

A horizontal banner with a blurred background image of a person's hands. It is divided into four vertical color blocks: blue, dark green, light green, and grey. The text is centered in the blue block.

**Interim Report  
as of March 31, 2004**

## GFT Group at a glance

	01/01-31/03/2004	01/01-31/03/2003
Financial figures according to IFRS	€(k)	€(k)
Turnover	28,499	33,868
EBIT	-1,659	-6,023
Amortization and depreciation	1,066	1,743
Amortization of goodwill	588	869
EBITDA	-593	-4,280
Operating loss (EBITA)	-1,071	-5,154
Three months deficit	-1,840	-4,286
Cash-flows from operating activities	-10,837	-12,064
Earnings per share according to DVFA/SG	-0.07 €	-0.17 €
Earnings per share according to DVFA/SG pre goodwill amortization	-0.05 €	-0.14 €
Employees, average for the period	1,028	1,045
Employees, absolute as of 31/03	1,017	1,029



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# Executive Board's Report

## Performance fulfils expectations

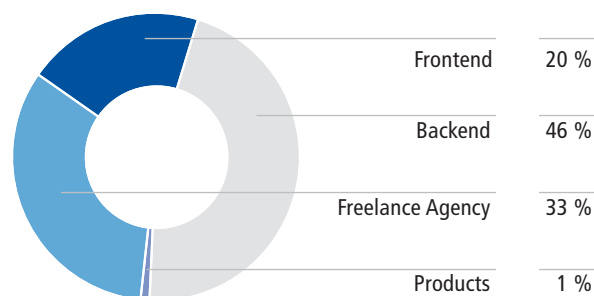
As indicated in the outlook for 2004 in its 2003 annual report, GFT is entering the new financial year in a spirit of cautious optimism. Our clients' restrained order placement – which was particularly acute in the second half of 2003 – led to a reduction in GFT's level of orders and, as expected, accordingly reduced its turnover in the first quarter of the current financial year. In this context, we expect that turnover will remain low throughout the first half of the year but will improve again in the second half due to the current improvement in the volume of incoming orders.

In the first three months of the current financial year, the GFT Group achieved turnover of € 28.5m. In comparison with the fourth quarter of 2003 – in which turnover of € 34.2m. was achieved – this represents a decrease of almost 17 %. Turnover fell by almost 16 % relative to the first quarter of 2003 (€ 33.9m.).

## Distribution of turnover by business segments: slight increase in project business

In the first quarter of 2004, there was a slight shift towards project business in terms of GFT's turnover distribution by business segments relative to the 2003 totals. The frontend and backend segments – which comprise GFT's core software development and consulting business – both gained an extra percentage point. Backend integration now accounts for approx. 46 % of turnover, frontend development for approx. 20 %. The share accounted for by the freelance business – which comprises the management of all non-strategic IT providers through business process outsourcing as well as the placement of freelance IT specialists – fell by 1 percentage point in the first quarter of 2004 and now amounts to 33 %. GFT's product business – which mainly concerns activities relating to document management and archiving systems – also declined in significance and accounted for a turnover share of 1 %.

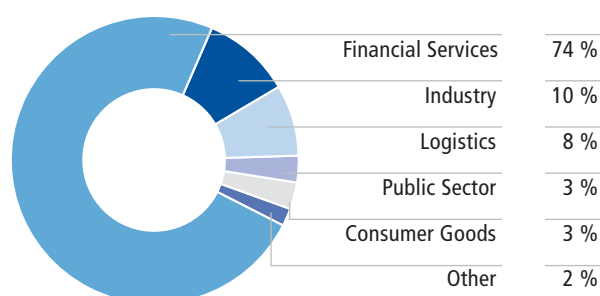
Percentage turnover distribution in the GFT Group by business segments



## Distribution of turnover by industries: three-quarters of turnover from financial service providers

In the first quarter of 2004 there were no significant changes to GFT's turnover distribution by industries relative to the 2003 financial year. In the first quarter the GFT Group once again achieved the largest portion of its turnover (approx. 74 %) in the financial services sector, one percentage point less than in the previous year. The proportion of turnover accounted for by the logistics sector fell to 8 %, a 3 percentage point decrease on the previous year. In contrast, turnover from industrial clients improved by 3 percentage points to 10 %. The consumer goods and public sectors each continued to account for 3 % of turnover on March 31, 2004. Turnover with clients from other sectors increased by 1 percentage point to 2 %.

