoming and outbound messages are systematically scanned, and each message containing a listed name is stopped. In the United States, the powerful FED considers such a filter a minimum demonstration of willingness from the banks in their participation against money laundering. In the US, all banks are equipped with this type of filter; What can we say in France about this?
- > A database where a copy of each operation which has abnormal characteristics (such as an unknown counterparty, based in one of the FATF-listed countries, for example) would be stored. Additional information will be retrieved, either verifying the legitimacy of the transaction which will then be cleared or confirming suspicions of fraudulent activity, in which case must be reported to the authorities. Banks cannot avoid investigative work, but by defining a focus, the bank won't have to control 700,000 checks per day. This is actually not the purpose. These tools are currently available in the market. Each bank is free to implement them.
- > A part of Sword Group, the subsidiary Fircosoft-France says "here we are". This offer, called OFAC-agent, belongs to one of the four technical niches in which the group is a world leader : straight through processing - STP : automatic repair and enrich swift payment/securities messages. Twentysix references worldwide are using daily this Sword Group solution, among them "Royal bank of Canada (Toronto)" and "JP Morgan/Chase" (Delaware-USA).

- > About Sword Group: created in December 2000 - president-founder: Jacques Mottard - 245 employees on 31/12/2001
Swords 2001 consolidated revenue increased 133% to 23,093 M[€].

An IT services company with an international strategy, specializing in technological niches servicing Fortune 500 companies.

• These skills are spread amongst 9 international subsidiaries: **Sword SA - France** (exports, EDM and GIS in France and other IT services which are expected to foster company growth), **DDS Europe Limited - UK** (Change Management), **Sword Inc - USA** (EDM and Change Management), **Sword DDS - France** (Change Management), **Fircosoft - France** (STP), **Sword Switzerland** (4 niches), **Fircosoft Inc - USA** (STP), **Sword Consulting - France** (consulting), **Sword Création Informatique - South Africa** (intellectual property).

- > Sword Group scheduled to be listed on the Second Marché of the Paris stock exchange on March 12, 2002, subject to agreement by the authorities

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press release

15/01/2002- Réf 2-01

Sword Group:

IPO on the Paris stock exchange

scheduled for March 12, 2002 subject to regulatory authority approval

133% increase of consolidated revenue in 2001



Sword Group scheduled to be listed on the Second Marché of the Paris stock exchange on march 12, 2002, subject to agreement by the authorities

- The company's financials are currently under review by the Commission des Opérations de Bourse (French regulatory authority). The decision to go public was made by Sword's Board of Directors, in order to finance the company's acquisitive growth strategy.
- The terms and conditions of the offering have not yet been determined.
- Note that Jacques Mottard, president of Sword Group, was also president and founder of Decan, which is also listed on the Second Marché

Sword Group, a specialized IT Services company with an international strategy

- four technological niches of which Sword Group holds a leading global position :

- change management : managing business processes of a company resulting from new ERP integration,
- document management : electronic document management and geographical information systems
- straight-through processing – STP : automated repair, reformatting and filtering of international payment messages
- intellectual property : management of trademarks and patents for national and international organizations

- expertise in payments and logistics consulting services

- Other IT skills which are expected to foster the company's growth : network architecture, web to host, client relationship management, web content management

Sword's 2001 consolidated revenue increased 133% to 23,093 M€, in accordance with the 2001 budget

- Pro-forma revenue including the acquisitions of DDS and Profiler (currently Sword Consulting) made in April 2001, is 25,418 M€ with a corresponding growth of 51%
- the 2001 Sword Group revenue can be broken down as follows :
 - change management : 30%
 - document management : 33%
 - straight-through processing : 6%
 - Intellectual property : 16%
 - payment and logistics consulting : 6%
 - other IT skills which are expected to foster the company's growth: 9%

Sword's anticipated growth in 2002

- Sword Group management anticipate a 45% organic growth in 2002, excluding selective acquisitions. Except in extraordinary cases, companies in France will not be acquired. Instead, acquisitions within the Group's four niche market will focus on the rest of Europe and the USA.
- Following the opening of the Houston office, Sword Group created Sword Switzerland in Geneva which will serve the existing clients in Switzerland using Sword's expertise : The United Nations, Intellectual Property Offices, les Services Industriels de Genève and l'Etat de Genève.

