

## NOTICE OF CLASS ACTION

SUPERIOR COURT OF THE STATE OF CALIFORNIA, COUNTY OF SANTA CLARA

---

**TO: ALL PERSONS WHO ACQUIRED DXC TECHNOLOGY COMPANY (“DXC”) COMMON STOCK IN DIRECT EXCHANGE FOR COMPUTER SCIENCES CORPORATION, INC. (“CSC”) SECURITIES IN THE APRIL 1, 2017 MERGER BETWEEN CSC AND THE ENTERPRISE SERVICES BUSINESS SEGMENT OF HEWLETT PACKARD ENTERPRISE COMPANY (“HPE”).**

*A California court authorized this Notice. This is not a solicitation from a lawyer.*

**PLEASE READ THIS NOTICE CAREFULLY IN ITS ENTIRETY.  
YOUR RIGHTS MAY BE AFFECTED BY A CLASS ACTION CASE PENDING IN COURT.**

---

- A lawsuit is pending in the Superior Court of the State of California, County of Santa Clara (the “Court”), against DXC Technology Company (“DXC”), Hewlett Packard Enterprise Company (“HPE”), Mukesh Aghi, Amy E. Alving, David Herzog, Sachin Lawande, J. Michael Lawrie, Julio A. Portalatin, Peter Rutland, Manoj P. Singh, Robert F. Woods, Rishi Varma, Timothy C. Stonesifer, Jeremy K. Cox, and Margaret C. Whitman (“Individual Defendants,” and together with DXC and HPE, “Defendants”). In April 2017, HPE spun off its Enterprise Services business segment and merged it with Computer Sciences Corporation, Inc. (“CSC”), forming DXC (the “Merger” or “Merger Exchange”). Plaintiffs allege that in connection with the Merger, DXC issued approximately 140 million new shares of common stock pursuant to a materially false and misleading registration statement and prospectus (collectively, with the documents incorporated therein, the “Offering Materials”).
- Defendants deny all of Plaintiffs’ allegations and deny any wrongdoing, and the Court has not yet decided whether Defendants did anything wrong. Plaintiffs must prove their claims against Defendants at trial. There are no benefits available at this time and no guarantee there will ever be.
- The purpose of this Notice is to inform you of: (1) the pendency of this lawsuit (the “Litigation”) against the Defendants; (2) how it might affect your rights; and (3) what steps you may take in relation to it. This Notice is not an expression of any opinion by the Court as to the merits of any of the claims or defenses asserted by any party in this Litigation or whether Defendants engaged in any wrongdoing.
- On May 2, 2024, the Court granted Plaintiffs’ request to proceed with their claims on behalf of the Class of all persons who acquired DXC common stock in direct exchange for CSC securities in the April 1, 2017 Merger Exchange, subject to certain exclusions described in the response to Question 5, below.
- If you or someone acting on your behalf acquired DXC common stock in direct exchange for CSC securities in the April 1, 2017 Merger Exchange, you may be a member of the Class, subject to certain exclusions. See response to Question 5.
- This Notice provides a summary of the Litigation, describes who is eligible to be included in the Class, the effect of participating in this class action, and explains how to request exclusion from the Class. Your legal rights may be affected whether you act or do not act. These rights and options—and the deadlines to exercise them—are explained in this Notice. **Please read this Notice carefully.**
- **The Court has not ruled as to whether Defendants are liable. This Notice is not intended to be an expression of any opinion by the Court with respect to the truth of the allegations in this Litigation or the merits of the claims or defenses asserted. This Notice is solely to advise you of your legal rights and options.**

**SUMMARY OF YOUR LEGAL RIGHTS AND OPTIONS**

<p><b>DO NOTHING</b></p>	<p><b>Stay in this lawsuit. Await the outcome. Give up certain rights.</b></p> <p>By doing nothing, you will be bound by the Court’s judgment, whether favorable or not. You will keep open the possibility of getting money or benefits, if any are awarded from this Litigation. But you will give up any right to sue Defendants separately about the claims in this Litigation or that could have been brought in this Litigation, to the extent such claims are not time barred by the statutes of limitations or repose.</p>
<p><b>EXCLUDE YOURSELF ASK TO BE EXCLUDED BY SEPTEMBER 16, 2024</b></p>	<p><b>Get out of this lawsuit. Get no benefits from it.</b></p> <p>If you ask to be excluded now, you cannot get money or benefits, if any are awarded, from this Litigation. This is the only option that allows you to retain your right to sue Defendants, to the extent such claims are not time barred by the statutes of limitations or repose, for claims that would otherwise be released by a judgment in the Litigation, whether that judgment is favorable to the Class or not. You must ask to be excluded by September 16, 2024.</p>

- These rights and options—and the deadlines to exercise them—are explained in this Notice.

