

January 8, 2001

**TO THE FORMER STOCKHOLDERS OF MYND CORPORATION WHO DID NOT PARTICIPATE IN CSC'S TENDER OFFER:**

As you may already know, Computer Sciences Corporation (CSC) acquired over 90 percent of the outstanding Mynd Corporation shares pursuant to a tender offer which expired on December 20, 2000. Mynd was merged with a subsidiary of CSC effective December 27, 2000.

As a result of the merger, each Mynd share which was outstanding immediately prior to the merger was converted into the right to receive \$16 per share.

To receive the merger consideration of \$16 for each Mynd share that you own, it is important for you to carefully read and follow the instructions in the enclosed Letter of Transmittal.

Enclosed for your information and use are copies of the following documents:

1. A Letter of Transmittal for submitting your Mynd stock certificates in exchange for \$16 per share;
2. A return envelope addressed to the Exchange Agent for the merger, Mellon Investor Services, to use in returning the completed and executed Letter of Transmittal and your Mynd stock certificates. (We suggest that you use registered or certified mail.)

If you have any questions regarding the exchange process, please feel free to contact the Reorganization Department at Mellon Investor Services at (800) 777-3674.

Sincerely,

A handwritten signature in black ink, reading "Van B. Honeycutt". The signature is written in a cursive style with a large, sweeping initial "V" and a long horizontal stroke at the end.

Van B. Honeycutt  
Chairman, President and Chief Executive Officer

Enclosures

# LETTER OF TRANSMITTAL

to accompany certificates representing shares of common stock of

## MYND CORPORATION

in connection with the merger of

### Patriot Acquisition Corp.,

a wholly owned subsidiary of

### Computer Sciences Corporation,

with and into

### Mynd Corporation

This Letter of Transmittal is being delivered to you in connection with the merger (the "Merger") of Patriot Acquisition Corp. ("Patriot"), a wholly owned subsidiary of Computer Sciences Corporation ("CSC"), with and into Mynd Corporation ("Mynd"), pursuant to the Agreement and Plan of Merger, dated as of June 20, 2000, by and among CSC, Patriot and Mynd (the "Merger Agreement"), attached as Exhibit (d)(1) to the Tender Offer Statement on Schedule TO, dated June 28, 2000 (the "Tender Offer Statement"), whereby each share of Mynd common stock, par value \$0.01 per share ("Mynd Common Stock"), was converted into a right to receive \$16.00 net per share in cash.

You cannot submit an effective Letter of Transmittal without attaching your Mynd stock certificate(s) to this Letter of Transmittal. If your Mynd stock certificate(s) has been lost, stolen, misplaced or mutilated, contact the Exchange Agent at 1-800-777-3674. See Instruction 5.

DESCRIPTION OF SHARES SURRENDERED (Please fill in. Attach separate schedule if needed.)		
Name(s) and Address of Registered Holder(s) If there is any error in the name or address shown below, please make the necessary corrections	Certificate No(s).	Number of Shares Represented by Certificate(s)

The undersigned represents that I (we) have full authority to surrender without restriction the certificate(s) for exchange. Please issue the check in the name shown above to the above address unless instructions are given in the boxes below.

Mail or deliver this Letter of Transmittal, or a facsimile, together with the certificate(s) representing your Shares, to:

#### Mellon Investor Services, LLC

*By Mail:*

Attn.: Reorganization Department  
Post Office Box 3300  
South Hackensack, NJ 07606

*By Hand:*

Attn.: Reorganization Department  
120 Broadway, 13th Floor  
New York, NY 10271

*By Overnight Delivery:*

Attn.: Reorganization Department  
85 Challenger Road Mail  
Drop-Reorg  
Ridgefield Park, NJ 07660

Telephone Assistance: 1-800-777-3674

Method of delivery of the certificate(s) is at the option and risk of the owner thereof. See Instruction 1.

Ladies and Gentlemen:

In connection with the Merger, and pursuant to the Merger Agreement, the undersigned hereby surrenders to you, as exchange agent (the "Exchange Agent"), certificates representing each share of the undersigned's Mynd Common Stock listed above ("Mynd Certificates") in exchange for \$16.00 net per share in cash, without interest (the "Merger Consideration").

The undersigned (a "Mynd Holder") hereby represents and warrants that the undersigned is the registered holder of the shares of Mynd Common Stock represented by the Mynd Certificate(s) (the "Shares"), with good title to the Shares and full power and authority to sell, assign and transfer such Shares, free and clear of all liens, claims and encumbrances, and not subject to any adverse claims.