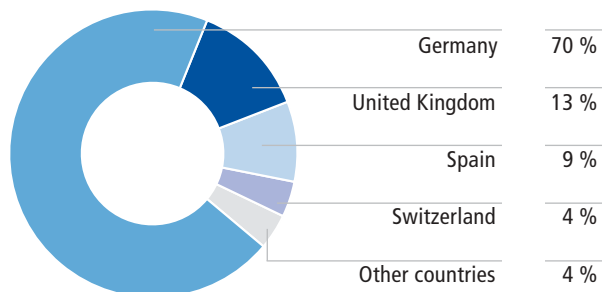
Percentage turnover distribution in the GFT Group by industries



**Distribution of turnover by country:  
further increase in turnover from clients  
outside Germany**

In the first quarter of 2004 the GFT Group achieved approx. 70 % (€ 19.8m.) of its overall turnover on its domestic German market. This represents a decrease of 5 percentage points on the totals of the 2003 financial year. Accordingly, there was a further substantial increase in the proportion of turnover achieved outside Germany – overall, 30 % of turnover or € 8.7m. was provided by clients outside Germany. The proportion of turnover provided by clients in the United Kingdom increased considerably. This share rose by 4 percentage points to approx. 13 % (€ 3.8m.). This is mainly due to the fact that GFT UK recorded strong growth also in absolute terms, almost doubling its turnover relative to the first quarter of 2003. The Spanish sales market also remains extremely important for GFT. In the first three months of the year, Spanish clients provided turnover of € 2.7m. – an unchanged turnover share of 9 %. The turnover share provided by Swiss clients decreased from 5 % in the 2003 financial year to 4 % (€ 1.1m.) in the first quarter of 2004. Clients from other countries – including Hungary and Austria – contributed approx. 4 % of overall turnover – an increase of 2 percentage points.

Percentage turnover distribution in the GFT Group by country



**Demand and capacity utilization**

Declining turnover in the first quarter of 2004 meant that it was not yet possible to fully utilize the GFT Group's capacities. We envisage increased capacity utilization over the next few quarters in accordance with rising turnover in the second half of the year. The first quarter of 2004 was the last quarter in which the effects of the previous year's restructuring program were apparent. The company released 62 of its employees in Germany relative to its number of employees at the end of 2003, but its personnel capacity at its international offices increased by 21 employees.

**Earnings**

The GFT Group's pre-tax earnings of € -1.6m. as of March 31, 2004 slightly exceeded its predictions. On March 31, 2003 this figure had amounted to € -5.9m. We continue to assume that, overall in 2004, the expected improvement in turnover in the second half of the year will again mean balanced earnings before taxes.

In the first quarter of 2004, GFT's earnings before interest and taxes (EBIT) amounted to € -1.7m., compared to € -6.0m. in the same period in the previous year. However, in this respect it should be remembered that EBIT in the same period in the previous year was affected by restructuring expenses of € -2.4m. Comparable EBIT for the same period in the previous year accordingly amounted to € -3.6m. Earnings before interest, taxes, depreciation and amortization (EBITDA) amounted to € -0.6m. in the period under review. In the first quarter of 2003 EBITDA amounted to € -4.3m.

After deductions for expenses, the GFT Group recorded a deficit of € -1.8m. as of March 31, 2004, compared to € -4.3m. as of March 31, 2003.

Earnings per share according to DVFA/SG amounted to € -0.05 pre goodwill amortization. After goodwill amortization this figure was € -0,07. This relates to an average figure of 26,325,946 outstanding shares. An interim dividend will not be paid out.

**Cost and price trends**

The initiated cost-saving measures and the effects of the restructuring program in Germany once again positively impacted on the GFT Group's cost situation.

As of March 31, 2004 the GFT Group's operating costs amounted to € 26.3m., a clear decrease of 27 % on the € 36.2m. operating costs in the first quarter of 2003. However, in this respect it should be borne in mind that the costs in the same period in the previous year were affected by accruals for restructuring expenses – mainly due to personnel expenses and other operating expenses.

The cost of materials – which mainly comprises the costs of services purchased from freelance employees – amounted to approx. € 10.9m. as of March 31, 2004. In the first quarter of the previous year, the cost of materials amounted to € 15.1m. The average number of freelance employees working in the project business in the first quarter of 2004 was 55 – in the first quarter of 2003 the corresponding figure was 66.

Personnel expenses in the period under review amounted to approx. € 14.3m. – a clear decrease relative to € 19.4m. in the same period in the previous year. GFT's absolute number of

permanent employees as of March 31, 2004 was 1,017, 12 less than on March 31, 2003. In this respect, it should be remembered that our Indian subsidiary – which has 58 employees – only joined the group in October 2003 and therefore does not feature in the employee figures for the previous year.

First-quarter depreciation on intangible and tangible fixed assets amounted to €(k) 478 – a clear decrease on the figure for the same period in the previous year (€(k) 874).

