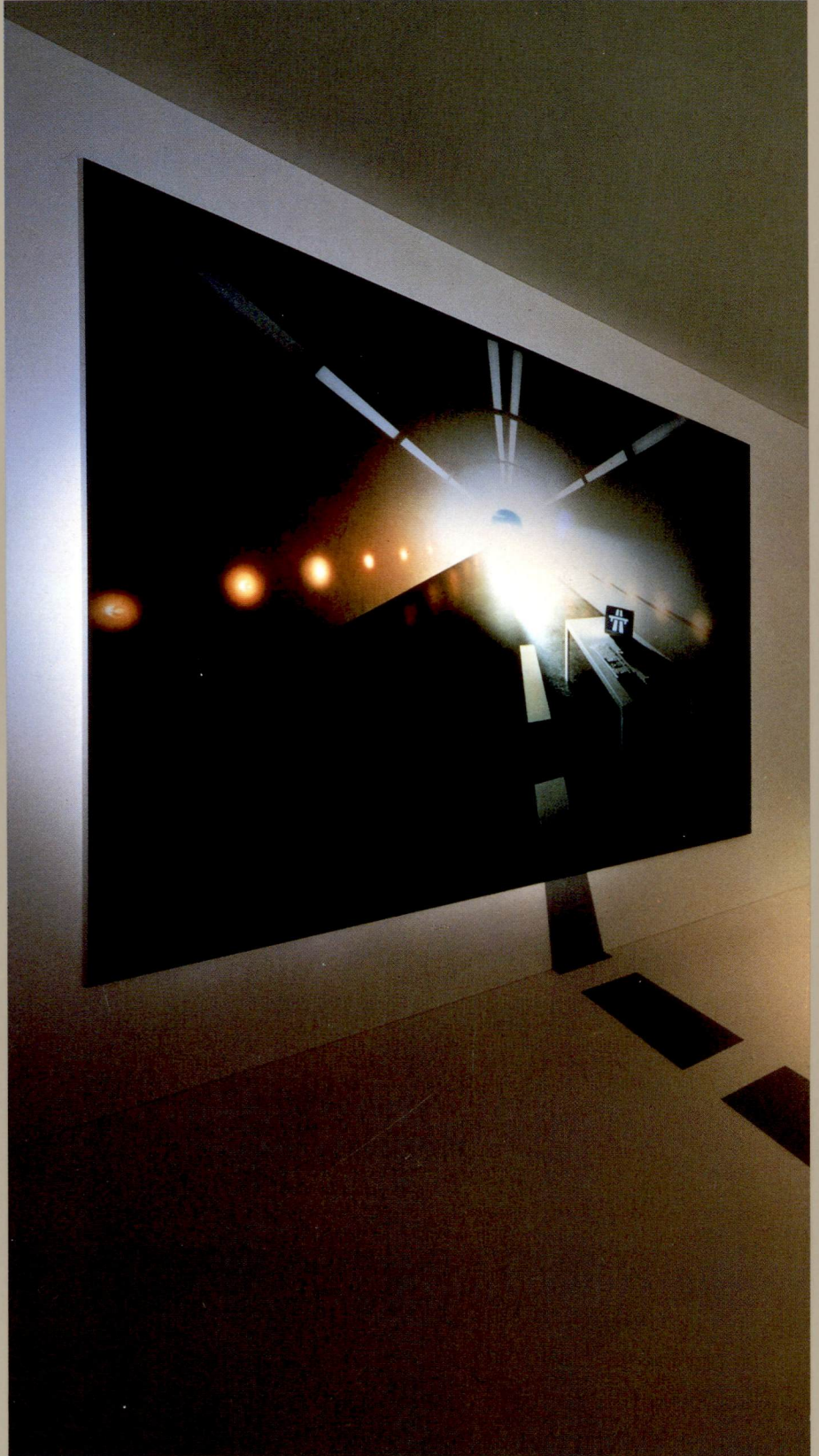
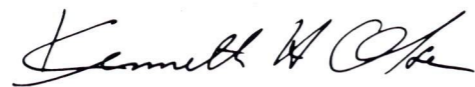


European Mission & Objectives Corporate Philosophy & Ethics

digital



**“Digital is one company,
with one strategy
and one message.”**



Ken Olsen, President

Our business is to engineer, manufacture, market, sell, and service the best quality computer systems in the industry.

Customer satisfaction is our top priority.

We have the most integrated set of products in the computer industry. Our networking and “styles of computing” strategies help set us apart from the competition.

Our customers will always want and need more powerful computing capabilities. It is our job to help them deal with changing technology – protecting their investments in our products while giving them paths for growth.

We target applications, industries, and accounts which appreciate and require the kind of quality Digital provides.

As a public Corporation, we depend on our stockholders and bondholders to help us finance growth. They measure our success by our profits and our management of assets.

Our employees are our greatest asset and we count on them to help us reach our goals by using positive business ethics, and contributing as individuals and as members of a team to Digital’s success.

*State of the Company Meeting,
Jan. 1984*



**Digital Equipment
Corporation (DEC)
is the world’s
second largest
computer company.**

Through innovation, we lead the market with our compatible product family, open networks and fully integrated information systems.

You will find us open, friendly and dedicated to providing systems and solutions that help you increase your competitiveness.

We are your long-term partner.