The undersigned authorizes and instructs you, as Exchange Agent, to cancel and deliver such Mynd Certificate(s) to CSC and receive on behalf of the undersigned, in exchange for the Shares represented thereby, the Merger Consideration pursuant to the Merger Agreement. The undersigned understands and acknowledges that all questions as to the validity, form and eligibility of any Shares surrendered hereby shall be determined by the Exchange Agent, and such determination shall be final and binding.

Unless otherwise indicated under "Special Payment Instructions" below, please issue the Merger Consideration issuable in exchange for the Shares represented by the Mynd Certificate(s) submitted hereby in the name of the Mynd Holder(s). Similarly, unless otherwise indicated under "Special Delivery Instructions" below, please mail the Merger Consideration issuable in exchange for the Shares represented by the Mynd Certificate(s) submitted hereby to the Mynd Holder(s) of the Shares at the address shown above.

The undersigned shall, upon request, execute any additional documents necessary or desirable to complete the surrender and exchange of such Shares. In addition, the undersigned hereby irrevocably appoints the Exchange Agent as attorney-in-fact for the undersigned to exercise all authority conferred in this Letter of Transmittal for the purposes contemplated in the Merger Agreement, and such authority will be binding on successors, assigns, heirs, executors, administrators and legal representatives of the undersigned and will survive the death or incapacity of the undersigned.

**All holders of shares of Mynd Common Stock wishing to receive the Merger Consideration must deliver to the Exchange Agent a properly completed Letter of Transmittal and the Mynd Certificate(s).** Nominees must use a separate Letter of Transmittal for themselves and on behalf of each beneficial owner of shares of Mynd Common Stock. See the Instructions below.

In order to receive the Merger Consideration, this Letter of Transmittal must be (i) completed and signed in the space provided below and on the Substitute Form W-9 and (ii) mailed or delivered with your Mynd Certificate(s) to the Exchange Agent at the address set forth above.

**The method of delivery of the Letter of Transmittal, the Mynd Certificate(s) and any other required document is at the election and risk of the Mynd Holder and delivery will be deemed made only when actually received by the Exchange Agent. The risk of loss of the Shares will pass only after the Exchange Agent has actually received the Shares. If the Mynd Certificate(s) is (are) sent by mail, it is recommended that it (they) be sent by registered mail, appropriately insured, with return receipt requested. See *Instruction 1*.**

<p><b>If your Mynd Certificate(s) has been lost, stolen, misplaced or mutilated contact the Exchange Agent at 1-800-777-3674. See <i>Instruction 5</i>.</b></p>
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**SPECIAL PAYMENT INSTRUCTIONS**

Complete **ONLY** if the check is to be issued in a name which differs from the name on the surrendered Mynd Certificate(s). Issue check to:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

(Tax Identification or Social Security Number.  
See enclosed Substitute Form W-9)

(Please also complete Substitute Form W-9 AND see instructions regarding signature guarantee. *See Instructions 3, 4 & 6*)

*YOU MUST SIGN IN THE BOX BELOW.*

**SIGNATURE(S) REQUIRED**  
**Signature(s) of Registered Holder(s) or Agent**

Must be signed by the registered holder(s) EXACTLY as the name(s) appear(s) on the stock certificate(s). If signature is by a trustee, executor, administrator, guardian, attorney-in-fact, officer for a corporation acting in a fiduciary or representative capacity, or other person, please set forth full title. *See Instructions 2, 3, or 4.*

\_\_\_\_\_  
**Registered Holder**

\_\_\_\_\_  
**Registered Holder**

\_\_\_\_\_  
**Title, if any**

Date: \_\_\_\_\_ Phone No.: \_\_\_\_\_

**SPECIAL DELIVERY INSTRUCTIONS**

Complete **ONLY** if the check is to be mailed to some address other than the address reflected above. Mail check to:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

(Tax Identification or Social Security Number.  
See enclosed Substitute Form W-9)

*Also: SIGN AND PROVIDE YOUR TAX ID AT THE END OF THIS FORM*

**SIGNATURE(S) GUARANTEED**  
**(IF REQUIRED)**  
**See Instruction 3.**

Unless the shares are tendered by the registered holder(s) of the common stock, or for the account of a member of a "Signature Guarantee Program" ("STAMP"), Stock Exchange Medallion Program ("SEMP") or New York Stock Exchange Medallion Signature Program ("MSP") (an "Eligible Institution"), the above signature(s) must be guaranteed by an Eligible Institution. *See Instruction 3.*