In the first quarter of 2004 other operating expenditure decreased by approx. € 1m. on the previous quarter and amounted to € 4.4m. These costs were almost halved relative to the same period in the previous year (€ 8.4m.). In the first quarter of 2004 other operating expenditure consisted of operating expenses (€ 1.6m.), sales expenses (€ 1.8m.) and administrative and other expenses (€ 1.2m.).

### Liquidity

The GFT Group's available cash – that is, its liquid funds and marketable securities less its net payables to banks – amounted to € 24.9m. as of March 31, 2004 (March 31, 2003: € 26.5m.). As expected, this was a considerable decrease relative to its traditionally high year-end level (December 31, 2003: € 36.0m.). This is mainly attributable to GFT's approx. € 4.3m. reduction in its short-term liabilities and to its approx. € 5.4m. increase in its trade receivables.

### Investments

The GFT Group's investments in the first quarter of 2004 amounted to approx. €(k) 224. Investments in intangible fixed assets amounted to €(k) 40, investments in tangible fixed assets to €(k) 184.

### Employees

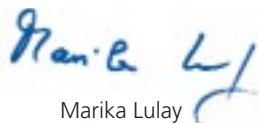
As of March 31, 2004, the GFT Group had 1,017 permanent employees – 41 less than on December 31, 2003, and 12 less than at the same point in the previous year. On average, in the first three months of the current financial year the group had 1,028 employees – compared to 1,056 in the fourth quarter of 2003 and 1,045 in the same period in the previous year.

St. Georgen, May 6, 2004

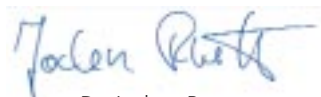
The Executive Board



Ulrich Dietz



Marika Lulay



Dr. Jochen Ruetz

As part of its expansion of its international production concept, GFT made further changes to its personnel structure in the first quarter. 62 % of its workforce (631 employees) was based at GFT's international offices, whilst 38 % of its workforce (386 employees) was based in Germany. In the first quarter of the previous year, 52 % of GFT's employees were located in Germany.

### Research and development

In the GFT Group, expenditure on research and development – mainly consisting of personnel expenses – amounted to € 1.3m. in the first quarter of 2004. It therefore remained constant relative to the fourth quarter of 2003. In the same period in the previous year, this expenditure amounted to approx. € 1.2m.

### Outlook for the current financial year

The company's performance during the first three months has confirmed our assessment of the current financial year. As is normal in GFT's business sector, turnover in the first quarter of 2004 was affected by its successful project acquisitions during the difficult second half of 2003. We envisage a slight increase in the second quarter relative to the first three months of the current year.

In the first quarter, improving outline economic conditions led to increasing client interest which gradually affected the company's orders position. The positive effects of this increasing client interest will make themselves felt in the second half of 2004 in the form of rising turnover. We continue to expect that the group will achieve positive earnings before taxes for the year as a whole.

There is pleasing demand for new products such as GFT's recently launched Smart Magazine. This will mean additional turnover during the next few months. In the upcoming months the Executive Board will also be promoting the integration of its international subsidiaries into current and future client projects.

The Executive Board would like to thank all the company's employees, who in the past quarter have once again demonstrated great dedication. It would also like to express its gratitude to all its clients, partners and shareholders for their confidence and loyalty.

## GFT Technologies Aktiengesellschaft, St. Georgen

### Group Balance Sheet as of March 31, 2004 (IFRS)

Assets	3 Months 01/01-31/03/2004 €	Annual Accounts 01/01-31/12/2003 €(k)
<b>Current assets</b>		
Cash and cash equivalents	15,810,823.02	32,718
Short-term investments / marketable securities	9,105,021.94	3,310
Trade accounts receivable	21,893,966.74	16,548
Accounts receivable due from related parties	0.00	0
Inventories	10,875.07	101
Deferred tax asset	0.00	0
Prepaid expenses and other current assets	2,756,281.73	1,921
Others	0.00	0
<b>Total current assets</b>	<b>49,576,968.50</b>	<b>54,598</b>
<b>Long-term assets</b>		
Property, plant and equipment	3,251,371.90	3,440
Intangible assets	598,269.37	706
Goodwill	17,344,797.13	17,933
Investments	0.00	0
Financial assets at equity	0.00	0
Notes receivable / loans	0.00	0
Deferred taxes	6,746,014.37	6,672
Other assets	221,222.08	221
Others	0.00	0
<b>Total long-term assets</b>	<b>28,161,674.85</b>	<b>28,972</b>
<b>Total assets</b>	<b>77,738,643.35</b>	<b>83,570</b>