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Introduction

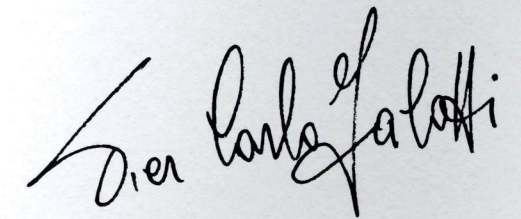
In this booklet you will find the 1986 set of the European Mission and Objectives, along with explanations of these very important statements. In addition, the booklet contains the positioning statement and two Corporate Policy Memoranda: the Digital Philosophy, and the Digital Business Ethics.

This material should provide you with an overall perspective on what we want to accomplish in Europe. It is intended to be used as a foundation for country and functional plans for the next year and the years to come.

The European Mission and Objectives is a joint effort of the whole European Management Team. It represents our strong conviction that a common direction must guide our organization. We have a vision of a better way of working together with integrated, interdependent objectives, strategies and programs.

This is the second set of European Mission and Objectives. The first one was published in January 1984 and contributed significantly to our success in Europe. It helped us align our organization towards "making Digital easier to do business with". This motto and our Mission have not changed. Because of changes in our environment, our increased size, the new product set, etc., we felt it was time to adjust our Objectives.

I hope this booklet will be very useful to you, and I look forward to your contributions towards a successful implementation of our Objectives in an environment of team work.



PIER CARLO FALOTTI

European Mission:

**We provide our customers
with quality information systems,
products, and services**

European Mission

**We provide customers with quality
information systems, products, and services.**

Explanation

WE PROVIDE... we are a reliable and easy-to-do-business-with supplier.

CUSTOMERS... from the individual professional to the large customer.

WITH QUALITY INFORMATION SYSTEMS... the way in which a company acquires, shares, integrates and uses data to fulfil its mission, optimize its productivity and competitiveness and plan its evolution.

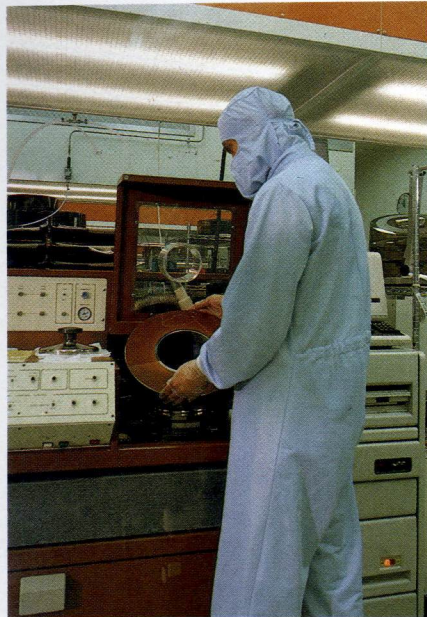
QUALITY INFORMATION PRODUCTS... a wide range of compatible information handling products from the user-tuned workstation to non-stop multi-MIPS computers, supported by a complete set of software tools and applications integrated into a complete network and database architecture.

AND QUALITY SERVICES... the widest range of services from first contact through end of product life and any services with added value to help the customer to design, implement, and manage his information systems needs, setting the effectiveness standard in the industry and continuing to set the pace in service technology.

European Objectives:

Market
Channel
Product/Application
Service
Business
Organization
People





1) Strengthen our leadership position and traditional relationship with the scientific, educational, and research community.

Explanation

Because of our innovative approach, our products have always been particularly well received by the very demanding environment in the scientific, educational, and research community. Over the years, we have established a leadership position and a long term relationship with this community, which has often guided us in our dedication to

quality and product development. From this community we hire our employees, and customers hire theirs. This community is very influential in the computer industry and retaining a relationship with these opinion-makers is part of our overall Public Relations activity. In Education, we concentrate on higher education institutions.

2) Be the preferred partner to the manufacturing industries.

Explanation

Our products are particularly suited for the Manufacturing industries and over the years, we have developed a good understanding of the applications and needs of this industry. We, DEC, are part of this industry and make use ourselves of what we sell. We will develop an application portfolio strategy for each of these industries which includes acquired, developed, and referred applications.

We like to establish partnerships with key strategic accounts which go beyond just selling systems. We want a deeper relationship, which

implies mutual satisfaction and long term investment on both sides. We aim for the highest share of the Data Processing spending of our strategic customers. Our message to all customers in this industry is that "DEC can integrate all of your departments and offer greater system flexibility to allow you to change your way of doing business, as your customers change their demands on you".

We consider the manufacturing activities of Telephone Equipment Manufacturers (TEMs) to be part of the Manufacturing Industries. The service activities of TEM's are addressed in objective 3.

3) Be the preferred partner to the public and private services and telecommunication industries especially for distributed applications.

Explanation

In this objective, we address the public service industries and private services such as Banking, Retail/Distribution, Insurance, Transportation, etc. In particular, we address the Telecommunications Industry which includes PTTs and the service activities of Telephone Equipment Manufacturers. Our objective to be the preferred partner in these industries is the

same as for the manufacturing industries, except that these are the largest and newest to DEC. Therefore, we will need to focus on selected segments on a country by country basis and concentrate on the distributed applications area. (Banking is an example of the successful implementation of this objective.)

4) Become a key partner in the information technology market in countries where we operate, by increasing our local presence and participation.

Explanation

Because of our size and market position, we play a very significant and visible role in the economies of all European countries. Our strength in technology, our complete product and services offering, and our goal of open architecture makes us an ideal supplier to ensure an open market and standards environment.

Therefore, we have many opportunities as quality supplier, customer, employer, technology partner, and standards partner. We want to address these opportunities fully in our relationships with customers, governments, suppliers, and the information technology industry as a whole.