About Sword Group: created in December 2000 – president-founder: Jacques Mottard – 245 employees

An IT services company with an international strategy, specializing in technological niches servicing Fortune 500 companies.

- Capital breakdown: Jacques Mottard (54.29%) – FCPR 21 Development (21.31%) – management and employees (21.26%) – others (3.14%)
- These skills are spread amongst 9 international subsidiaries: **Sword SA – France** (exports, EDM and GIS in France and other IT services which are expected to foster company growth), **DDS Europe Limited – UK** (Change Management), **Sword Inc – USA** (EDM and Change Management), **Sword DDS – France** (Change Management), **Fircosoft – France** (STP), **Sword Switzerland** (4 niches), **Fircosoft Inc – USA** (STP), **Sword Consulting – France** (consulting), **Sword Création Informatique – South Africa** (intellectual property).
- Global revenue is broken down: 41% in France (including exports), 35% in Great Britain, 14% in other countries (principally Scandinavia and Germany) and 10% in the USA.

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press release

Sword Group :

- acquisition of Text Solutions (London - UK)
- strengthening of the EDM niche
- Operating margin: 17%



- > In line with the business plan presented at the time of its IPO in March 2002, Sword Group is acquiring:
Text Solutions in the United Kingdom (www.textsys.co.uk).

This company specialises in electronic document management (EDM).
Sword Group will thus round out its UK business.

- > **In the United Kingdom, Text Solutions operates under the Text Systems brand**

- Text Solutions' (unaudited) sales in 2001 came to £ 2.7m (≈ 4.3m).
The estimates for 2002 sales are £ 2.5m, with an operating margin budgeted at 11%.
- Text Solutions, which is based in London, has 31 employees and uses the services of around ten subcontractors.
The company is managed by Heath Davies, who reports to Jim O'Brien, Sword Group's UK operations manager.
- The main clients are Royal Sun Alliance, ING, ANZ, Lloyds, Commerz and EBRD.
- Third-Party Maintenance (TPM) represents 45% of its sales.
- Text Solutions targets the banking and finance sectors.
- This approach is the perfect complement for to Sword Group's activities in the United Kingdom, which are centred on industry and telecoms.

In 2002, EDM will account for 40% of Sword Group's total sales in France, the United States and the United Kingdom.

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SWORD and ITESOFT Sign a Strategic Partnership Agreement

SWORD references ITESOFT's automatic document processing software programmes to propose an extended offer into the area of Electronic Document Management Systems.

ITESOFT and SWORD announce the signing of their partnership agreement.

SWORD is a specialised service and software company, with an international clientele and the technological lead worldwide in the fields of change management, electronic document management systems and geographic information systems, as well as a leading sales and marketing position in the STP (Straight Through Processing) and intellectual property markets.

ITESOFT is the market leader in France and the third leading player in the European market for automatic document processing and capture software. ITESOFT provides automatic document processing solutions for major corporations in many business sectors: Banking (Crédit Lyonnais, Société Générale, ING Direct), Assurances (Inter-Mutuelles Assistance, GMF Life), Manufacturing (Beghin Say, Lafarge, etc.), Distribution and Mail Order Sales (3 Suisses, KIABI, PICARD Surgelés, Tupperware).

The signing of this partnership enables Sword to become an integrator of ITESOFT programmes and to offer global electronic document management solutions which will benefit from all the upstream automatic document processing functions: capture, identification, indexing and recognition. Integrating ITESOFT's solutions for automating document processing represents an important factor for accelerating the ROI.

"The integration of ITESOFT products is a strategic move for Sword. It will enable us to reinforce our presence in projects connected with automating processing activities for Major Accounts, with specific focus on projects involving the electronic management of supplier invoices, where ITESOFT possesses true expertise and is undeniably a step ahead in terms of technology and marketing " declares Philippe Franchet, SWORD's Director of Operations.

After examining the different offers on the market, SWORD selected ITESOFT for 4 main reasons:

- The technical superiority and adaptability of ITESOFT's products enabling a global response to situations encountered in the Banking, Assurance and Manufacturing sectors,
- ITESOFT's leading position in the market (number 1 in France and number 3 in Europe),
- The solidity and required financial transparency of the company, linked to the fact that it is listed on the Paris Bourse,
- The European dimension of the ITESOFT Group, which has sites in Germany, France and the UK, where SWORD also has clients.