# GFT Technologies Aktiengesellschaft, St. Georgen

## Group Balance Sheet as of March 31, 2004 (IFRS)

Liabilities and shareholders' equity		
	3 Months 01/01-31/03/2004 €	Annual Accounts 01/01-31/12/2003 €(k)
<b>Current liabilities</b>		
Current portion of capital lease obligation	0.00	0
Short-term debt and current portion of long-term debt	9,905.11	10
Trade accounts payable	9,108,843.12	10,775
Liabilities within the group	0.00	0
Advanced payment received	3,777,064.87	3,113
Accrued expenses	12,391,910.30	14,724
Deferred revenues	1,214,282.41	631
Income tax payable	844,889.02	773
Deferred taxes	0.00	0
Other current liabilities	3,317,520.09	4,894
Others	0.00	0
<b>Total current liabilities</b>	<b>30,664,414.92</b>	<b>34,920</b>
<b>Long-term liabilities</b>		
Long-term debt, less current portion	3,538.89	3
Capital lease obligations, less current portion	0.00	0
Deferred revenues	0.00	0
Deferred taxes	976,040.37	629
Pension accrual	704,770.00	705
Others	0.00	0
<b>Total long-term liabilities</b>	<b>1,684,349.26</b>	<b>1,337</b>
Minority interests	300,990.24	329
<b>Shareholders' equity</b>		
Share capital	26,325,946.00	26,326
Addition paid-in capital	67,346,563.99	67,347
Treasury stock	0.00	0
Legal reserve	1,387.65	1
Other revenue reserves	2,343,349.97	2,343
Currency translation adjustment	61,083.90	116
Accumulated deficit	-50,989,442.58	-49,149
<b>Total shareholders' equity</b>	<b>45,088,888.93</b>	<b>46,984</b>
<b>Total liabilities and shareholders' equity</b>	<b>77,738,643.35</b>	<b>83,570</b>

## GFT Technologies Aktiengesellschaft, St. Georgen

### Group Profit and Loss Statement from January 1 until March 31, 2004 (IFRS)

Income Statement		
	3 Months 01/01-31/03/2004 €	3 Months 01/01-31/03/2003 €(k)
Turnover	28,498,923.78	33,868
Other operating income	645,430.50	4,668
Changes in inventories of work in progress	0.00	0
Production of own fixed assets capitalized	0.00	0
Cost of purchased materials and services	-10,935,201.02	-15,051
Personnel expenses	-14,299,543.35	-19,407
Depreciation and amortization	-478,222.45	-874
Amortization of goodwill	-587,963.73	-869
Other operating expenses	-4,446,263.12	-8,376
Others	0.00	0
<b>Operating loss</b>	<b>-1,602,839.39</b>	<b>-6,041</b>
Interest income and expenditure	69,958.30	97
Income from investments and participations	0.00	0
Income/expenses from financial assets at equity	0.00	0
Foreign currency losses/gains	-56,200.57	18
Other income/expenses	0.00	0
<b>Result before income taxes (and minority interest)</b>	<b>-1,589,081.66</b>	<b>-5,926</b>
Income tax	-278,883.40	1,640
Extraordinary income/expenses	0.00	0
<b>Result before minority interest</b>	<b>-1,867,965.06</b>	<b>-4,286</b>
Minority interest	27,636.84	15
<b>Net loss</b>	<b>-1,840,328.22</b>	<b>-4,271</b>
Net income per share (basic)	-0.07 €	-0.16 €
Net income per share (diluted)	-0.07 €	-0.16 €
Weighted average shares outstanding (basic)	26,325,946	26,325,946
Weighted average shares outstanding (diluted)	26,325,946	26,325,946

## GFT Technologies Aktiengesellschaft, St. Georgen

### Group Cash-flow Statement from January 1 until March 31, 2004 (IFRS)

Cash-flow statement		
	3 Months 01/01-31/03/2004 €	3 Months 01/01-31/03/2003 €(k)
<b>Cash-flows from operating activities</b>		
Annual result	-1,840,328.22	-4,271
Adjustments for:		
Minority interests	-27,636.84	-15
Depreciation	1,066,186.18	1,743
Changes in accruals and value adjustments	-1,913,074.59	4,689
Profit/loss on disposals of fixed assets	39,186.06	2
Foreign currency gains/losses	-56,200.57	18
Others	0.00	0
Changes in working capital	-8,105,192.00	-14,230
<b>Cash-flows from operating activities</b>	<b>-10,837,059.98</b>	<b>-12,064</b>
<b>Cash-flows from investing activities</b>		
Acquisition of subsidiaries less acquired cash funds	0.00	0
Proceeds from the sale of subsidiaries less acquired cash funds	0.00	-1
Acquisition of fixed assets	-223,570.49	-260
Proceeds from the sale of fixed assets	3,285.74	0
Others	-5,794,712.38	35
<b>Cash-flows from investments</b>	<b>-6,014,997.13</b>	<b>-226</b>
<b>Cash-flows from financing activities</b>		
Inflows from equity contribution	0.00	0
Cash proceeds from issuing short or long term bonds/loans	0.00	815
Payments related to repayments of bonds/loans	-2.29	-115
Outflow from financial leasing	0.00	0
Others	-54,875.73	-53
<b>Cash-flows from financing</b>	<b>-54,878.02</b>	<b>647</b>
Foreign exchange adjustments from liquid funds	0.00	0
<b>Decrease in liquid funds</b>	<b>-16,906,935.13</b>	<b>-11,643</b>
Liquid funds at the beginning of period	32,717,758.15	34,935
<b>Liquid funds at the end of period</b>	<b>15,810,823.02</b>	<b>23,292</b>