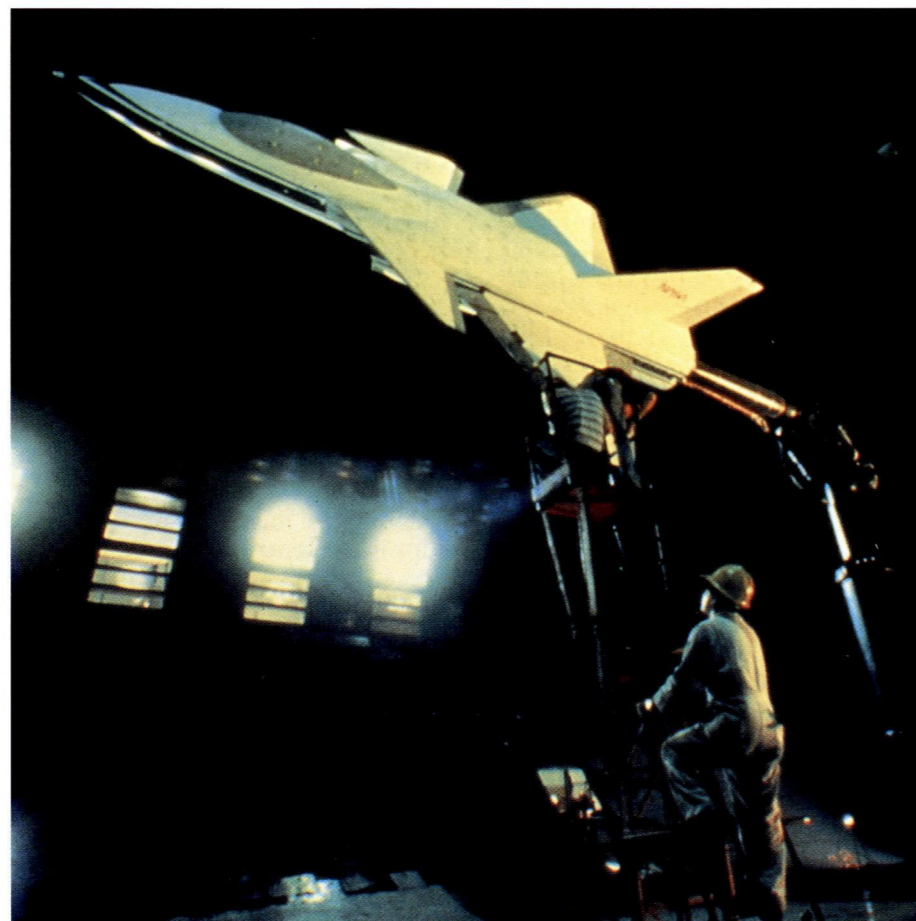
5) Encourage added value channels, especially Original Equipment Manufacturers (OEMs) to complement our products and selling resources in order to maximize quality, profit, and volume.

Explanation

Original Equipment Manufacturers (OEMs) are enterprises who buy computers from DEC and add substantial hardware and/or software value to our products. OEMs bring DEC computers to industries and applications which DEC does not address directly. We will always need OEMs to complement our product offering and our selling resources. Other

added value channels are Authorized Resellers and Distributors, whose added value is principally in terms of sales and marketing efforts.

All these channels cooperate with DEC to complement and supplement our marketing efforts to maximize quality, profit, and volume, precisely in that order.



6) Ensure that corporate products are designed to adapt easily to country markets and that we can perform the adaptation and complementary local product development necessary to meet country plans and the required quality standards.

Explanation

It is company policy to design and manufacture products that can be easily adapted to country markets, while meeting our quality standards. We do this in order to maximize our presence in all countries and therefore our

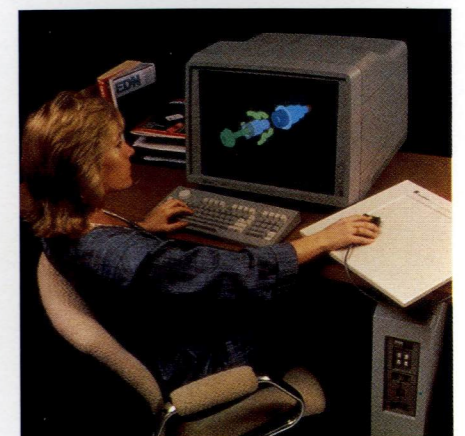
worldwide sales volume. It is an objective of the European Marketing and Engineering organizations to identify these needs and make sure that they are satisfied in our product development plans.

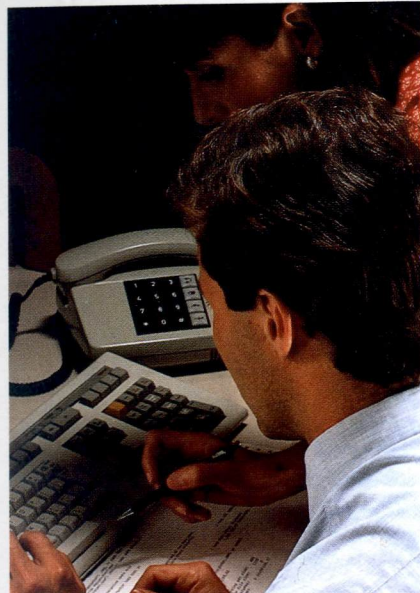
7) Make the Digital Computing Environment preferred for all quality application software to support our market objectives.