\_\_\_\_\_  
**Authorized Signature**

\_\_\_\_\_  
**Name of Firm**

\_\_\_\_\_  
**Address of Firm — Please Print**

**INSTRUCTIONS FOR SURRENDERING CERTIFICATES**  
**(Please read carefully the instructions below)**

1. *Method of Delivery:* Your old Mynd Certificate(s) and the Letter of Transmittal must be sent or delivered to the Exchange Agent. *Do not send them to Mynd or CSC.* The method of delivery of Mynd Certificates to be surrendered to the Exchange Agent at one of the addresses set forth on the front of the Letter of Transmittal is at the option and risk of the surrendering shareholder. Delivery will be deemed effective only when received. **If the Mynd Certificate(s) are sent by mail, registered mail with return receipt requested and properly insured, is suggested.** A return envelope is enclosed.

2. *Check Issued in the Same Name:* If the check is to be issued in the same name as the surrendered certificate is registered, the Letter of Transmittal should be completed and signed exactly as the surrendered Mynd Certificate is registered. *Do not sign the Mynd Certificate(s).* Signature guarantees are not required if the Mynd Certificate(s) surrendered herewith are submitted by the registered owner of such Shares who has not completed the section entitled "Special Payment Instructions" or are for the account of an Eligible Institution. If any of the Shares surrendered hereby are owned by two or more joint owners, all such owners must sign this Letter of Transmittal exactly as written on the face of the certificate(s). If any Shares are registered in different names on several certificates, it will be necessary to complete, sign and submit as many separate Letters of Transmittal as there are different registrations. Letters of Transmittals executed by trustees, executors, administrators, guardians, officers of corporations, or others acting in a fiduciary capacity who are not identified as such in the registration must be accompanied by proper evidence of the signer's authority to act.

3. *Check Issued in Different Name:* If the section entitled "Special Payment Instructions" is completed then signatures on this Letter of Transmittal must be guaranteed by a firm that is a bank, broker, dealer, credit union, savings association or other entity which is a member in good standing of the Securities Transfer Agents' Medallion Program (each an "Eligible Institution"). If the surrendered Mynd Certificates are registered in the name of a person other than the signer of this Letter of Transmittal, or if issuance of the check is to be made to a person other than the signer of this Letter of Transmittal, or if the issuance of the check is to be made to a person other than the registered owner(s), then the surrendered Mynd Certificates must be endorsed or accompanied by duly executed stock powers, in either case signed exactly as the name(s) of the registered owners appear on such certificate(s) or stock power(s), with the signatures on the certificate(s) or stock power(s) guaranteed by an Eligible Institution as provided herein.

4. *Special Payment and Delivery Instructions:* Indicate the name and address in which the check is to be sent if different from the name and/or address of the person(s) signing this Letter of Transmittal. The shareholder is required to give the social security number or employer identification number of the record owner of the Shares. If Special Payment Instructions have been completed, the shareholder named therein will be considered the record owner for this purpose.

5. *Letter of Transmittal Required: Surrender of Certificate(s), Lost Certificate(s):* You will not receive your check unless and until you deliver this Letter of Transmittal, properly completed and duly executed, to the Exchange Agent, together with the certificate(s) evidencing your shares and any required accompanying evidences of authority. **If your certificate(s) has been lost, stolen, misplaced or destroyed, contact the Exchange Agent for instructions at 1-800-777-3674 prior to submitting your certificate for exchange.**

6. *Substitute Form W-9:* Under the Federal Income Tax Law, a non-exempt shareholder is required to provide the Exchange Agent with such shareholder's correct Taxpayer Identification Number ("TIN") on the Substitute Form W-9 below. If the certificate(s) are in more than one name or are not in the name of the actual owner, consult the enclosed Substitute Form W-9 guidelines for additional guidance on which number to report. *Failure to provide the information on the form may subject the surrendering stockholder to 31% federal income tax withholding on the payment of any cash.* The surrendering shareholder must check the box in Part III if a TIN has not been issued and the shareholder has applied for a number or intends to apply for a number in the near future. If a TIN has been applied for and the Exchange Agent is not provided with a TIN before payment is made, the Exchange Agent will withhold 31% on all payments to such surrendering shareholders of any cash consideration due for their former Shares. Please review the enclosed Guidelines for Certification of Taxpayers Identification Number on Substitute Form W-9 for additional details on what Taxpayer Identification Number to give the Exchange Agent.