"Signing this partnership agreement with SWORD, represents for us a very strong sign of recognition by the market and very significant potential opportunities for common projects", concludes Philippe Lijour, ITESOFT's Chief Operating Officer.

Aimargues,
The 29th October 2002



About ITESOFT

Founded in 1984, **ITESOFT** is a French IT company specialising in the development of automatic information flow processing solutions, with sites in Germany (Hamburg), in the UK (HRH Business Technology Ltd - Farnham) and in France (Paris and Aimargues, head office). Thanks to its unique know-how of pattern and character recognition technologies, **ITESOFT** is the leader in the French document capture and processing market, and number 3 in Europe.

2001 Group pro- forma turnover: 14.1 M€ ■ 2001 Group Staff: 130.

ITESOFT's software programmes are the components of **ITESOFT.XDataFlow**, its integrated solution for the capture and processing of information flows, from Acquisition to DMS and Workflow, including automatic identification, indexing and recognition. The suite includes **ITESOFT.Capture**, software for capturing all information flows, **ITESOFT.Id**, automatic document identification and indexing software, **ITESOFT.Form**, automatic document recognition software, **ITESOFT.Check**, automatic cheque recognition software, **ITESOFT.Quiz**, automatic questionnaire recognition software. In September 2001, the **ITESOFT.XDataFlow** range was strengthened by the addition of a new application, **ITESOFT.Invoice**, which is specifically designed for the automatic processing of supplier invoices. Using elements from its generic offer, **ITESOFT** develops vertical solutions adapted to different sectors: Administrative Bodies, Banks and Financial Institutions, Retailing, Pension Funds, Industry, Social Security, Mail-order sales, Direct Marketing and other services.

ITESOFT's mission is to "Develop the technologies and solutions that offer maximum productivity and reliability for capturing and processing information flows".

ITESOFT has been listed on the Nouveau Marché of Euronext Paris since February 2001 and is a member of the Next Economy Segment. Code Euroclear: 7834 – Reuters: ITFT.LN – Bloomberg: ITES FP

About the SWORD Group

The SWORD Group, a specialised service and software company with an international clientele, boasts an offer that focuses on:

■ Four technological niches in which the company is one of the world leaders:

- Changeover management (of the processes involved in integrating a new ERP system): 29% of pro-forma turnover Q1+Q2+Q3 2002
- Electronic document management and geographical information systems: 46.2% of pro-forma turnover Q1+Q2+Q3 2002
- Intellectual property rights (management of national and international marques and patents offices): 9.3% of pro-forma turnover Q1+Q2+Q3 2002
- Straight-through processing and combating money-laundering: 7.4% of pro-forma turnover Q1+Q2+Q3 2002

■ Consultancy in computerised banking and logistics: 4.4% of pro-forma turnover Q1+Q2+Q3 2002

■ Complementary technological activities: 3.7% of pro-forma turnover Q1+Q2+Q3 2002

Proportions of total earnings: 35.5% in France, 37.2% in the UK, 7.6% in the USA, and 19.7% in other countries.

Sword was founded in December 2000, by its President & Founder, Jacques Mottard. Company personnel, 326 employees (30/06/02).

Sword has been listed on the Euronext Paris Nouveau Marché since 13/03/2002 and is part of the Next Economy segment.

Euroclear France Code: 18378 -sector FTSE : 972 – IT services

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www.sword-group.com

10/09/2002- Ref 9•09

Press release

Sword Group: first-half 2002 results

- in line with initial 2002 earnings targets: 47.5% of targeted 2002 earnings excl. acquisitions (net attributable profit) achieved at june, 30
- half-year consolidated operating margin up to 18.45% (17.1% in Q1 and 19.5% in Q2)

€m	consolidated 30/06/02	pro-forma 30/06/02	excl. acquisitions 30/06/02 ⁽¹⁾	pro-forma 30/06/01 ⁽¹⁾
Sales	15.97	17.12	15.01	12.56
Operating profit	2.95 18.45%	2.80 16.38%	2.73 18.19%	1.70 13.53%
Net attributable profit	1.61 10.05%	1.43 8.73%	1.44 9.60%	0.91 7.27%

⁽¹⁾ at same consolidation scope

Prospect

The operating margin target announced in our forecasts will be exceeded in 2002, and the outlook for 2003 is in line with forecasts.

