

Annex 2

David Bonderman

David Bonderman is Vice-Chairman of the Board of Directors of Gemplus International. Mr. Bonderman is a founder of Texas Pacific Group (TPG) and serves as a principal and general partner of the firm.

Prior to forming TPG in 1993, Mr. Bonderman was Chief Operating Officer of the Robert M. Bass Group, Inc. (now doing business as Keystone, Inc.) in Fort Worth, Texas. Prior to joining RMBG in 1983, Mr. Bonderman was a partner in the law firm of Arnold & Porter in Washington, D.C., where he specialized in corporate, securities, bankruptcy and antitrust litigation. From 1969 to 1970, Mr. Bonderman was a Fellow in Foreign and Comparative Law in conjunction with Harvard University and from 1968 to 1969, he was Special Assistant to the U.S. Attorney General in the Civil Rights Division. From 1967 to 1968, Mr. Bonderman was Assistant Professor at Tulane University School of Law in New Orleans. Mr. Bonderman serves on the Boards of the following public companies: CoStar Group, Inc.; Ducati Motor Holding, S.p.A.; Gemplus International S.A.; ProQuest Company; Ryanair Holdings, plc; and Seagate Technology. He also serves on the Boards of The Wilderness Society, the Grand Canyon Trust, the World Wildlife Fund, and the American Himalayan Foundation.

Mr. Bonderman graduated Magna Cum Laude from Harvard Law School in 1966. He was a member of the Harvard Law Review and a Sheldon Fellow. He is a 1963 graduate of the University of Washington in Seattle.

Geoffrey D. Fink

Geoffrey D. Fink has served as a director of Gemplus International since October 2003. Mr. Fink is a London-based Partner of Texas Pacific Group Europe LLP, and has been with TPG since December 2000. From May 1998 to December 2000, Mr. Fink was a Vice President and subsequently Senior Vice President with Security Capital Group. Between August 1999 and December 2000, Mr. Fink was also Chief Operating Officer, head of the Management Committee, and board member of Access Space. In 1993 and from 1995 to 1998, Mr. Fink was a Consultant and then Engagement Manager with McKinsey & Company in London and he was one of the founders of McKinsey's asset management practice. Prior to joining McKinsey, Mr.

Fink worked in the M&A departments of both Goldman Sachs in London and PaineWebber in New York. Mr. Fink received a Bachelor of Arts degree summa cum laude from Yale University, a Juris Doctoris degree magna cum laude from Harvard University and a Master's degree focused on international business from the Fletcher School of Law and Diplomacy

Dr. Johannes Fritz

- Born in 1954
- Studied at Mannheim University (MBA) and New York University (post graduate)
- Two years with Bertelsmann (assistant to CEO)
- Five years at KPMG covering financial institutions and industrial companies (CPA)
- In 1989 : joined the Quandt family office
- From 1990 to June 2000 : responsible for all financial questions and running the day-to-day-business(managing director)
- Since June 2000 : head of the Quandt family office
- Director of Gemplus International

Alex Mandl

Since September 2002, Mr. Mandl has been President and CEO of Gemplus International. The company is the world leader in smart card technologies serving the wireless, financial services, identification and security markets. During these three years, the Company was turned from a position of heavy losses and declining revenues to a performance of double digit growth, strong profitability and a quadrupling of the equity value.

From April 2001 through August 2002, Mr. Mandl was a principal in ASM Investments focusing on technology investments.

Previously, Mr. Mandl served as Chairman and CEO of Teligent, a company he started in 1996, offering the business markets an alternative to the local Bell Companies for telecommunication/internet services.

From 1991 to 1996, Mr. Mandl was with AT&T where he served as President and Chief Operating Officer with responsibility for long distance, wireless, local

communications and internet services. Prior to his President/COO position he was AT&T's Chief Financial Officer.

Between 1987 and 1991, Mr. Mandl was Chairman and CEO of Sea-Land Services, Inc., the world's leading provider of ocean transport services.

In 1980, he joined Seaboard Coastline Industries, a diversified transportation company, as Senior Vice President and Chief Financial Officer.

Mr. Mandl began his career in 1969, when he joined Boise Cascade Corp., as a merger and acquisition analyst, and he held various financial positions during the next eleven years.

Mr. Mandl currently serves on the boards of Gemplus, Dell Computer Corporation, the Haas School of Business at the University of California (Berkeley), Willamette University and AEI.

Mr. Mandl holds an M.B.A from the University of California at Berkeley and a B.A. in economics from Willamette University in Salem, Oregon.

John Ormerod

John Ormerod is a UK chartered accountant and since 2004 has been a director of a number of private and public companies. He retired as a partner in the UK firm of Deloitte & Touche LLP in 2004 where he was Practice Senior Partner London and a member of the firm's Executive and Board. He is 56 years of age.

After graduating from Oxford University with a degree in Physics in 1970, Ormerod joined the London office of Arthur Andersen as a trainee chartered accountant, qualifying in 1973. Apart from a period in 1978/9 when he was seconded to the UK National Audit Office, Ormerod was with Arthur Andersen until he joined Deloitte in 2002.

In terms of client specialisation, Ormerod spent the 1980s focused on the emerging venture capital sector. He worked on transaction due diligence assignments as well as the audit of venture backed companies, including several in the software and technology sectors. In the 1990s Ormerod led a number of major audit client relationships including companies with securities listed in London and New York. He also carried out related reporting accountant / advisory work. Later his focus turned increasingly towards the telecoms, media and technology (TMT) sector. Clients during this period included several fixed line and mobile telecommunications operators. He carried out work in connection with telecoms privatisations in Greece; Poland; and Croatia. He also conducted advisory and consulting work including for the European

Commission as part of a study on interconnection cost accounting. During his career with Andersen, Ormerod performed a range of management and leadership roles. He was admitted to the partnership in 1981, and between 1984 and 1998 he had operating responsibility for a number of different groups of Andersen's London audit practice. Ormerod's international management experience includes having served for two years on Andersen's Worldwide Chief Executive's Advisory Council, as well as leading the development of a European capability as European TMT industry leader and member of the Global TMT Industry team executive.

Ormerod was an elected member of Andersen's UK Partnership Council, as well as serving as its Chairman in 1999/2000. He was elected Andersen's UK managing partner for 2001-2002. He also served as a member of the West European Operating Committee responsible for practices in the UK and Ireland. As leader of the UK practice, in 2002 Ormerod was responsible for negotiating the agreement to transfer some 3000 partners and staff to Deloitte as the UK firm felt the consequences of the Enron related problems facing the Andersen practice in the USA.

Ormerod is a director and chairman of the audit committee of Gemplus International; senior independent director and chairman of the audit committee of Misys, a UK listed software company; a member of the board and chairman of the audit committee of Transport for London; and a member of the group audit committee of HBOS, a UK listed bank.

Ormerod is a trustee of the Roundhouse Trust and is a member of the UK Regional Advisory Board of London Business School