## GFT Technologies Aktiengesellschaft, St. Georgen

### Changes of the Equity Capital Entries of GFT Group as of March 31, 2004

Changes of the equity capital entries							
	Subscribed capital	Capital reserve	Statutory reserve	Other revenue reserves	Adjustment item-currency conversion	Group retained earnings	Total
	€	€	€	€	€	€	€
As of 01/01/2003	26,325,946.00	67,346,563.99	1,387.65	2,343,349.97	138,530.56	-31,433,001.47	64,722,776.70
Currency changes							
01/01-31/03/2003					-52,967.20		-52,967.20
Net loss after other shareholders' share or net earnings							
01/01-31/03/2003						-4,271,401.39	-4,271,401.39
<b>As of 31/03/2003</b>	<b>26,325,946.00</b>	<b>67,346,563.99</b>	<b>1,387.65</b>	<b>2,343,349.97</b>	<b>85,563.36</b>	<b>-35,704,402.86</b>	<b>60,398,408.11</b>
Currency changes							
01/01-31/12/2003					-22,570.93		-22,570.93
Net loss after other shareholders' share or net earnings							
01/01-31/12/2003						-17,716,112.89	-17,716,112.89
<b>As of 31/12/2003</b>	<b>26,325,946.00</b>	<b>67,346,563.99</b>	<b>1,387.65</b>	<b>2,343,349.97</b>	<b>115,959.63</b>	<b>-49,149,114.36</b>	<b>46,984,092.88</b>
Currency changes							
01/01-31/03/2004					-54,875.73		-54,875.73
Net loss after other shareholders' share or net earnings							
01/01-31/03/2004						-1,840,328.22	-1,840,328.22
<b>As of 31/03/2004</b>	<b>26,325,946.00</b>	<b>67,346,563.99</b>	<b>1,387.65</b>	<b>2,343,349.97</b>	<b>61,083.90</b>	<b>-50,989,442.58</b>	<b>45,088,888.93</b>

# GFT Technologies Aktiengesellschaft, St. Georgen

## Notes to the Quarterly Financial Statements (Interim Report) of the GFT Group as of March 31, 2004

### 1. Fundamentals for the GFT Group's quarterly financial statements

The quarterly financial statements of the GFT Technologies Aktiengesellschaft Group ("GFT AG") should be read in conjunction with the GFT AG Group annual financial statements as of the end of the last financial year (December 31, 2003). They were drawn up in € in accordance with standard principles of accounting and valuation and conform to the prescriptions set out in IAS 34 and the regulations for the Frankfurt Stock Exchange.

The same accounting and valuation methods were used in these quarterly financial statements as in the previous group annual financial statements as of December 31, 2003. These are the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board (IASB) which were applicable on the closing date. In accordance with the rules governing their initial application, the standards which came into force for the first time at the start of the 2004 financial year will not apply until the 2005 financial year. The new standards do not therefore affect the comparability of these quarterly financial statements and the figures for the previous year.

### 2. Changes to the consolidated group and its associated companies

There have been no changes to the consolidated group since the group annual financial statements as of December 31, 2003.

The consolidated group has undergone the following change since the quarterly financial statements as of March 31, 2003.

On October 29, 2003 GFT Technologies AG concluded an agreement to purchase all the shares in eQuadriga Software Private Limited, Trichy, India. At the time of preparation of these quarterly financial statements, the passage of ownership had not yet become legally effective. However, since October 29, 2003 GFT Technologies AG has controlled eQuadriga Software Private Limited, determined its business and financial policy and enjoyed the benefits and borne the burdens associated with this

investment. GFT Technologies AG accordingly considers itself to have economic ownership of the company and has included eQuadriga Software Private Limited in its group financial statements since the date of economic acquisition, October 29, 2003. The inclusion of eQuadriga Software Private Limited did not have any significant effect on the group's assets, financial and earnings position.

On December 22, 2003 GFT sold its shares (100.0 %) in its subsidiary GFT TransForce GmbH, Stuttgart; this company withdrew from the consolidated group on this date. In the 2003 financial year GFT TransForce GmbH made a contribution of 0.0 % to the group's turnover. Its withdrawal had no significant effect on the group's assets, financial and earnings position.

