



INFORMATION REGARDING DIRECTORS

The Company's Board of Directors is made up of 9 members, nominated for periods of 6 years, of whom five are independent directors (the directors' terms were set at four years by the General Shareholders' Meeting of June 9, 2009, without effect on the length of the current terms). The independence criteria adopted by the Board of Directors takes into account market recommendations in France, in particular the recommendations of the AFEP and the MEDEF. These criteria reflect the general rule that an independent director must not be in a situation which may affect his independent judgment or give rise to a real or possible conflict of interest. The independent directors of DS are Paul R. Brown, Bernard Dufau, André Kudelski, Jean-Pierre Chahid-Nourai and Arnoud De Meyer.

There is no director appointed by the employees of Dassault Systèmes. There are three foreign directors, of American, Swiss and Belgian nationality. The average age of the directors is 60 years old at the date of this Annual Report.

The mandates and responsibilities of the directors of Dassault Systèmes during the past year are shown in the table below.

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Name	Current position within the Company Professional address	Other occupations and Directorships (*)¹	Other mandates (outside DS) expired during the last 5 years	Company Shares owned at December 31, 2009
Charles Edelstenne Age: 72 Director since: April 8, 1993 Term expires at annual shareholders' meeting in 2014	Chairman of the Board Dassault Aviation 78 Quai Marcel Dassault 92 210 Saint Cloud	Chairman and Chief Executive Officer (<i>Président-Directeur Général</i>) of Dassault Aviation (a listed company) <u>French Companies</u> – Member of the Supervisory Board (<i>Conseil de surveillance</i>) of Groupe Industriel Marcel Dassault SAS – Director of Sogitec Industries SA – Director of Thalès (since May 2009) and Carrefour (listed companies) – Manager (<i>Gérant</i>) of <i>sociétés civiles</i> Arie and Arie 2, Nili and Nili 2 <u>Foreign Companies</u> – Director of SABCA (Belgium) – Chairman of Dassault Falcon Jet Corporation (United States) – President of Dassault International, Inc. (United States)	Director of Dassault Réassurance (Luxembourg) and Thalès Systèmes Aéroportés	7,684,189
Paul R. Brown Age: 59 Director since: September 25, 2000 Term expires at annual shareholders' meeting in 2011	Director College of Business and Economics Lehigh University – 621 Taylor Street, Rauch Business Center Bethlehem, Pennsylvania 18015, United States of America	Dean of the College of Business and Economics at Lehigh University, Pennsylvania	Director and member of the Audit Committee of Dictaphone, Inc.	2
Bernard Charlès Age: 53 Director since: April 8, 1993 Term expires at annual shareholders' meeting in 2014	President and Chief Executive Officer (<i>Directeur général</i>) 10 rue Marcel Dassault 78140 Vélizy-Villacoublay	<u>Foreign subsidiaries of DS</u> – Director and Chairman of Dassault Systèmes SolidWorks Corp., Dassault Systèmes Simulia Corp., Dassault Systèmes Delmia Corp., and Dassault Systèmes Corp. – President of Dassault Systèmes Holding Canada Inc.	Director of Business Objects	719,718

¹ (*) Principal occupation appears first for directors whose principal employment is not at Dassault Systèmes.