Our acquisition strategy, which we began putting into practice with Text Solutions, will be continued with a view to attaining our sales target of €43m for 2002, and will enable us to prepare for 2003, when figures will be in line with our forecasts.

Our order book is filling, thanks, notably, to the successful opening of Sword Suisse in Geneva and the increase in international business managed from London.

SWORD Group, a specialized It Services company with an international strategy :
> four technological niches of which Sword Group holds a leading global position:

- change management: managing business processes of a company resulting from new ERP integration: 27.4 % of S1- 2002 pro-forma sales
 - document management: electronic document management and geographical information systems: 47.7 % of S1-2002 pro-forma sales
 - intellectual property: management of trademarks and patents for national and international organizations: 10.2 of S1-2002 pro-forma sales
 - straight trough processing: automated repair, reformatting and filtering of international payment messages: 7.3% of S1-2002 pro-forma sales
- > expertise in payments and logistics consulting services: 4.2 % of S1-2002 pro-forma sales
> related activities: 3.2 % of S1-2002 pro-forma sales
Invoiced at: 36.2% in France, 37.4% in the UK, 8.3% in the US, and 18.1% in others countries

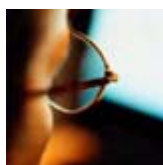
> about Sword Group: formed in December 2000 – chairman and ceo: Jacques Mottard - 326 employees as at 30/06/2002 - listed on the Euronext Paris New Market on 13/03/2002 - Euroclear France code: 18378 – FTSE sector: 972 – IT services

Sword Group contact

Jacques Mottard • ceo• 33 (0)4 72 85 37 40 • jmottard@sword-group.com
headquarters : 9 avenue Charles de Gaulle - 69370 Saint Didier au Mont d'Or
find press release www.sword-group.com et prline.com

SWORD

UPGRADE YOUR BUSINESS



september, 30 2002 income statement and balance sheet (unaudited figures)

- 76% of annual achieved after nine months of the year

- Annual profit target unchanged



> about Sword Group: formed in December 2000 – chairman and ceo: Jacques Mottard - 326 employees as at 30/06/02 - listed on the Euronext Paris New Market on 13/03/2002 - Euroclear France code: 18378 – FTSE sector: 972 IT services

Consolidated income statement €	30/09/2002
Net sales	23 805 131
Cost of sales	15 870 481
GROSS PROFIT	7 934 650
Other operating expenses	3 057 984
Depreciation/amortisation	826 875
OPERATING INCOME	4 049 791
FINANCIAL RESULT	- 339 356
Gain on sales on businesses	0
INCOME BEFORE TAXES AND MINORITY INTERESTS	3 710 435
Taxes	1 257 000
Minority interests	36 591
Exceptional result	62 677
NET INCOME	2 479 521
Balance sheet €	30/09/2002
Treasury stock	65 387
Cash	11 349 665
Accounts receivable (net)	9 323 687
QUICK ASSETS	20 738 739
Other current Assets	2 198 547
TOTAL CURRENT ASSETS	22 937 286
Property, Plant & equipment (net)	861 919
Intangible assets	21 919 143
Other long-term assets	182 697
TOTAL ASSETS	45 901 045
Current liabilities	10 495 691
Long-term debt	8 596 177
Provisions for liabilities	982 335
TOTAL DEBT	20 074 203
Capital and reserve	25 628 078
Minority interest	198 764
TOTAL EQUITY	25 826 842
TOTAL LIABILITIES & EQUITY	45 901 045

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SWORD

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Q3 2002 sales

Sword Group

Q3 2002 :

- Consolidated

Revenue :

€7,84M*

- Revenue increases by **36%** with regards to 2001.