The group's associated companies have undergone the following change since March 31, 2003:

The 25.1 % investment in CScout Inc. was sold in December 2003. It had already been written off to zero in the 2002 financial year. The group has therefore not had any associated companies since December 2003.

### 3. Equity capital changes

With respect to the changes in equity capital between January 1, 2004 and March 31, 2004 we refer to the separate equity capital analysis on page 11.

As of March 31, 2003 the company's share capital of € 26,325,946.00 consists of 26,325,946 non par value individual share certificates (no change relative to December 31, 2003). These shares are made out in the name of the holder and they all confer equal rights. On March 31, 2004 the group accumulated deficit included a carry forward from the previous year amounting to €(k) -49,149 (previous year: €(k) -31,433).

No changes resulted to the company's authorized and conditional capital between January 1 and March 31, 2004 relative to December 31, 2003. Dividends have not been proposed or paid out during the 2004 financial year.

Regional data in accordance with IAS 14

in €(k)	External turnover for group*		Book value for segmental assets		Investments in tangible fixed assets and intangible assets	
	01/01-31/03/2004	01/01-31/03/2003	31/03/2004	31/03/2003	01/01-31/03/2004	01/01-31/03/2003
Germany	19,832	26,340	61,252	91,872	172	217
Spain	2,692	3,674	6,801	6,055	36	1
Switzerland	1,121	1,448	2,708	3,658	8	19
Great Britain	3,782	2,005	5,769	3,665	0	0
Other foreign countries	1,072	401	1,209	1,180	8	23
<b>Total</b>	<b>28,499</b>	<b>33,868</b>	<b>77,739</b>	<b>106,430</b>	<b>224</b>	<b>260</b>

\* According to location of client's head office

#### 4. Segmental reporting

Segmental reporting for the first three months of the 2004 financial year was performed for the same business areas as in the group annual financial statements as of December 31, 2003. (See chart on page 14)

In addition to segment data by business area, oriented by company structure, the table shown above contains regional data in accordance with IAS 14 (secondary information).

#### 5. Breakdown of turnover

Breakdown of turnover

	01/01- 31/03/2004	01/01- 31/03/2003
	€	€(k)
<b>By fields of operation</b>		
Consulting and software development	15,634,424	19,100
Freelance Agency	9,417,672	11,725
Sale of software products	315,465	905
Maintenance proceeds	2,800,594	1,162
Other turnover	330,768	976
	<b>28,498,923</b>	<b>33,868</b>

By region\*

	01/01- 31/03/2004	01/01- 31/03/2003
	€	€(k)
Germany	19,832,394	26,340
Foreign	8,666,529	7,528
	<b>28,498,923</b>	<b>33,868</b>

\* According to location of client's head office

#### 6. Changes to contingent liabilities

As of March 31, 2004, apart from the following exceptions the group had not undergone any significant changes to its contingencies and other financial commitments since its group annual financial statements of December 31, 2003.

Bank deposits include accounts kept by notary publics in their own name for the GFT Group on a trust basis (€(k) 80; December 31, 2003: €(k) 453) for which the GFT Group has

only a limited right of disposal. The GFT Group may only dispose of bank deposits amounting to €(k) 3,100 (December 31, 2003: €(k) 2,556) with the express approval of the relevant bank.

#### 7. Investments

During the period between January 1, 2004 and March 31, 2004, the GFT Group invested €(k) 40 in intangible fixed assets (January 1 to March 31, 2003: €(k) 65) and €(k) 184 in tangible assets (January 1 to March 31, 2003: €(k) 195).

#### 8. Relationships with affiliated companies and persons

Relative to the notes to the group annual financial statements as of December 31, 2003 there were no changes to the composition of the affiliated companies and persons, and to the relationships with these.

#### 9. Explanations about shares for company use and subscription rights of employees and members of the company's executive bodies

As of March 31, 2004, GFT AG does not hold any own shares; nor were any own shares acquired or sold in the period from January 1 to March 31, 2004 (§ 160 para. 1 no. 2 AktG - German Company Law).

The explanations about subscription rights of employees and members of the company's executive bodies as per § 160 para. 1 no. 5 AktG refer to the stock options program (subscription rights as per § 192 para. 2 no. 3 AktG):

The extraordinary shareholders' meeting of June 4/24, 1999 approved a conditional equity capital increase through an issue of up to 260,000 individual share certificates (corresponding to 780,000 individual share certificates following the 3:1 stock split of May 16, 2000, Conditional Capital I/1999) permitting subscription rights exclusively through stock options programs as well as the basic features of stock options programs to be launched by the Executive Board. The conditional capital