Explanation

The Digital Computer Environment consists of our architectures for computer hardware (VAX), operating software (VMS + VIA), storage (DSA), networking (DNA + OSI), and applications development. We will offer tools, information,

consulting, project support, and cooperative marketing agreements to OEMs, software houses, and internal information systems developers. In our targeted industries, we will acquire, develop, and refer the required quality applications.





8) Provide a full range of quality services to support our market, channel, and product objectives.

Explanation

We must increase our emphasis on efficient, high quality services, recognizing that our industry is becoming even more service intensive and that we must anticipate and meet the demands of our customers. The services plans are an integral part of the overall operation plan.

9) Develop full capabilities to design, install, support, and manage information networks for our customers.

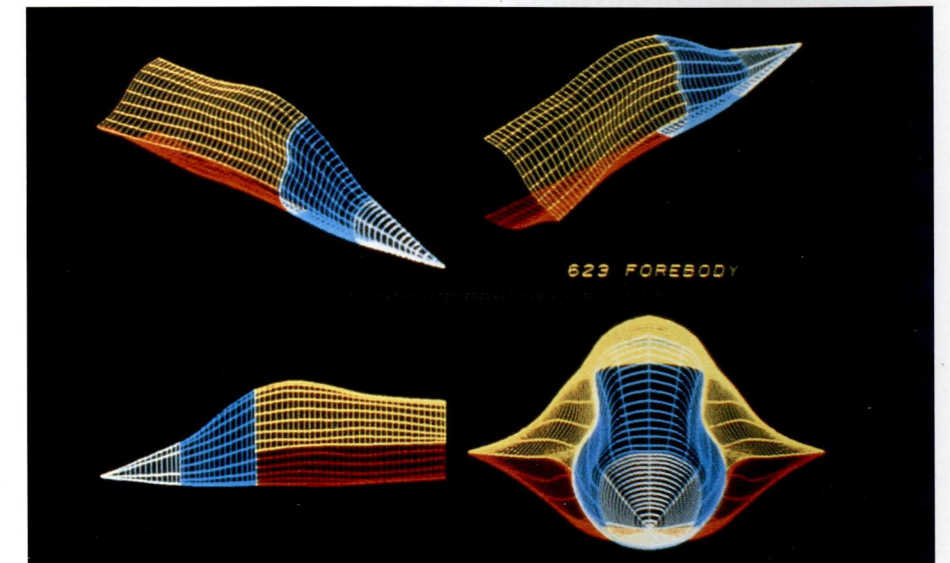
Explanation

A particular service demand from our customers is in the "managed networks" area. We must focus on this capability. Training for our customers is included in the support we provide. In the beginning, this world-wide service will be offered to only a few carefully selected customers until we are sure that we can offer a high-quality Digital service to our entire customer base.

10) Improve our financial performance to meet Digital's long-term goals, while meeting our short-term quantitative objectives, through successful implementation of our integrated operating plan and dedication to quality and productivity across all functions.

Explanation

No change in the short term objective; however, we are committed to a change in operating style which will produce an increase in financial performance, especially in return-on-assets.



11) Develop close cooperation, team work, and interdependence among all functions to ensure common goals, synergistic plans, and employee motivation which satisfy customer needs, and make Digital easier to do business with. Specifically:

Within each cross-functional management team, the following functions have the primary responsibility to define and implement our integrated business plan. These functions are:

Computer Special Systems, Educational Services (customer training), Engineering, Manufacturing, Marketing, Sales, Field Service, Software & Application Services.

As part of each cross-functional management team, the following functions are responsible for defining and delivering effective, efficient, and high quality cross-functional service to the entire company. These functions are:

Educational Services (internal training), Finance and Administration, Information Services, Law, Logistics, Personnel.

Explanation

We are committed to a customer oriented organization with the most productive possible use of internal resources. Specifically, we are committed to make Digital easier to do business with, through

better integration of our pre- and post-sales delivery activities. We believe that joint plans to achieve common goals deliver higher productivity than non-integrated plans.

12) Ensure that all employees and the organization are able to maintain Digital's commitment to quality and productivity while managing the increasing rate of environmental and company change.

Explanation

Technology, competition, and customers are changing at an ever-increasing rate. We must adapt to these changes to ensure our success. Digital's employees and their interaction are key to meeting our objectives. Therefore, changed

objectives will be communicated effectively to maximize employee contribution to the successful implementation of the changes. We will use a formal change management process for major change programs (the "PROMPT" process).

13) Define and implement effective decision-making and communication processes to ensure timely dissemination of all relevant information to the appropriate groups.

Explanation

To achieve quality, decision-making based on proposals is preferred, and listening to a wide variety of views is encouraged. The company supports an open and innovative internal environment receptive to employees' ideas for internal formal change and improvement. Some decisions cannot be participatory; however, all decisions will be clearly communicated and explained. Efficient implementation plans which affect people's tasks will encourage participation by the individuals affected as much as possible.

When agreement on an issue cannot be reached in a timely manner, the individuals involved are responsible for escalating the disagreement to the appropriate manager(s). This is a crucial part of our decision-making process.



European Objectives: People

14) Ensure full development of the skills of each employee for his/her current job and future opportunities and strive for his/her maximum satisfaction within corporate goals.

Explanation

People are Digital's most important resource. Hence we require the development of job-related skills.

15) Measure each employee on the satisfaction of his/her external and/or internal customers.