**WHAT THIS NOTICE CONTAINS**

**BASIC INFORMATION ..... Page 2**

**WHO IS IN THE CLASS? ..... Page 3**

**YOUR RIGHTS AND OPTIONS ..... Page 3**

**THE LAWYERS REPRESENTING YOU ..... Page 4**

**THE TRIAL ..... Page 5**

**IF I DO NOTHING ..... Page 5**

**GETTING MORE INFORMATION ..... Page 5**

**BASIC INFORMATION**

**1. Why did I get this Notice?**

The Court ordered this Notice to inform Class members of their legal rights and options in this Litigation.

**To find out if you qualify as a member of the Class, see the response to Question 5.**

**2. What is this lawsuit about?**

Plaintiffs allege that the Offering Materials represented that the Merger would produce “net synergies” and other “strategic and financial benefits,” including cost savings by virtue of “workforce optimization such as elimination of duplicative roles.” However, according to Plaintiffs, DXC allegedly planned to target older, experienced employees for termination, even where such employees were critical to meet commitments to existing and future clients, which Plaintiffs believe was contrary to these and other statements in the Offering Materials.

Plaintiffs allege that, like similarly situated DXC shareholders, they acquired DXC common stock in exchange for their shares of CSC common stock in connection with the Merger. Plaintiffs allege that the Offering Materials contained material misrepresentations and omissions which caused losses to all Class members.

Plaintiffs assert claims under §§11, 12(a)(2), and 15 of the Securities Act of 1933 against Defendants. You may read a copy of the Complaint here: [www.DXCLitigation.com](http://www.DXCLitigation.com).

Defendants deny all of Plaintiffs’ allegations, deny any wrongdoing, and deny that they have any liability to Plaintiffs or the Class. The Court has not ruled as to whether Defendants are liable.

### **3. What is a class action?**

In a class action, the named plaintiff acts as a “class representative” and sues on behalf of his or herself and other people who have similar claims. This group of people is called the “class,” and the people in the class are called “class members.” One court resolves the issues for all class members, except for people who exclude themselves (“opt out”) from the class. Judge Charles F. Adams of the Superior Court of the State of California, County of Santa Clara, is in charge of this case. The case is *In re HPE Enterprise Services–DXC Technology Co. Merger Litigation*, No. 19CV353132 (Cal. Super. Ct., Santa Clara Cnty.). The Court’s decisions will apply to all Class members, but not those who exclude themselves by opting out of the Class.

### **4. What are the Plaintiffs asking for?**

Plaintiffs are asking the Court to award Class members monetary damages and other relief in an amount to be proven at trial, including interest thereon. Plaintiffs further seek rescission, disgorgement, or such other equitable or injunctive relief as deemed appropriate by the Court. Defendants dispute the availability of monetary damages or equitable or injunctive relief.

### **WHO IS IN THE CLASS?**

### **5. Who is in the Class?**

You are a Class member if you acquired DXC common stock in direct exchange for CSC securities in the April 1, 2017 Merger Exchange.

Excluded from the Class are Defendants and their families; the officers, directors, and affiliates of Defendants, at all relevant times; members of Defendants’ immediate families and their legal representatives, heirs, successors, or assigns; and any entity in which Defendants have or had a controlling interest.

### **6. What should I do if I am still not sure whether I am included?**

If you are not sure whether you are a Class member, you may get free help by contacting Gilardi & Co. LLC (“Notice Administrator”) at [info@DXCLitigation.com](mailto:info@DXCLitigation.com), by phone toll-free at 1-888-726-1699, or by mail at *DXC Technology Co. Merger Litigation*, Notice Administrator, c/o Gilardi & Co. LLC, P.O. Box 301170, Los Angeles, CA 90030-1170.

You may also contact Class Counsel, James I. Jaconette, Adam E. Polk, or David W. Hall at [jamesj@rgrdlaw.com](mailto:jamesj@rgrdlaw.com), [apolk@girardsharp.com](mailto:apolk@girardsharp.com), and [dhall@hallfirmlltd.com](mailto:dhall@hallfirmlltd.com).

