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CGI GROUP INC Form 6-K February 07, 2002

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 February 2002

CGI Group Inc. (Translation of Registrant's Name Into English)

1130 Sherbrooke Street West
5th Floor
Montreal, Quebec
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 | X |

(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 |X|

(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 February 5, 2002

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 and 333-74932.

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PRESS RELEASE

FOR IMMEDIATE PUBLICATION

The Dominion of Canada General Insurance Company and CGI renew ties o Sign five-year commercial property lines outsourcing contract

Toronto, Ontario, February 5, 2002 - The Dominion of Canada General Insurance Company (The Dominion) and CGI Group Inc. (NYSE: GIB; TSE: GIB.A) (CGI) today announced the signing of a multi-million dollar, five-year information technology contract for the support and maintenance of The Dominion's commercial property lines applications Canada-wide. The Commercial Lines Applications support The Dominion in the administration of Commercial Property underwriting.

"Through our years of partnership, we have found CGI to be committed to the service needs of our organization and they continue to show leadership in the IT support required of The Dominion that allows us to focus on our core competencies," said Janet Babcock, vice-president and CIO of The Dominion.

Michael Roach president, Canada and Europe for CGI added: "I am very pleased that, through this contract, The Dominion has elected to build upon an already strong relationship with CGI. CGI will continue to provide robust technical and business leadership to help The Dominion meet its competitive challenges."

About The Dominion

Founded in 1887, The Dominion of Canada General Insurance Company is one of Canada's largest property and casualty insurance companies, committed to providing high quality home, automobile and business insurance products and services. The Dominion is one of Canada's oldest and most trusted insurers and distributes its products in partnership with independent insurance brokers.

About CGI

Founded in 1976, CGI is the fourth largest independent information technology services firm in North America, based on its headcount of more than 13,000 professionals. CGI's annualized revenue run-rate totals US\$1.3 billion (CDN\$2.1 billion). CGI's order backlog currently totals US\$5.75 billion (CDN\$9.2 billion). CGI provides end-to-end IT services and business solutions to more than 3,000 clients in countries such as the United States, Canada, the United Kingdom and France from more than 60 offices. CGI's shares are listed on the NYSE (GIB) and the TSE (GIB.A). They are included in the TSE 100 Composite Index as well as the S&P/TSE Canadian Information Technology and Canadian MidCap Indices. Website: www.cgi.ca.

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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 the Private Securities Litigation Reform Act of 1995. 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 commissions, on the Registration Statement on Form F-4 filed with the SEC in connection with the acquisition of IMRqlobal and with the Forms 10-K and 10-Q of IMRglobal filed with the SEC for the periods ended December 31, 2000 and March 31, 2001 respectively. All of the risk factors included in these filed documents are included here by reference. CGI disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

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For more information:

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Vice-president, investor relations
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Media relations Eileen Murphy Director, media relations (514) 841-3430

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: February 5, 2002

By /s/ Paule Dore

Name: Paule Dore

Title: Executive Vice President

and Chief Corporate Officer

and Secretary