Explanation

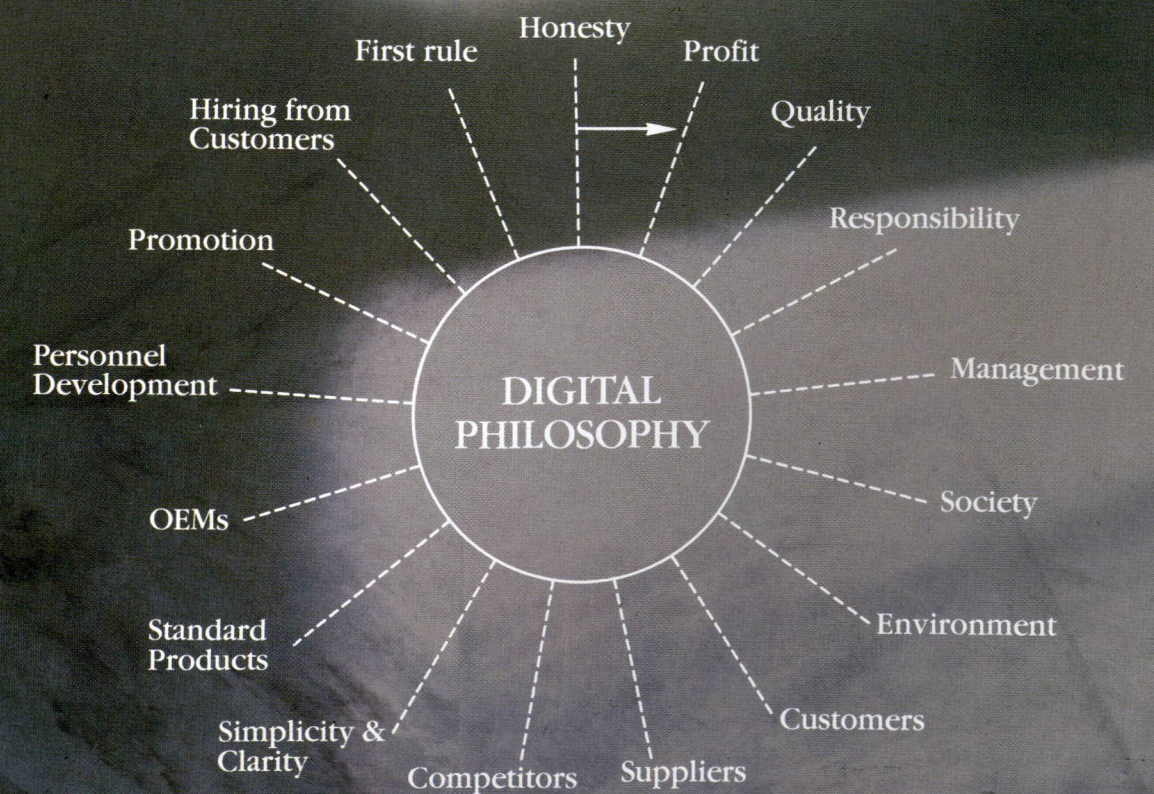
Customer satisfaction is central to our success. We expect clear measures of satisfaction to be an important part of the feedback which improves our performance as individuals and as a company.

16) Ensure that all employees understand and commit to Digital's dedication to quality and productivity, and behave accordingly.

Explanation

"DO IT RIGHT THE FIRST TIME!"

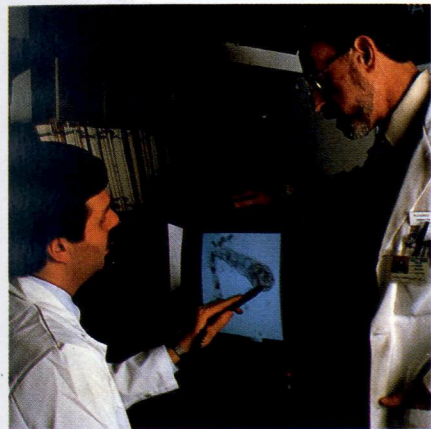
Digital Philosophy



Preface

The following statements represent the overall company philosophy and ethics covering the whole Corporation. Where the European Management Team has stated more detailed directives, these should be used for specific guidance.

Some philosophy and ethics statements are similar or even identical. In order to represent the original documents as authentically as possible, we do not eliminate those redundancies in this booklet.



Honesty

We want to be not only technically honest, but also to make sure that the implication of what we say and the impressions we leave are correct. When we make a commitment to customers or to employees, we feel the obligation to see that it happens.

Profit

We are a public Corporation. Stockholders invest in our Corporation for profit. Success is measured by profit. With success comes the opportunity to grow, the ability to hire good people, and the satisfaction that comes with meeting your goals. We feel that profit is in no way inconsistent with social goals.

Quality

Growth is not our primary goal. Our goal is to be a quality organization and do a quality job which means that we will be proud of our product and our work for years to come. As we achieve quality, growth comes as a result.

The product we are selling includes the engineering, the software, the manufacturing, and the services, which include field service, software support, sales, order processing, training, and manuals.

Responsibility

Plans are proposed by managers or teams. These plans may be rejected until they fit Corporate goals or until the Corporate Executive Committee feels confident in the plans. But when they are accepted, they are the responsibility of those who proposed them. The impetus for the plan may come from outside the group making the proposal, but when it is accepted, the proposal is the responsibility of the one who proposed it. Others who need to participate in plan implementation are expected to support approved plans.

Management

We particularly want to be sure that line management jobs are clear and well defined. Because so many people are dependent on the plans of line managers, it is very important that their plans have regular automatic measurements built into them. Meeting financial results is only one measure of a plan; other measures are satisfied customers, development of people, meeting long range needs of the Corporation, development of new products, opening new markets, and meeting the commitments made to others in the company. We believe that our commitment to planning assures our freedom to act.

