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Attorney for Plaintiffs

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

KINGSTOWN PARTNERS MASTER LTD.,
KINGSTOWN PARTNERS II, LP, KTOWN, LP,
and KINGFISHERS, LP

Plaintiff,

v.

DXC TECHNOLOGY COMPANY, HEWLETT
PACKARD ENTERPRISE COMPANY, RISHI
VARNA, TIMOTHY C. STONESIFER, JEREMY
K. COX, MUKESH AGHI, AMY E. ALVING,
DAVID HERZOG, SACHIN LAWANDE, J.
MICHAEL LAWRIE, JULIO A. PORTALATIN,
PETER RUTLAND, MANOJ P. SINGH,
MARGARET C. WHITMAN, ROBERT F.
WOODS, and PAUL N. SALEH,

Defendants.

Case No.

**COMPLAINT FOR VIOLATIONS
OF THE FEDERAL SECURITIES
LAWS**

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1 Plaintiffs Kingstown Partners Master Ltd., Kingstown Partners II, LP, Ktown, LP, and
2 Kingfishers, LP (collectively, “Plaintiffs”), by and through their attorneys, allege the following based
3 upon personal knowledge as to Plaintiffs and Plaintiffs’ own acts, and upon information and belief
4 as to all other matters, based upon, *inter alia*, the investigation conducted by and through Plaintiffs’
5 attorneys. Such investigation included, among other things, a review of Defendants’ public
6 statements and announcements, U.S. Securities and Exchange Commission (“SEC”) filings, wire and
7 press releases published by and regarding DXC Technology Company, securities analysts’ reports,
8 news stories, and the documents filed in *Hilton v. DXC Technology Company*, No. 1:19-cv-01157-
9 PKC (S.D.N.Y.) (the “*Hilton Action*”), *In re DXC Technology Company Securities Litigation*, No.
10 1:18-cv-01599-AJT-MSN (E.D. Va.) (the “*In re DXC Class Action*”), and *Costanzo v. DXC*
11 *Technology Company*, No. 5:19-cv-05794-BLF (N.D. Cal.) (the “*Costanzo Action*”). Plaintiffs
12 believe that additional substantial evidentiary support exists for the allegations set forth herein and
13 will be available after a reasonable opportunity for discovery.

14 I. INTRODUCTION

15 1. Plaintiffs bring this action pursuant to Sections 10(b) and 20(a) of the Securities
16 Exchange Act of 1934 (the “Exchange Act”), and SEC Rule 10b-5 promulgated thereunder, and
17 Sections 11 and 15 of the Securities Act of 1933 (the “Securities Act”).

18 2. DXC Technology Company (“DXC or the “Company”) is an information technology
19 (“IT”) company that began trading on the New York Stock Exchange (“NYSE”) on April 3, 2017.
20 The Company was formed in April 2017, when Hewlett Packard Enterprise Company (“HPE”) spun
21 off one of its five business segments, the Enterprise Services segment, and merged it with Computer
22 Sciences Corporation, Inc. (“CSC”) to form the company known as DXC (the “Merger”). During the
23 period from March 31, 2017 through August 9, 2019 (the “Relevant Period”) Plaintiffs acquired
24 shares of DXC securities at prices that were artificially inflated as a result of Defendants’ violations
25 of the securities laws.

26 3. The Securities Act Defendants (defined in ¶ 43 below) issued the prospectus and
27 registration statement (the “Registration Statement”) to solicit investors to purchase DXC shares and
28 to convince CSC shareholders to vote in favor of the Merger, pursuant to which they would exchange

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