### **YOUR RIGHTS AND OPTIONS**

You have to decide on or before September 16, 2024, whether to stay in the Class or ask to be excluded.

### **7. How do I stay in the Class?**

Do nothing. If you are a Class member, by doing nothing you will keep the possibility of getting money or benefits, if any, from this Litigation. If you stay in the Class and Plaintiffs obtain money or benefits for the Class, you will be notified about how to apply for a share. By staying in the Class, you will also be legally bound by all orders the Court issues and the judgment the Court makes in this Litigation. If you do nothing now, regardless of whether Plaintiffs win or lose, you will give up your right to sue or continue to sue Defendants as part of any other lawsuit about the same legal claims, or those that could have been brought, in this lawsuit.

### **8. How do I ask to be excluded from the Class?**

If you do not want to be a member of the Class, you must send a signed letter by U.S. Mail saying you want to be excluded from the Class and include the information listed below.

Your request must contain the following information: (a) your name, telephone number, email address, and mailing address; (b) your statement that you believe you are a Class member and you wish to be excluded from the Class; (c) the name and docket number of this case: *In re HPE Enterprise Services–DXC Technology Co. Merger Litigation*, No. 19CV353132 (Cal. Super. Ct., Santa Clara Cnty.); and (d) your personally signed signature.

Your request to exclude yourself may not be signed by a lawyer or anyone acting on your behalf.

Mail the request to the following address:

*DXC Technology Co. Merger Litigation*  
Notice Administrator - EXCLUSIONS  
c/o Gilardi & Co. LLC  
P.O. Box 5100  
Larkspur, CA 94977-5100

Be sure to sign the request and complete all required information. To be valid, opt-out requests must be received no later than **September 16, 2024**.<sup>1</sup>

**9. What am I giving up if I stay in the Class?**

Unless you exclude yourself with an opt-out request (see Question 8), you cannot sue, continue to sue, or be part of any other lawsuit or proceeding against Defendants about the issues in this Litigation.

**10. What happens if I opt out?**

If you opt out of the Class, you will not have any rights as a member of the Class under any settlement or judgment if Plaintiffs succeed; you will not be bound by any further orders or judgments in this case; and you will keep the right, if any, to assert claims alleged in the case against Defendants at your own expense.

If you opt out of the Class, you may not be able to assert individual claims asserting securities law violations against Defendants, as such claims may no longer be timely. It will be for you to decide whether to pursue any individual lawsuit, claim, or remedy that you may have, at your own expense. You are encouraged to seek legal advice concerning the potential impact of opting out on your legal rights, including to determine if your claims would be time barred by the applicable statutes of limitation or repose.

Do not request exclusion if you wish to be a Class member in this Litigation.

**THE LAWYERS REPRESENTING YOU**

**11. Do I have a lawyer in the case?**

Yes. The Court appointed the law firms Robbins Geller Rudman & Dowd LLP, Girard Sharp LLP, and The Hall Firm, Ltd., to represent you and the other Class members. These lawyers are called Class Counsel.

*Court-Appointed Class Counsel*

Adam E. Polk GIRARD SHARP LLP 601 California Street Suite 1400 San Francisco, CA 94108 Telephone: (415) 981-4800 Facsimile: (415) 981-4846 apolk@girardsharp.com	David W. Hall THE HALL FIRM, LTD. Four Embarcadero Center Suite 1400 San Francisco, CA 94104 Telephone: (415) 766-3534 Facsimile: (415) 402-0058 dhall@hallfirm ltd.com	James I. Jaconette ROBBINS GELLER RUDMAN & DOWD LLP 655 West Broadway Suite 1900 San Diego, CA 92101-8498 Telephone: (619) 231-1058 Facsimile: (619) 231-7423 jamesj@grrdlaw.com
---	--	--

**12. Should I get my own lawyer?**

You do not need to hire your own lawyer, as Class Counsel is working on your behalf. If you want your own lawyer, you may hire one, but you will be responsible for any payment and costs for that lawyer's services.

**13. How will the lawyers be paid?**

You do not have to make any direct payment to Class Counsel. Class Counsel represents the Class on a contingency-fee basis. If the Litigation results in a recovery, Class Counsel will request the Court to approve an award of attorneys' fees and expenses to be paid from any settlement or judgment at trial. They also may ask for awards for the Plaintiffs in recognition of Plaintiffs' contribution to the case.