Society

We are committed as a Corporation to take affirmative action in providing equal opportunity for employment and promotion for all persons regardless of race, color, creed, age, or sex. We encourage all employees to take responsibility in community, social, and government activities. We are always open for proposals as to what the Corporation or an individual on Corporation time may want to do in these areas. However, activities done on Company time or with Company funds should have a formal proposal including ways of regularly measuring success toward goals.

Environment

As good citizens, we believe we have a responsibility to keep our environment free of pollution and to set an example.

Customers

We must be honest and straightforward with our customers and be sure that they are not only told the facts, but that they also understand the facts.

To the best of our knowledge and ability, we want to be sure that the products we sell solve the needs of the customer even when the customer is inexperienced. We want our products and services to meet the customer's expectations, and to do this we must clarify in advance all of those expectations in a way that the customer will understand. When we sell a product to a customer, we want to be sure that the Corporation fulfills the obligations we took on with the sale. We sell our Corporation, its products and its services, not a single individual. We must be sure all Digital commitments are met.



Suppliers

We wish to be viewed by suppliers as a desirable customer. Business transactions with suppliers will be conducted on an honest, fair and open basis. Suppliers and potential suppliers will be treated courteously and given an opportunity to present their goods and services for consideration. Competition is encouraged. Our business ethics require that our employees do not accept from suppliers any gifts, gratuities, or entertainment that exceed common courtesy or are of nominal value.

Competitors

We never criticize the competition publicly. We sell by presenting the positive features of our own products. We want to be respectful of all competition, and collect and analyse all public information about competitors. When we hire people from competitors, we should never ask them for confidential, competitive information, nor should we use confidential literature they may have taken with them.

Simplicity and Clarity

We want all aspects of DEC to be clear and simple, and we want simple products, proposals, organization, literature that is easy to read and understand, and advertisements that have a simple, obvious message. We have thousands of employees and many thousands of customers. We have to keep things simple to be sure that all work together. Our decisions must always consider the impact on the people who will be affected by them.

Standard Products

Standard products are the base of our business. At times, in certain areas, we will invest in software and hardware specifically for special markets. But we should never lose sight that the base of our business is our standard products.

OEMs

Selling to OEMs is very important to us. There are more applications for our products than we could ever develop. When OEMs take risks and are very successful in a market, we should respect the risk they took.

However, we may compete with OEMs in very large markets or where the OEM covers only a small segment of the market. When we decide to enter a market, we make this decision independently on the basis of the facts.

Thereafter, we look to see if we have an OEM who focuses on that market, so that we can openly communicate our future plans to that OEM. If we do compete with an OEM, we do it openly and fairly. Conversely, we will respect the right of our OEM to compete with us. When OEMs are in trouble with their customers, we tell them so they can improve.

Personnel Development

We encourage people to develop technical skills, breadth of knowledge, and expertise in a specific area. We also encourage people to develop supervisory and management skills. We believe that individual discipline should be self-generated.

Promotion

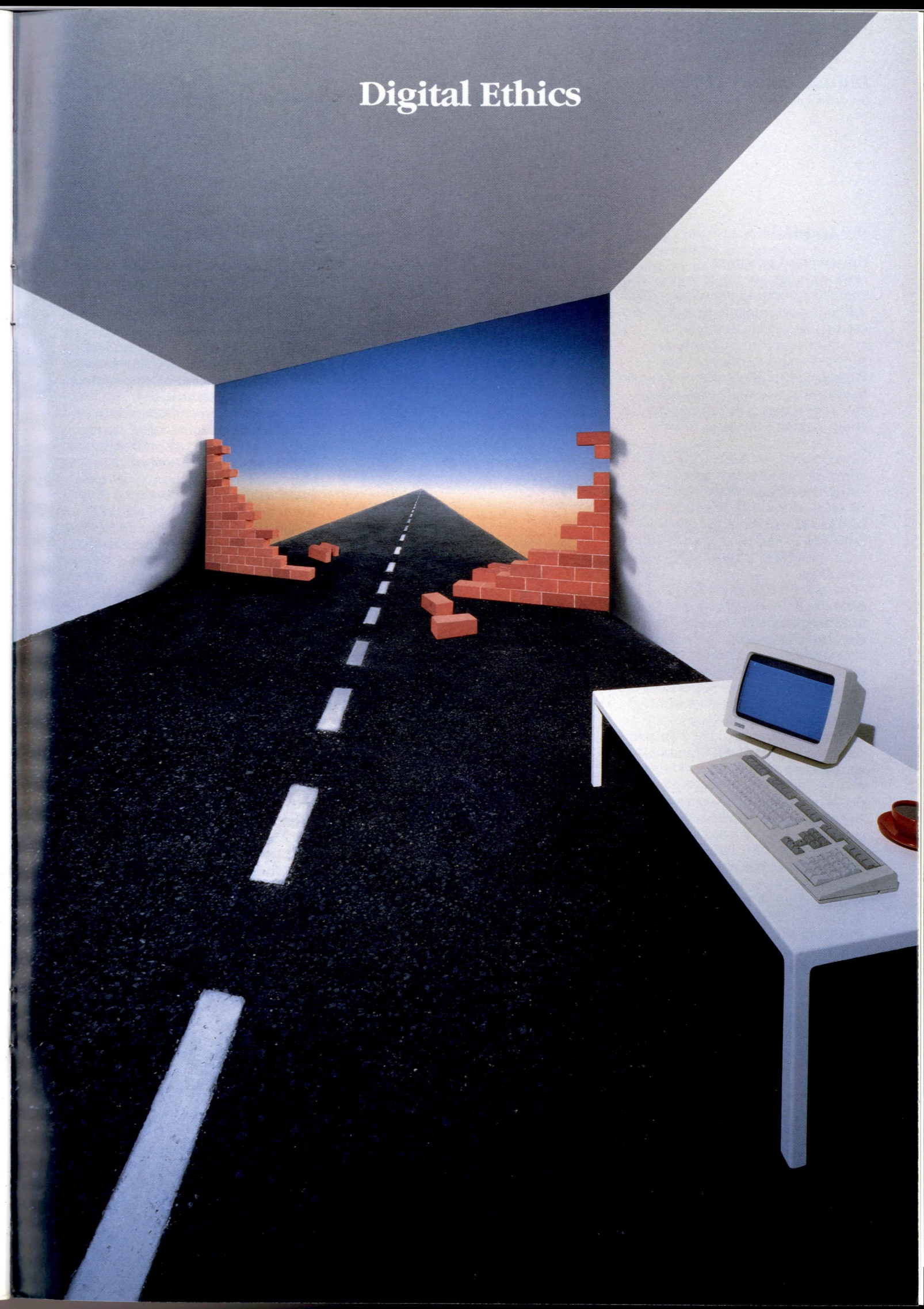
We promote people according to their performance, not only their technical ability but also their ability to get the job done and to take the responsibility that goes with the job. Ability is measured not only by past results, but also by attitude and desire to succeed. Performance results are also used to decide whether a person should remain in his or her current job.

