

CGI GROUP INC
Form 6-K
May 20, 2004

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 OF
THE SECURITIES EXCHANGE ACT OF 1934

For the month of May 2004

Commission File Number 1-14858

CGI Group Inc.

(Translation of Registrant's Name Into English)

1130 Sherbrooke Street West
5th Floor
Montréal, Québec
Canada H3A 2M8
(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's home country), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-_____.

Enclosure: Press Release dated May 19, 2004.

This Form 6-K shall be deemed incorporated by reference in the Registrant's Registration Statement on Form S-8, Reg. Nos. 333-13350, 333-66044, 333-74932 and 333-112021.

PRESS RELEASE

FOR IMMEDIATE RELEASE

Kanawha expands IT outsourcing partnership with CGI

Atlanta, Georgia, May 19, 2004 South Carolina-based health and life insurer, Kanawha Insurance Company and CGI Group Inc. (CGI) (TSX: GIB.A; NYSE: GIB) announced today the expansion of their long-term IT partnership. Kanawha has selected CGI for a ten-year business process services outsourcing contract valued at US\$12 million. As part of this contract, CGI will deliver complete, onsite document management services. Specifically, CGI will provide inbound and outbound mail management; paper to digital conversion; document validation and indexing; procurement; production print of all policies, billing forms, reports, and explanation of benefits statements; other production print; distribution services; and facility support. As part of this contract nineteen Kanawha professionals are joining CGI. This new agreement is an expansion of the 10-year full IT outsourcing contract previously announced in 2003.

Through our collaboration with CGI, Kanawha has seen firsthand the benefits of partnering with a company focused on the quality delivery of practical solutions for our evolving business needs. Our solid business relationship coupled with the team's performance and our creative shared savings model has propelled us to expand our relationship with CGI. This new contract will further enable us to better predict our IT and document management services costs and effectively manage increased volume, which is our goal, says Stanley D. Johnson, president and CEO for Kanawha.

Joseph Saliba, president, business process services for CGI added: We plan on making the South Carolina site a regional document processing center, enabling us to provide onsite services to Kanawha as well as bring additional client business to the location. In doing so we are expanding CGI's presence and capabilities in South Carolina. Additionally, through our work with Kanawha, we are building a new, custom-designed application for explanation of benefits statements. This new application will provide Kanawha with an enhanced, more efficient service supported by state-of-the-art technology. This new service will be added to CGI's suite of document management service offerings and made available to insurance carriers in the USA.

About Kanawha

Kanawha (ka-na -wha) Insurance Company is one of the largest privately-owned life insurance companies in the Southeast. It is licensed as an insurer in 45 states and as a reinsurer in New York. Kanawha has had at least an A- (Excellent) rating by A.M. Best Company for 20 consecutive years and has been rated A (Strong) by Standard & Poor's.

Long Term Care and Worksite products are currently distributed in more than 40 states and represent the prime strategic markets for Individual insurance, accounting for 90% of new sales. This marketing thrust is supported by extensive proprietary producer training and sales support mechanisms that take full advantage of new technology.

Kanawha HealthCare Solutions, Inc., a wholly-owned subsidiary, is one of the largest Third Party Administrators in the Southeast. Kanawha Marketing Group, Inc. was formed January 1, 2003 to distribute Kanawha products and other carriers' product lines not manufactured by Kanawha.

Kanawha's assets under management now exceed \$660 million. Kanawha's success in reaching this level has been a direct result of Kanawha's reputation for service to policyholders, customers and agents, a dedication that continues. To learn more, visit www.kanawha.com.

About CGI

Founded in 1976, CGI is among the largest independent information technology and business process services firms in North America. CGI and its affiliated companies employ approximately 25,000 professionals. CGI provides end-to-end IT and business process services to clients worldwide from offices in Canada, the United States, Europe, Asia Pacific as well as from centers of excellence in India and Canada. CGI's annualized revenue run rate is currently CDN\$3.8 billion (US\$2.8 billion) and at March 31, 2004, CGI's order backlog was CDN\$12.0 billion (US\$9.1 billion). CGI's shares are listed on the TSX (GIB.A) and the NYSE (GIB) and are included in the S&P/TSX Composite Index as well as the S&P/TSX Capped Information Technology and MidCap Indices. Website: www.cgi.com.

Forward-Looking Statements

All statements in this press release that do not directly and exclusively relate to historical facts constitute forward-looking statements within the meaning of that term in Section 27A of the United States Securities Act of 1933, as amended, and Section 21E of the United States Securities Exchange Act of 1934, as amended. These statements represent CGI Group Inc.'s intentions, plans, expectations, and beliefs, and are subject to risks, uncertainties, and other factors, of which many are beyond the control of the Company. These factors could cause actual results to differ materially from such forward-looking statements.

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These factors include and are not restricted to the timing and size of contracts, acquisitions and other corporate developments; the ability to attract and retain qualified employees; market competition in the rapidly-evolving information technology industry; general economic and business conditions, foreign exchange and other risks identified in the Management's Discussion and Analysis (MD&A) in CGI Group Inc.'s Annual Report or Form 40-F filed with the SEC, the Company's Annual Information Form filed with the Canadian securities authorities, as well as assumptions regarding the foregoing. The words believe, estimate, expect, intend, anticipate, foresee, plan, and similar expressions variations thereof, identify certain of such forward-looking statements, which speak only as of the date on which they are made. In particular, statements relating to future revenue from outsourcing contracts are forward-looking statements. CGI disclaims any intention or obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Readers are cautioned not to place undue reliance on these forward-looking statements.

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For more information:

Kanawha

Larry Higgins, vice-president, secretary and general counsel
(803) 283-5316

CGI

Investor relations

Julie Creed, vice-president, investor relations
(312) 201-4803

Ronald White, director, investor relations
(514) 841-3230

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Media relations

Eileen Murphy, director, media relations
(514) 841-3430

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CGI GROUP INC.
(Registrant)

Date: May 20, 2004

By /s/ Paule Doré
Name: Paule Doré
Title: Executive Vice-President

For more information:

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and Chief Corporate Officer
and Secretary