- organic growth of **23%**



> about Sword Group:
formed in December 2000 – chairman and ceo: Jacques Mottard - 326 employees as at 30/06/02 - listed on the Euronext Paris New Market on 13/03/2002 - Euroclear France code: 18378 – FTSE sector: 972 IT services

€M	Q1	Q2	Q3*
2001 pro-forma sales	5,90	6,66	5,75
2002 sales without acquisition	7,04	7,97	7,07
2002 consolidated sales	7,04	8,93	7,84
2002 pro-forma sales	8,19	8,93	7,84

(*non audited figures)

Prospect :

We are confident in our capacity to face the general economic downturn. This shall become an opportunity for our acquisitive strategy. Our order book progresses at the same rhythm as our growth rate.

Last signed contracts:

- **Change Management** : MINISTRY OF DEFENSE (UK), KRAFT FOODS (France+Spain), HIDADA (Saudi-Arabia)
- **Document Management** : BNP PARIBAS (Holland), REUTERS (UK), INVESTEC (South-Africa), SNCF (France)
- **Straight Through Processing** : UNION PLANTERS BANK (USA), BANQUE ZKB (Switzerland)
- **Intellectual Property** : SWEDISH OFFICE, SOUTH AFRICAN OFFICE

SWORD Group, a specialized It Services company with an international strategy :

> **four technological niches of which Sword Group holds a leading global position:**

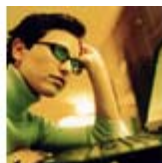
- change management: managing business processes of a company resulting from new ERP integration: 29 % of Q1+Q2+Q3-2002 pro-forma sales
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Invoiced at: 35.5% in France, 37.2% in the UK, 7.6% in the US, and 19.7% in others countries

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**40% growth of 2002
pro-forma revenue**

**Acquisition of
CRONOS
TECHNOLOGIES
as of
3 december 2002**

**European presence re-enforced :
CRONOS TECHNOLOGIES of Luxembourg &
Brussels joins SWORD GROUP**

CRONOS TECHNOLOGIES is a high tech IT software services company based both in Brussels and Luxembourg and its main customers are the European Community's DGs. SWORD thereby re-enforces its position in the market of international/european organizations. We expect natural synergies in the areas of fixed-priced project management, Enterprise Content Management (ECM), Business Intelligence, Data Warehousing and component-based information systems.

CRONOS 2002 revenue will grow strongly to circa €14M while keeping excellent profitability. This acquisition allows SWORD to attain 2002 pro-forma revenue worth €48M and to clearly surpass its 2002 objective of €43M.

CRONOS TECHNOLOGIES has a staff of 150 employees of which 90 are permanent and 60 subcontractors.

Note: SWORD GROUP has been admitted by the Euronext scientific committee to the SBF 250 index as of December 20, 2002. Furthermore, on September 30, 2003, ANVAR (French research agency) awarded SWORD GROUP with the "enterprise innovation" credentials qualifying it for innovation related money funds (FCPI).

> about Sword Group:

formed in December 2000 – chairman and ceo: Jacques Mottard - 336 employees as at 30/11/02 - listed on the Euronext Paris New Market on 13/03/2002 - Euroclear France code: 18378 – FTSE sector: 972 IT services

SWORD Group, a specialized It Services company with an international strategy :

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- change management: managing business processes of a company resulting from new ERP integration: 29 % of Q1+Q2+Q3-2002 pro-forma sales
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Fourth-quarter 2002 sales

Sword Group

• consolidated Q4
2002 sales:
9,6 M€*

• pro-forma 2002
sales up by
88 % compared
with 2001

• 2002 earnings in
line with forecasts



> about Sword Group:
formed in December 2000
chairman and ceo:
Jacques Mottard
491 employees as at 31/12/02
listed on the Euronext Paris New
Market on 13/03/2002
Euroclear France code: 18378
FTSE sector: 972 IT services
SBF 250 – Qualified as an
innovative enterprise for
investment funds

M€

	Q4	2002
2001 pro-forma sales	7,1	25,4
2002 consolidated sales *	9,6 (+35%)	33,4 (+32%)
2002 pro-forma sales *	12,0 (+68%)	47,8 (+88%)

(*non audited figures)

Results and outlook:

Earnings, in terms of both operating profit and net profit, are perfectly in line with the forecasts provided in the offering prospectus.

The budget for 2003 at constant scope is €56m.

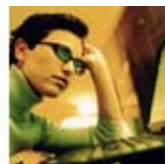
The operating margin budgeted for 2003 is 16% at the present scope excluding CRONOS (acquired in December 2002) and 15.2% including CRONOS.