Hiring from Customers

We should be exceedingly careful when hiring employees from customers. Sometimes this is reasonable and desirable; but we should do it with all caution, and by being sure that the employee first tells the customer.

First Rule

When dealing with a customer, a supplier, or an employee, do what is "right" to do in each situation.



Preamble

Honesty and personal responsibility are the foundation of Digital's operating principles. We will conduct our business in every country, in a way that instills confidence in our customers, suppliers, and employees that Digital will fulfill its commitments. In addition, we will refrain from any action that will raise questions about Digital's Business Ethics.

Since Digital, an American-based company, conducts business in many countries, we will conduct all worldwide activities well within the standards of U.S. Business Ethics. We will, of course, comply fully with local laws in all countries.

Each Digital employee represents the Company and must conform to the above principles. When any action seems in any way questionable, the employee should consult with his/her supervisor as to the appropriateness of the action. This process should continue upwards in the company until the appropriateness of each action is assured by senior managers. In this process, all decisions should be written down, so that there is a clear record of the process.

DIGITAL WANTS TO BE PROUD OF EVERY ACTION TAKEN BY EMPLOYEES. WE WANT TO SURFACE EVERY BORDERLINE ISSUE SO THAT DECISIONS ARE MADE IN AN OPEN AND CONSCIOUS WAY.

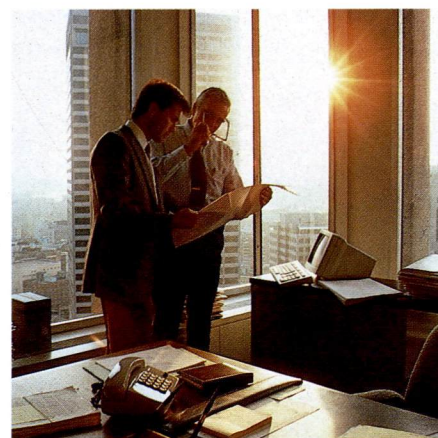
Local Laws

DIGITAL WILL COMPLY WITH LOCAL LAW, REGARDLESS OF CUSTOM. WE WANT TO BE GOOD CITIZENS IN EVERY COUNTRY WHERE WE OPERATE, AND WE EXPECT EVERY EMPLOYEE TO DO SO.

Imports/Exports – We will declare the material imported into every country honestly and correctly by executing the required forms and paying the assessed duties. Digital will not import materials without an appropriate license. Of course, we will not make direct or indirect payments or bribes to customs agents, regardless of whether this is a local custom that is viewed as normal.

Work Permits and Visas – We will comply with all regulations regarding visa and work residency permits, and will honestly declare the presence of our personnel in any country.

Currency Regulations – Digital will transfer funds in strict accordance with the requirements and restrictions of each country and no employee should become involved in any process to violate these.



Taxes – We believe in minimizing tax expense in conformance with all tax laws, while paying all taxes, duties, and levies for which we are liable. Every employee has a similar responsibility to pay all taxes and duties that are required in each country. That means that the full measure of employee compensation, including pay and allowances, should be reported to the appropriate government authority, and the proper measure of taxes will be withheld and paid. All required tax returns, to an employee's home country as well as the employee's country of residence, must be filed on time and accurately reflect the full amount of taxable compensation.

Conducting Business

DIGITAL FOLLOWS LOCAL CUSTOM EXCEPT WHERE IT IS IN CONFLICT WITH U.S. BUSINESS ETHICS, U.S. BUSINESS PRACTICES, U.S. LAW, OR DIGITAL POLICIES.

Business Inducements – We will make no payoffs, bribes, illegal contributions, or perform any improper acts in any country. Digital insists on refusing orders where such practices are customary or expected. We will not knowingly have a business relationship with any representative who violates this guideline. Digital will not pay a "Finder's Fee" for the same reasons.

Entertainment and Gifts – Modest entertainment of our customers is regarded as one phase of establishing an effective relationship. Entertainment at dinners and sporting events are appropriate, and should be conducted tastefully and in a manner to promote good communications between the customer and our Company. A small gift (less than \$25) may also be appropriate for the same purpose. Any entertainment that bestows valuable benefits upon the recipient is definitely not allowed.