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<p>Laurent Dassault Age: 56 Director since: April 8, 1993 Term expires at annual shareholders' meeting in 2011</p>	<p>Director 9 Rond-point des Champs Elysées 75008 Paris France</p>	<p>Vice-President and member of the Supervisory Board (<i>Vice-président</i> and <i>Membre du Conseil de surveillance</i>) of Groupe Industriel Marcel Dassault SAS <u>French companies</u> – Chairman of the Supervisory Board (<i>Président du Conseil de surveillance</i>) of Immobilière Dassault SA – President (<i>Président</i>) of Château Dassault SAS and of Château La Fleur Mérissac – Director and member of the Audit Committee of Generali France SA – Director of Sogitec Industries SA, Société financière Louis Potel & Chabot and Génération Entreprise – Co-Manager (<i>Co-Gérant</i>) of Artcurial Développement – Member of the Supervisory Board (<i>Membre du Conseil de surveillance</i>) of ARQANA SAS and 21 Central Partners SA – Member of the Steering Committee (<i>Comité de suivi</i>) of Pechel Industries SAS and Member of the Advisory Committee (<i>Comité consultatif</i>) of Sagard Private Equity Partners SAS – Chairman of the Development Committee (<i>Président du Comité de développement</i>) of the Groupe Artcurial – Managing Partner of LDRP SCI – Director of the Association des Amis du Centre Georges Pompidou and of the Organisation pour la Prévention de la Cécité <u>Foreign Companies</u> – Chairman and Chief Executive Officer (<i>Président-Directeur Général</i>) of Dassault Belgique Aviation – Chairman of the Advisory Board of CATALYST INVESTMENTS II L.P. – Director of Power Corporation du Canada, Kudelski SA (a listed company), Banque Privée Edmond de Rothschild Luxembourg SA, Lepercq, de Neufelize and Co. Inc., and SITA SA</p>	<p>– Manager (<i>Gérant</i>) of Dassault Investissements – President of Dassault Falcon Jet do Brazil, Midway Aircraft Corp., Dassault Investment Fund Inc., Vina Dassault San Pedro – Director of Fingen SA, Compagnie Nationale à Portefeuille, BSS Investment SA, Chenfeng Machinery, Aero Precision Repair and Overhaul Company «A-pro», NAFCO National Aerospace Stener Co., Generali Assicurazioni SpA, Industrial Procurement Services, Société de Véhicules Electriques SAS, Fauchrier Partners Management Ltd, Terramaris SA – Member of the Supervisory Board (<i>Conseil de surveillance</i>) of Eurazeo and Member of the Advisory Board (<i>Comité consultatif</i>) of Power Private Equity Fund and Syntek Capital SA</p>	<p>10</p>
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Bernard Dufau Age: 68 Director since: May 31, 2001 Term expires at annual shareholders' meeting in 2013	Director 165 avenue de Wagram 75017 Paris	– Director and Chairman of the Audit Committee of France Telecom SA (a listed company) – Director and Member of the Audit Committee of Kesa Electricals plc – Director of Neo Sécurité	– Manager (<i>Gérant</i>) of B. Dufau Conseil	1,000
André Kudelski Age: 49 Director since: May 31, 2001 Term expires at annual shareholders' meeting in 2013	Director Case Postale 134 1033 Cheseaux- sur-Lausanne Suisse	President and Chief Executive Officer (<i>Président et Administrateur délégué</i>) of Kudelski SA (a listed company) Chairman and Chief Executive Officer (<i>Président-Directeur Général</i>) of Nagra+ SA Chairman of the Board of Open TV (USA)(a listed company) Director of HSBC Private Bank Holding (Switzerland), Nestlé and Edipresse Vice-President of the Swiss American Chamber of Commerce	Member of the Advisory Board of Crédit Suisse	10
Thibault de Tersant Age: 52 Director since: April 8, 1993 Term expires at annual shareholders' meeting in 2014	Senior Executive Vice President and Chief Financial Officer 10 rue Marcel Dassault 78140 Vélizy-Villacoublay	<u>French subsidiaries of DS</u> President (<i>Président</i>) of Dassault Systèmes Europe SAS and Dassault Systèmes HoldCo SAS <u>Foreign subsidiaries of DS</u> Director and Chairman of Spatial Corp. Director of Dassault Systèmes SolidWorks Corp., Dassault Systèmes Delmia Corp., Dassault Systèmes Corp., Dassault Systèmes Simulia Corp. and Icem Ltd	–	9,815
Jean-Pierre Chahid-Nouraï Age: 71 Director since: April 15, 2005 Term expires at annual shareholders' meeting in 2011	Director 56 rue de Boulainvilliers 75016 Paris	–	– Director of Stanislas SA and of Fondation Notre Dame de Garaison – Managing Director (<i>Administrateur Délégué</i>) of Finanval Conseil	1,010

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Arnoud De Meyer	Director	Professor and Director of the Judge Business School at the University of Cambridge, United Kingdom	Director of SR&DM, INSEAD (Singapore) and INSEAD EAC Pte. Ltd	570
Age: 55	Singapore Management University (SMU) Office of the President – Administration Building, 81 Victoria Street – Singapore 188065	Director of Option International NV and Kylian Technology Management Pte. Ltd.		
Director since: April 15, 2005				
Term expires at annual shareholders' meeting in 2011				

