

Company number: 00963578

CSC Computer Sciences Limited

(the "Company")

**SOLE MEMBER'S WRITTEN RESOLUTION**

FRIDAY



17 January 2013 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "Resolution").

**SPECIAL RESOLUTION**

THAT the share capital of the Company be reduced by £474,923,928 by cancelling and extinguishing 4,749,239 ordinary shares of £100 each and reducing by £28 the share premium account of the Company

AND THAT the amount by which the share capital is reduced be credited to a distributable reserve of the Company

Please read the Notes at the end of this document before signifying your agreement to the Resolution below

**BY ORDER OF THE BOARD**

A handwritten signature in black ink, appearing to read "J. M. B. W. S. H.", is written over the printed name "Director".

Director

## AGREEMENT

WE THE UNDERSIGNED, being the sole member of the Company on the Circulation Date, HEREBY IRREVOCABLY AGREE to the Resolution



duly authorised signatory  
for and on behalf of  
**Computer Sciences UK Limited**

Dated 17 January 2013

## NOTES

- 1 To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company by attaching a scanned copy of the signed document to an e-mail and sending it to [nikki.wilson@bakermckenzie.com](mailto:nikki.wilson@bakermckenzie.com)
- 2 Once you have signified your agreement to the Resolution, you may not revoke your agreement
- 3 Unless, by 28 days following the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 A copy of the solvency statement made by the directors of the Company in accordance with section 643 Companies Act 2006 for the purposes of the reduction of share capital to be effected by the passing of the Resolution is being sent or submitted to you at the same time as and together with this document.
- 6 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document
- 7 A copy of this document was sent to the Company's auditors, Deloitte LLP, on the Circulation Date