Digital employees and their family members must not accept any gratuities or gifts that go beyond the common courtesies, or which exceed a nominal value from a customer, supplier, or anyone else having a business relationship with the company. Anyone receiving such a gift should immediately turn it over to his/her supervisor so that appropriate action can be taken. Our agents and representatives must follow the same practice.

Government Officials & Public Service Officials – In many countries it is important to establish informal, friendly relationships with government and public service officials. The same practices that are appropriate with customers are appropriate with these officials, so long as they are in conformance with local laws.

Company Assets and Bank Accounts – The preservation of Company property is the direct responsibility of the employee who has control of the asset. These assets include intangibles, such as technology, information, and ideas, as well as equipment, facilities, and supplies. The age of an asset, its physical condition, or its status on the company books does not change this responsibility. Employees in control of company assets should insure that disposition and conversions follow company procedures. Property received in the sale or disposition of assets must be turned over to the Company and cash must be deposited in a properly authorized Company account.

Accurate Reporting – Employees responsible for reporting data must do so accurately and honestly. Financially oriented data must also comply with the Company's accounting policies and controls. Presentations of data should fairly present all of the facts in a way that does not intentionally mislead or misinform.

Suppliers and Sub-Contractors – As defined in our Purchasing Policies, business transactions with suppliers and sub-contractors should be conducted on a free and open basis. Alternative suppliers should be permitted to compete openly and fairly, so that the procurement choice can be objectively established as the one most favorable to Digital. We want suppliers to view Digital as a desirable and fair customer. Any employee who has any personal relationship with a supplier should disqualify himself/herself from the decision-making process with respect to that supplier.

Sales Agents – In some limited circumstances we may pay for legitimate sales services which go beyond the mere introduction of a potential customer. The fee is defined by our sales policy, and is determined by the value of the services performed. The contractual terms of such relationships must be in writing and must be approved by the Corporate Law Department.

Customers

WE MUST BE HONEST AND STRAIGHTFORWARD WITH OUR CUSTOMERS AND BE SURE THAT THEY ARE NOT ONLY TOLD THE FACTS, BUT THAT THEY ALSO UNDERSTAND THE FACTS.

To the best of our knowledge and ability, we want to be sure that the products we sell solve the needs of the customer, even when the customer is inexperienced. We want our products and services to meet the customer's expectations, and to do this we must clarify in advance all of those expectations in a way that the customer will understand. When we sell a product to a customer, we want to be sure that the Corporation fulfills the obligations we took on with the sale. We sell our Corporation, its products, and its services, not a single individual. We must be sure all Digital commitments are met.

Competitors

We never criticize the competition publicly. We sell by presenting the positive features of our own products. We want to be respectful of all competition, and collect and analyse all public information about competitors. When we hire people from competitors, we should never ask them for confidential, competitive information, nor should we use confidential literature they may have taken with them.

Legal Restrictions – These ethical and moral concepts must be the same for our business lives as they are for our personal lives. There is no separate or less restrictive business morality. Additionally, there are a number of legal restrictions on how we may conduct business covering many diverse subjects such as financial reporting, competition, pricing, employee relations, etc. Our Corporate or Area Law Departments are available to assist you in complying with these.

Personal Activities

LEADERSHIP – EVERY MANAGER MUST SET AN EXCELLENT EXAMPLE FOR THE PEOPLE WORKING IN HIS/HER GROUP. IN REMOTE LOCATIONS, THE LOCAL MANAGER, AS THE SENIOR DIGITAL REPRESENTATIVE, HAS A MAJOR RESPONSIBILITY TO PROVIDE AN EXAMPLE FOR ALL EMPLOYEES AT THAT LOCATION.

Personal Style – We expect Digital employees to be honest, straightforward, helpful, and economical. Digital standards call for moderation in travel and entertainment styles, regardless of the employee's personal style.

Personal Business Ventures – Digital employees must not act in any manner inimical to the interests of the Company. We expect all employees to avoid any conflict of interest in their private activities, and to avoid activities that demand so much time that they adversely affect an employee's ability to perform effectively for Digital. Personnel Policy, section Conflicts of Interest, states in general terms that employees should not create appearance of "divided loyalty", and that the Company "believes that employees should not have financial interests in competitors".

Specific restrictions apply to officers. Personnel Policy specifically restricts officers from "having any financial interests in competitors". Officers and members of their households shall not invest, directly or indirectly, in competitors. For example, investments in "venture-capital" or research and development partnerships, etc. which in turn invest in Digital's competitors, are prohibited indirect participations. Investments in "special-situation" (undiversified) mutual funds which invest in Digital's competitors are similarly prohibited.

Outside Boards – An officer must have authorization from the Executive Committee before accepting any position on the governing board of any outside organization. Other employees must have written authorization from his/her Vice President before

accepting any position on the governing board of any outside organization if the position poses a possible conflict of interest or may demand so much time that the employee's ability to perform effectively for Digital is adversely affected. If an employee serves or wishes to serve on the governing board of any outside organization, he or she should refer to the Conflicts of Interest section of the Personnel Policy which contains guidelines for employees serving in that capacity.

Part-time Employment – Any Vice President or employee reporting to a Vice President must have written approval from the President before accepting any part-time employment outside of Digital. In signing the Employee Agreement upon joining Digital, each employee has agreed not to act on behalf of any other person or organization which is engaged in activities similar to or competitive with Digital.



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