**Payer: Mellon Investor Services, LLC:**

<b>SUBSTITUTE</b>  <b>Form W-9</b>  <b>Department of the Treasury</b> <b>Internal Revenue Service</b>          <b>Payer's Request for</b> <b>Taxpayer Identification</b> <b>Number ("TIN")</b>	<b>Part 1 — PLEASE PROVIDE YOUR TAXPAYER IDENTIFICATION NUMBER IN THE BOX AT THE RIGHT AND CERTIFY BY SIGNING AND DATING BELOW</b>	Social Security Number OR Employer Identification Number  _____
	<b>Part 2 — Certification —</b> Under penalties of perjury, I certify that: (1) The number shown on this form is my correct Taxpayer Identification Number (or I am waiting for a number to be issued to me); and (2) I am not subject to backup withholding because (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (the "IRS") that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding.	<b>Part 3 —</b>  Awaiting TIN <input type="checkbox"/>
	<b>Certification Instructions —</b> You must cross out item (2) above if you have been notified by the IRS that you are subject to backup withholding because of under-reporting interest or dividends on your tax return. However, if after being notified by the IRS that you were subject to backup withholding you received another notification from the IRS stating that you are no longer subject to backup withholding, do not cross out such item (2).  Signature _____ Date: _____, 2001  Name _____ (Please Print)	

**NOTE: FAILURE TO COMPLETE AND RETURN THIS FORM MAY RESULT IN BACKUP WITHHOLDING OF 31% OF ANY PAYMENTS MADE TO YOU PURSUANT TO THE OFFER. PLEASE REVIEW THE ENCLOSED GUIDELINES FOR CERTIFICATION OF TAXPAYER IDENTIFICATION NUMBER ON SUBSTITUTE FORM W-9 FOR ADDITIONAL DETAILS. YOU MUST COMPLETE THE FOLLOWING CERTIFICATE IF YOU CHECKED THE BOX IN PART 3 OF SUBSTITUTE FORM W-9.**

**CERTIFICATE OF AWAITING TAXPAYER IDENTIFICATION NUMBER**

I certify under penalties of perjury that a taxpayer identification number has not been issued to me, and either (a) I have mailed or delivered an application to receive a taxpayer identification number to the appropriate Internal Revenue Service Center or Social Security Administration Office, or (b) I intend to mail or deliver an application in the near future. I understand that if I do not provide a taxpayer identification number by the time of payment, 31% of all reportable payments made to me will be withheld.

Signature \_\_\_\_\_ Date \_\_\_\_\_, 2001

Name \_\_\_\_\_

## GUIDELINES FOR CERTIFICATION OF TAXPAYER IDENTIFICATION NUMBER ON SUBSTITUTE FORM W-9

**Guidelines for Determining the Proper Identification Number to Give to Mellon Investor Services, LLC**—Social Security numbers have nine digits separated by two hyphens: i.e., 000-00-0000. Employer identification numbers have nine digits separated by only one hyphen: i.e., 00-0000000. The table below will help determine the number to give to Mellon Investor Services, LLC.

For this type of account:	Give the SOCIAL SECURITY number of—	For this type of account:	Give the SOCIAL SECURITY number of—
1. Individual	The individual	9. A valid trust, estate or pension trust	The legal entity (do not furnish the identifying number of the personal representative or trustee unless the legal entity itself is not designated in the account title.) (5)
2. Two or more individuals (joint account)	The actual owner of the account or, if combined funds, the first individual on the account(1)	10. Corporate	The corporation
3. Husband and wife (joint account)	The actual owner of the account or, if combined funds, the first individual on the account(1)	11. Religious, charitable or educational tax-exempt organization	The organization
4. Custodian account of a minor (Uniform Gift to Minors Act)	The minor(2)	12. Partnership account held in the name of the business	The partnership
5. Adult and minor (joint account)	The adult or, if the minor is the only contributor, the minor(1)	13. Association, club or other tax-exempt organization	The organization
6. Account in the name of guardian or committee for a designated ward, minor or incompetent person	The ward, minor or incompetent person(3)	14. A broker or registered nominee	The broker or nominee
7. a. The usual revocable savings trust account (grantor is also trustee)	The grantor-trustee(1)	15. Account with the Department of Agriculture in the name of a public entity (such as a state or local government, school district or prison) that receives agricultural program payments	The public entity
b. So-called trust account that is not a legal or valid trust under state law	The actual owner(1)		
8. Sole proprietorship	The owner(4)		

- (1) List first and circle the name of the person whose number you furnish. If only one person has a social security number, that person's number must be furnished.
- (2) Circle the minor's name and furnish the minor's social security number.
- (3) Circle the ward's, minor's or incompetent person's name and furnish such person's social security number.
- (4) Show the name of the owner. You must show your individual name, but you may also enter your business or "doing business as" name. You may use either your social security number or employer identification number (if you have one).
- (5) List first and circle the name of the legal trust, estate or pension trust.

