

These terms of reference are supplementary to and governed by our Terms and Conditions for the Supply of Consultancy Services a copy of which is available on request.

*Summary: we agree to carry out the year 2000 testing and analysis set out in the proposal with the skill and care to be expected of a competent professional consultant.*

**1. Scope of Testing**

- 1.1. The scope of the tests is as set out in the proposal and is subject to the limitations as set out below.
- 1.2. We agree to use the various techniques, programs and knowledge at our disposal to check the compatibility of your hardware, software and firmware with recognised year 2000 compliance standards and, if we have agreed with you, to implement fixes or workarounds in each case at the cost or at the rate we have agreed.

**2. Limitations**

- 2.1. You acknowledge that although the techniques, programs and knowledge we use have shown to be effective in identifying and/or combating many year 2000 problems, the only certain way of eliminating all year 2000 problems is to carry out a complete and comprehensive line-by-line review of the source code of the software and firmware comprising your computer system and peripherals including running comprehensive test data, and also examining the schematics and chip topology of any hardware. You acknowledge that this is a practical impossibility as (a) the software, hardware and firmware you use is proprietary and you do not have access to the source code (b) the disassembly of the source code would (even if legal)

take an improbably long time and (c) the line-by-line analysis of many thousands of lines of source code is not within the scope of any reasonable business proposition.

- 2.2. We therefore agree to use the techniques which we have agreed with you to identify the areas where problems may arise to the extent that it is commercially reasonable to do so.

**3. Definitions**

- 3.1. "We" and "us" means Applied Business Solutions Ltd of Zealley House, Greenhill Way, Kingsteignton, NEWTON ABBOT, Devon, TQ12 3SB (company registered in England, No 3272968, whose registered office is at Sigma House, Oak View Close, Edginswell Torquay TQ2 7FF).
- 3.2. "You" means the person (which includes a company or other business) contracting to obtain goods, software licences or services from us
- 3.3. Where "you" means more than one person, each one of you is responsible, individually, for each of the obligations of all of you under these terms of reference.