- Charles Edelstenne was the founder of Dassault Systèmes in 1981 and was its Managing Director (*gérant*) until it was transformed into a *société anonyme* in 1993. From 1993 to 2002, Mr. Edelstenne was Chairman and Chief Executive Officer (*Président-Directeur Général*) of Dassault Systèmes, and since 2002, Mr. Edelstenne has served as Chairman of the Board. Mr. Edelstenne devotes the majority of his time to his duties at Dassault Aviation, as indicated above.
- Bernard Charlès has been Chief Executive Officer (*Directeur Général*) of Dassault Systèmes since 2002, Mr. Edelstenne being since then only the Chairman of the Company's Board. Mr. Charlès served similar executive functions since 1995 which were shared with Mr. Edelstenne. Prior to holding this position, Mr. Charlès served as Director of Research and Strategy of DS from 1985 to 1988 and as Director of Research and Development from 1988 to 1995.
- Thibault de Tersant has been Senior Executive Vice President and Chief Financial Officer of Dassault Systèmes since 2003. He joined DS in 1998 as Chief Financial Officer. Prior to joining DS, Mr. de Tersant served as a finance executive at Dassault International. Mr. de Tersant is also a member of the Board of Directors of the DFCG (French National Association of Chief Financial Officers and Financial Controllers).
- Paul R. Brown has been a certified public accountant in Pennsylvania since 1974. He is Dean of the College of Business and Economics of the Lehigh University in Bethlehem, Pennsylvania. He was formerly a professor and Chairman of the Accounting, Taxation and Business Law Department of the Leonard N. Stern Business School at New York University. Professor Brown was also the Academic Director of TRIUM Executive MBA program. He has also worked at the Yale School of Management, INSEAD and the International University of Japan and has worked for Arthur Andersen & Co. and for the Financial Accounting Standards Boards (FASB). He is also a consultant for numerous financial enterprises.
- Laurent Dassault has served in management positions in the Dassault Group since 1991. Mr. Dassault is Vice President of Groupe Industriel Marcel Dassault, Chairman of the Supervisory Board (*Président du Conseil de Surveillance*) of Immobilière Dassault and President (*Président*) of Château Dassault and Château La Fleur Mérissac. Prior to this, Mr. Dassault worked for 14 years in banking at Banque Vernes, Banque Parisienne Internationale and Banque Industrielle et Commerciale du Marais.

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- Bernard Dufau first joined the IBM group as a commercial engineer and then served in various management positions. Mr. Dufau served as Chairman of the Board (*Président du Conseil d'administration*) of IBM France from 1996 to 2001, Chairman of the Management Board (*Président du Directoire*) of IBM France from 1995 to 1996, Managing Director of the Distribution Division of IBM Europe in 1994, Chief Operating Officer of IBM France from 1992 to 1994 and Sales Director of IBM France from 1989 to 1992.
- André Kudelski has been President and Chief Executive Officer (*Président and administrateur délégué*) of Kudelski SA since 1991 and of Nagra Plus SA, a joint-venture of Kudelski SA and Canal +, since 1992. He first joined Kudelski SA in 1984 as an R&D engineer and was Product Manager for pay-TV products from 1989 to 1990, Managing Director of Nagravisio, the pay-TV division of the group and succeeded his father as Chairman of the Board and Chief Executive Officer of Kudelski SA. In 2007, he was appointed Chairman of the Board of Open TV, a US company listed on the NASDAQ and controlled by the Kudelski Group.
- Jean-Pierre Chahid-Nourai is an independent consultant. He was managing director (*administrateur délégué*) of Finanval Conseil from 1992 to 2007. Former member of the Executive Team (*gérance*) of Michelin and Chief Financial Officer of the Michelin group, Mr. Chahid-Nourai has also worked as an investment banker for MM. Lazard Frères et Cie., Banque Vve Morin-Pons, Financière Indosuez and S.G. Warburg and as consultant with McKinsey & Co. Inc. Mr. Chahid-Nourai has also taught finance at ESSEC, at the *Centre de Formation à l'Analyse Financière*, INSEAD and at the *Centre européen d'éducation permanente*.
- Arnoud De Meyer is Director of Judge Business School and Professor in Management Studies (University of Cambridge, UK). Mr. De Meyer is a specialist in the Management of Innovation, a subject on which he has published numerous articles and books. He was previously a Professor of Technology Management at INSEAD and Deputy Dean of INSEAD in France in charge of Administration and External Relations. He has also taught at Waseda University and Keio Business School in Japan and created the INSEAD Campus in Singapore. He is a director of Option International NV (Belgium).