**Note:** If no name is circled when there is more than one name, the number will be considered to be that of the first name listed.

# GUIDELINES FOR CERTIFICATION OF TAXPAYER IDENTIFICATION NUMBER ON SUBSTITUTE FORM W-9

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### Obtaining a Number

If you don't have a TIN or you don't know your number, obtain Form SS-5, Application for a Social Security Card, or Form SS-4, Application for Employer Identification Number, at the local office of the Social Security Administration or the Internal Revenue Service and apply for a number.

### Payees Exempt From Backup Withholding

Payees specifically exempted from backup withholding include the following:

1. An organization exempt from tax under section 501(a), any IRA, or a custodial account under section 403(b)(7) if the account satisfies the requirements of section 401(f)(2).
2. The United States or any of its agencies or instrumentalities.
3. A state, the District of Columbia, a possession of the United States, or any of their political subdivisions or instrumentalities.
4. A foreign government or any of its political subdivisions, agencies, or instrumentalities.
5. An international organization or any of its agencies or instrumentalities.

Other payees that **may be exempt** from backup withholding include:

6. A corporation.
7. A foreign central bank of issue.
8. A dealer in securities or commodities required to register in the United States, the District of Columbia, or a possession of the United States.
9. A futures commission merchant registered with the Commodity Futures Trading Commission.
10. A real estate investment trust.
11. An entity registered at all times during the tax year under the Investment Company Act of 1940.
12. A common trust fund operated by a bank under section 584(a).
13. A financial institution.
14. A middleman known in the investment community as a nominee or custodian.
15. A trust exempt from tax under section 664 or described in section 4947.

### Payments Exempt From Backup Withholding

**Dividends and patronage dividends** that generally are exempt from backup withholding include:

- Payments to nonresident aliens subject to withholding under section 1441.
- Payments to partnerships not engaged in a trade or business in the United States and that have at least one nonresident alien partner.
- Payments of patronage dividends not paid in money.
- Payments made by certain foreign organizations.
- Section 404(k) distributions made by an ESOP.

**Interest payments** that generally are exempt from backup withholding include:

- Payments of interest on obligations issued by individuals. Note: you may be subject to backup withholding if this interest is \$600 or more and is paid in the course of the payer's trade or business and you have not provided a correct TIN to the payer.
- Payments of tax-exempt interest (including exempt-interest dividends under section 852).
- Payments described in section 6049(b)(5) to nonresident aliens.
- Payments on tax-free covenant bonds under section 1451.
- Payments made by certain foreign organizations.

Exempt payees described above should file Form W-9 to avoid possible erroneous backup withholding. **FILE THIS FORM WITH THE PAYER, FURNISH YOUR TIN, WRITE "EXEMPT" ON THE FACE OF THE FORM AND SIGN AND DATE THE FORM.**

Certain payments other than interest, dividends and patronage dividends not subject to information reporting are also not subject to backup withholding. For details, see the regulations under Internal Revenue Code sections 6041, 6041A, 6042, 6044, 6045, 6049, 6050A and 6050N.

**Privacy Act Notice.**—Section 6109 of the Internal Revenue Code requires you to give your correct TIN to persons who must file information returns with the IRS to report, among other things, interest, dividends, and certain other income paid to you. The IRS uses the numbers for identification purposes and to help verify the accuracy of your tax return. The IRS may also provide this information to the Department of Justice for civil and criminal litigation, and to cities, states and the District of Columbia to carry out their tax laws. You must provide your TIN whether or not you are required to file a tax return. Payers must generally withhold 31% of taxable interest, dividend and certain other payments to a payee who does not give a TIN to a payer. Certain penalties may also apply.

### Penalties

**(1) Penalty for Failure to Furnish TIN.**—If you fail to furnish your correct TIN to a payer, you are subject to a penalty of \$50 for each such failure unless your failure is due to reasonable cause and not to willful neglect.

**(2) Civil and Criminal Penalties for False Information.**—If you make a false statement with no reasonable basis which results in no imposition of backup withholding, you are subject to a \$500 civil penalty. Willfully falsifying certifications or affirmations may also subject you to criminal penalties including fines and/or imprisonment.

**FOR ADDITIONAL INFORMATION CONTACT YOUR TAX CONSULTANT OR THE INTERNAL REVENUE SERVICE.**