New contracts:

- **CHAMBRE DE COMMERCE DE PARIS:** to develop a geographic information system, to manage geographic, statistical and economic data for use by local partners and in-house services.
- **GIE CARTES BANCAIRES:** defining and implementing a timetable for rolling out the EMV (Europay, MasterCard and Visa) project at all French banks.
- **BAYER (UK):** a change management mission designed to define the tasks of each employee: process engineering.
- **MINISTRY OF DEFENCE (UK):** consulting role for modifying processes in the context of a "confidential defence" application.

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SWORD Group

2002

- an 88% increase in sales

- consolidated operating margin: 16.4%

- start of a dividend payout policy

2003

- organic growth : 17% (revenue € 56m)

- consolidated operating margin of 16%

- pro-forma sales of € 69m

ANNUAL ACCOUNTS 2002

Strong growth in sales and earnings

As at 31/12/2002 (audited figures, in € '000s)	Consolidated 2002	Pro-forma 2002 ⁽¹⁾	Pro-forma 2001 ⁽¹⁾	Change
Sales	33,441	47,815	25,418	+ 88%
Operating profit	5,486	6,159	3,638	+ 69%
Consolidated net profit	3,778	3,911	2,100	+ 86%
Net attributable profit	3,662	3,780	2,075	+ 82%

⁽¹⁾ includes acquisitions made during the year over the full year.

2002

- Sales:

Organic growth of 16% in a shrinking market.
Overall growth of 88%.

- Operating margin:

A 69% increase in the pro-forma operating margin.
Operating margin maintained at 16.6% at organic growth level.
Consolidated operating margin of 16.4%.

- Net debt: € 2,392 thousand

- Long-term debt: € 8,037 thousand
- Short-term debt: 0
- Cash and marketable securities: € 5,645 thousand

- Shareholders' equity: € 26,712 thousand

- Dividends:

A dividend of € 0.75 per share excluding tax credits will be proposed to the Annual General Meeting on 30 April 2003.

Outlook for 2003

The company's objective is to achieve organic growth of 17%, corresponding to sales of € 56m, by pursuing its present strategy, which is centred on the following three points.

- Specialisation in niche markets

- Enterprise Content Management (electronic document management, geographic information systems and data engineering) – 68% of pro-forma 2002 sales
- Change Management – 21% of pro-forma 2002 sales
- Straight Through Processing – 4% of pro-forma 2002 sales
- Consulting – 7% of pro-forma 2002 sales

SWORD

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> **SWORD Group:**

founded in December 2000

Chairman and founder:
Jacques Mottard

491 employees as at
31/12/2002

listed on Euronext Paris
NM since 13/03/2002

segment: Next Economy
code Euroclear France:

18378 FTSE sector: 972 –
IT services

SBF 250 – classified as an
innovative enterprise for
venture capital funds
(FCPI)

> **Upcoming meetings:**

12 March at 5 p.m.
Meeting to present the
annual results
(Saint Didier 69)

13 March at 10 a.m.
Meeting with SFAF
analysts to present the
annual results
Salons Etoile Wagram
(Paris 8°)

> **Upcoming events:**

First-quarter sales
figures:
8 April 2003

• **International profile**

An international profile not only in terms of geographic coverage but also in terms of projects, with a management team based in London.

Breakdown of sales by geographic region:

- Benelux: 30% of pro-forma 2002 sales
- UK: 26% of pro-forma 2002 sales
- France: 26% of pro-forma 2002 sales
- Rest of world: 18% of pro-forma 2002 sales

Note that even when billed in a given country, the projects we work on involve working in numerous locations, and our staff currently works in more than 30 countries.

• **Industrialisation**

This term covers:

- our policy of software components, which enables us to use software bricks in customised developments.
- our strategy of developing certain of our applications in countries with lower labour costs; this strategy is one of the key challenges for the next two years.

Continuing our acquisitions strategy should enable us to increase our sales by € 13m in pro-forma terms.

We have therefore budgeted total sales of € 69m for 2003.

SWORD Group contacts

Jacques MOTTARD- chairman and CEO

Stephanie DESMARIS – in charged of communication

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Specialist, International, Industrial