<sup>1</sup> Requests for exclusion that are legibly postmarked will be treated as received on the postmark date. Please be advised that the U.S. Postal Service may not postmark mail which is not presented in person.

## THE TRIAL

### 14. How and when will the Court decide who is right?

Plaintiffs must prove their claims against Defendants at trial to prevail in this Litigation. Defendants will have an opportunity to present their defenses before any ruling on the merits of Plaintiffs' claims. The trial date is currently set for February 19, 2026.

During the trial, the Court or a jury will hear all the evidence to help them reach a decision about whether Defendants or Plaintiffs are right about the claims in this lawsuit. There is no guarantee that Plaintiffs will win or that they will get any benefits for the Class.

Please visit [www.DXCLitigation.com](http://www.DXCLitigation.com) for up-to-date information on the scheduling of trial and other important dates in this matter, as they may change over time.

### 15. Do I have to come to the trial?

No, you do not need to attend the trial. Class Counsel will present the case for Plaintiffs and the Class, and Defendants will present their defenses.

## IF I DO NOTHING

### 16. What happens if I do nothing at all?

If you do nothing and you are a member of the Class, you will keep open the possibility of getting money or benefits if any are awarded in this Litigation, but you will give up any right to sue Defendants separately about the claims in this Litigation. You will be bound by the Court's judgment, whether favorable or not.

## GETTING MORE INFORMATION

### 17. How do I get more information?

This Notice summarizes the case and your rights and options. Central case documents can be found online at: [www.DXCLitigation.com](http://www.DXCLitigation.com). The pleadings and other records in this Litigation may be examined: (a) online on the Superior Court of California, County of Santa Clara's Electronic Filing and Service Website available on the Court's website (<https://www.scscourt.org/>), or through the Santa Clara Superior Court Portal at <https://portal.scscourt.org/>; or (b) in person at Records, Superior Court of California, County of Santa Clara, 191 N. 1st Street, San Jose, California 95113, between the hours of 8:30 a.m. and 4:00 p.m., Monday through Friday, excluding Court holidays and closures.

If you have any questions, you may contact the Notice Administrator at [info@DXCLitigation.com](mailto:info@DXCLitigation.com), by phone toll-free at 1-888-726-1699, or by mail at:

*DXC Technology Co. Merger Litigation*  
Notice Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 301170  
Los Angeles, CA 90030-1170

**PLEASE DO NOT CALL THE COURT, THE COURT CLERK'S OFFICE,  
OR DEFENDANTS (OR THEIR COUNSEL) TO INQUIRE ABOUT THIS NOTICE.**

### **SPECIAL NOTICE TO BANKS, BROKERS, AND OTHER NOMINEES**

If you hold any shares of DXC common stock acquired in direct exchange for CSC securities in the April 1, 2017 Merger Exchange, as a nominee for a beneficial owner, then, within ten (10) business days after you receive this Notice, you must either: (1) send a copy of this Notice by first-class mail to all such Persons; or (2) provide a list of the names and addresses of such Persons to the Notice Administrator:

*DXC Technology Co. Merger Litigation*  
Notice Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 301170  
Los Angeles, CA 90030-1170  
Email: [notifications@gilardi.com](mailto:notifications@gilardi.com)

If you choose to mail the Notice yourself, you may obtain from the Notice Administrator (without cost to you) as many additional copies of these documents as you will need to complete the mailing.

Regardless of whether you choose to complete the mailing yourself or elect to have the mailing performed for you, you may obtain reimbursement for or advancement of reasonable administrative costs actually incurred or expected to be incurred in connection with forwarding the Notice, and which would not have been incurred but for the obligation to forward the Notice, upon submission of appropriate documentation to the Notice Administrator. Reasonable out-of-pocket expenses actually incurred in connection with the foregoing includes up to \$0.03 for providing names, addresses, and email addresses to the Notice Administrator per record; up to a maximum of \$0.03 per Notice mailed by you, plus postage at the rate used by the Notice Administrator; or \$0.03 per Notice sent by email.

Dated: June 28, 2024

---

By Order of the Superior Court of California  
County of Santa Clara  
The Honorable Charles F. Adams

**THIS PAGE INTENTIONALLY LEFT BLANK**

*DXC Technology Co. Merger Litigation*  
Notice Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 301170  
Los Angeles, CA 90030-1170

**IMPORTANT LEGAL DOCUMENTS ENCLOSED.**

**DXL**