## GFT Technologies Aktiengesellschaft -Group-

### Information about business segments

Information about business segments														
	Frontend	Frontend	Backend	Backend	Products	Products	Freelance Agency	Freelance Agency	Sum	Sum	Eliminations	Eliminations	Consolidated	Consolidated
(all amounts in €(k))	31/03/2004	31/03/2003	31/03/2004	31/03/2003	31/03/2004	31/03/2003	31/03/2004	31/03/2003	31/03/2004	31/03/2003	31/03/2004	31/03/2003	31/03/2004	31/03/2003
<b>Turnover</b>														
External sales	5,653	6,067	13,113	15,171	315	905	9,418	11,725	28,499	33,868				
Inter-segment sales	1,928	1,362	4,531	3,368	0	0	172	526	6,631	5,256	-6,631	-5,256		
<b>Total turnover</b>	<b>7,581</b>	<b>7,429</b>	<b>17,644</b>	<b>18,539</b>	<b>315</b>	<b>905</b>	<b>9,590</b>	<b>12,251</b>	<b>35,130</b>	<b>39,124</b>	<b>-6,631</b>	<b>-5,256</b>	<b>28,499</b>	<b>33,868</b>
<b>Result</b>														
Segment result	-414	-1,399	-1,186	-4,553	-224	-281	305	528	-1,519	-5,705			-1,519	-5,705
<b>Unallocated income/expenses and eliminations</b>														
Unallocated corporate expenses													448	551
Amortisation of goodwill - Group													-588	-869
<b>Operating profit</b>													<b>-1,659</b>	<b>-6,023</b>
Interest expenses													-5	-27
Interest income													75	124
Share of net profits of associates													-	-
<b>Result from ordinary activities pre taxes</b>													<b>-1,589</b>	<b>-5,926</b>
Taxes on income													-279	1,640
<b>Net loss</b>													<b>-1,868</b>	<b>-4,286</b>
<b>Other information</b>														
Segment assets	6,314	6,411	14,622	17,805	531	1,363	12,088	12,171	33,555	37,750			33,555	37,750
Investment in equity method associates													-	-
Unallocated corporate assets											44,184	68,680	44,184	68,680
<b>Consolidated total assets</b>													<b>77,739</b>	<b>106,430</b>
Segment liabilities	4,881	7,884	11,980	19,613	602	3,418	6,647	10,154	24,110	41,069			24,110	41,069
Unallocated corporate liabilities											8,540	4,962	8,540	4,962
<b>Consolidated total liabilities</b>													<b>32,650</b>	<b>46,031</b>
Capital expenditure	43	41	102	130	36	5	18	50	199	226	25	34	224	260
Depreciation	109	153	281	431	12	16	27	130	429	730	637	1,013	1,066	1,743

**The unallocated income/expenses and eliminations contain:**

- a) Elimination of intra-group sales, results, income, expenses, assets and liabilities
- b) Assets, liabilities, investments and depreciations that are not allocated to segments
- c) Amortization of goodwill is not allocated to segments
- d) Restructuring costs that are not allocated to segment liabilities and to the segment result

increase will only be executed if the holders of the subscription rights issued exercise their right of subscription as per § 192 para. 2 no. 3 AktG. The conditional increase in capital is to be carried out only insofar as the holders of the issued subscription rights wish to use their subscription rights according to § 192 para. 2 no. 3 AktG. Beneficiaries are exclusively members of the Executive Board and employees of GFT Technologies AG and of wholly owned subsidiaries who have been granted subscription rights. The subscription rights are non-transferable except in the event of death of the holder and will lapse if the subscription right holder leaves an employment relationship with a company of the GFT Group. The figures given below in respect of the stock options programs have been adjusted in line with the 3:1 stock split of May 16, 2000; the adjustment will be made de facto when the subscription right is exercised.

With the authorization of the shareholders' meeting of June 4, 1999 and with the consent of the Supervisory Board, on June 24/August 25, 1999 the Executive Board approved an initial stock options program "Option terms and conditions regarding the issuance of subscription rights for GFT Technologies AG 1999/2004". This stock options program concerns subscription rights for up to 379,179 individual share certificates for the approved conditional capital increase of € 780,000 (= 780,000 individual share certificates). According to this program, a subscription right authorizes the holder to acquire one individual share certificate of GFT AG at the placement price fixed within the framework of the admission to stock exchange dealing (subscription price € 7.67/share). The subscription rights were acquired in the period from June 1 to 25, 1999. On fulfillment

of the performance criterion the exercise of the subscription rights will take place in three exercise tranches of equal size during specific exercise phases starting from November 2001. According to the performance criterion subscription is possible if the average price of the GFT share at the time of the exercise phase exceeds the subscription price of € 7.67 by 40 %. It has so far not been possible to exercise any of the exercise tranches since the performance criterion has not been met; the last possible exercise phase is in June 2004.

With the consent of the Supervisory Board and following its decision of May 30, 2000 the Executive Board launched a further "Stock options program 2000/2005" relating to subscription rights for up to 163,350 individual share certificates for conditional capital amounting to € 780,000. In accordance with this program a subscription right provides an entitlement to acquire one individual GFT AG share certificate at € 51.90. On fulfillment of the performance criterion the subscription rights will be exercised in three exercise tranches of equal size during specific exercise phases from November 2002 onwards. Subscription is possible after fulfillment of the performance criterion if the average price of the GFT share at the time of the exercise phases exceeds the subscription price of € 51.90 by 25 %. Since the performance criterion was not met, it was not possible to exercise the first two exercise tranches in November 2002 and November 2003; however, they have not expired and may be exercised together with the next exercise tranche in November 2004 if the performance criterion is met.

The stock of issued subscription rights developed as follows:

Stock of issued subscription rights			
Subscription rights to one each share	Stock options program 1999	Stock options program 2000	Total
<b>Subscription rights as of 01/01/2000</b>	<b>379,179</b>	<b>0</b>	<b>379,179</b>
newly issued subscription rights in 2000	0	163,350	163,350
subscription rights lapsed in 2000	-28,152	-3,150	-31,302
<b>Subscription rights as of 31/12/2000</b>	<b>351,027</b>	<b>160,200</b>	<b>511,227</b>
newly issued subscription rights in 2001	0	0	0
subscription rights lapsed in 2001	-34,359	-14,550	-48,909
<b>Subscription rights as of 31/12/2001</b>	<b>316,668</b>	<b>145,650</b>	<b>462,318</b>
newly issued subscription rights in 2002	0	0	0
subscription rights lapsed in 2002	-25,704	-27,600	-53,304
<b>Subscription rights as of 31/12/2002</b>	<b>290,964</b>	<b>118,050</b>	<b>409,014</b>
newly issued subscription rights in 2003	0	0	0
subscription rights lapsed in 2003	-26,067	-32,550	-58,617
<b>Subscription rights as of 31/12/2003</b>	<b>264,897</b>	<b>85,500</b>	<b>350,397</b>
thereof employees	264,897	85,500	350,397
thereof Executive Board	0	0	0
newly issued subscription rights in 2004	0	0	0
subscription rights lapsed in 2004	0	-1,050	-1,050
<b>Subscription rights as of 31/03/2004</b>	<b>264,897</b>	<b>84,450</b>	<b>349,347</b>
thereof employees	264,897	84,450	349,347
thereof Executive Board	0	0	0

## 10. Directors' dealings

As of March 31, 2004, the members of the group's bodies held the following stocks of GFT shares and subscription rights, each of which conferred the right to one GFT share:

### Shares; Executive Board members

	Ulrich Dietz	Marika Lulay	Dr. Jochen Ruetz	Total
	Number	Number	Number	Number
As of 31/12/2003	7,886,240	1,500	0	7,787,740
Additions	0	0	0	0
Disposals	90,000	0	0	90,000
<b>As of 31/03/2004</b>	<b>7,796,240</b>	<b>1,500</b>	<b>0</b>	<b>7,797,740</b>

### Subscription rights to 1 share; Executive Board members

	Ulrich Dietz	Marika Lulay	Dr. Jochen Ruetz	Total
	Number	Number	Number	Number
As of 31/12/2003	0	0	0	0
Additions	0	0	0	0
Disposals	0	0	0	0
<b>As of 31/03/2004</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

### Shares; Supervisory Board members

	Franz Niedermaier	Manfred Schuster	Dr. Gerhard Barth	Dr. Simon Kischkel	Rainer Neske	Ingrid Schmidt	Total
	Number	Number	Number	Number	Number	Number	Number
As of 31/12/2003	0	0	0	1,302	0	1,000	2,302
Additions	0	0	0	0	0	0	0
Disposals	0	0	0	0	0	0	0
<b>As of 31/03/2004</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>1,302</b>	<b>0</b>	<b>1,000</b>	<b>2,302</b>

### Subscription rights to 1 share; Supervisory Board members

	Franz Niedermaier	Manfred Schuster	Dr. Gerhard Barth	Dr. Simon Kischkel	Rainer Neske	Ingrid Schmidt	Total
	Number	Number	Number	Number	Number	Number	Number
As of 31/12/2003	0	0	0	0	0	6,168	6,168
Additions	0	0	0	0	0	0	0
Disposals	0	0	0	0	0	0	0
<b>As of 31/03/2004</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>6,168</b>	<b>6,168</b>

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### Important Dates

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March 30, 2004	Annual Results Press Conference
May 13, 2004	Three Months' Statement
June 9, 2004	Annual General Meeting
August 12, 2004	Six Months' Statement
November 11, 2004	Nine Months' Statement

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