SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-K/A

AMENDMENT NO. 1 TO ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

(Mark One)
[X] ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [FEE REQUIRED]

For the fiscal year ended March 29, 1996

OR

[_] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]

For the transition period from ---------- to -----------

Commission File No.: 1-4850

[LOGO OF COMPUTER SCIENCES CORPORATION]

COMPUTER SCIENCES CORPORATION
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

NEVADA	95-2043126
(STATE OF INCORPORATION OR ORGANIZATION)	(I.R.S. EMPLOYER IDENTIFICATION NO.)

2100 EAST GRAND AVENUE EL SEGUNDO, CALIFORNIA	90245
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)	(ZIP CODE)

Registrant's telephone number, including area code: (310) 615-0311

Securities registered pursuant to Section 12(b) of the Act:

TITLE OF EACH CLASS:	NAME OF EACH EXCHANGE ON WHICH REGISTERED
Common Stock, $1.00 par value per share	New York Stock Exchange
Preferred Stock Purchase Rights	Pacific Stock Exchange

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months, and (2) has been subject to such filing requirements for the past 90 days. Yes [X] No [_]

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. [X]

As of May 15, 1996, the aggregate market value of stock held by non-affiliates of the Registrant was approximately $4,319,000,000. A total of 56,090,734 shares of common stock was outstanding as of such date.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the Registrant's definitive Proxy Statement for its 1996 Annual Meeting of Stockholders, which was filed with the Securities and Exchange Commission on June 25, 1996, are incorporated by reference into Part III hereof.

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PART I

PART I

ITEM 1. BUSINESS

INTRODUCTION AND HISTORY

GENERAL

Computer Sciences Corporation ("CSC" or the "Company") was founded in 1959 and is among the world leaders in the information technology ("IT") services industry. CSC offers a broad array of professional services to industry and government and specializes in the application of advanced and complex information technology to achieve its customers' strategic objectives. CSC's services include:

Outsourcing--Operating all or a portion of a customer's technology infrastructure, including systems analysis, applications development, network operations and data center management.

Systems Integration--Designing, developing, implementing and integrating complete information systems.

IT and Management Consulting and Other Professional Services--Advising clients on a wide range of issues, including how to shape their strategies and operations to become market leaders, the strategic acquisition and utilization of IT, and "business process reengineering"--redesigning operations to achieve efficiencies and improve competitive position.

CSC has further enhanced its breadth of service offerings through expansion in outsourcing and strategic acquisitions across a number of geographic and vertical industry markets.

RECENT DEVELOPMENTS

On April 28, 1996, the Company entered into an Agreement and Plan of Merger with The Continuum Company, Inc. ("Continuum") and Continental Acquisition, Inc., a subsidiary of the Company ("Sub"), pursuant to which Sub will be merged with and into Continuum and Continuum will become a wholly owned subsidiary of CSC. Each outstanding share of common stock of Continuum will be converted into 0.79 of a share of CSC common stock.

Continuum is a consulting and computer services firm serving the needs of the global financial services industry for computer software and services. Consummation of the merger is expected to occur during the summer of 1996 and is subject to various conditions including, but not limited to, approval by the stockholders of CSC and Continuum.

REVENUES BY MAJOR MARKET

The Company's principal markets served are the U.S. commercial markets, international markets and the United States federal government, with revenues composed as follows for the last three fiscal years, shown as a percentage of total Company revenue:

	1996	1995	1994
U.S. Commercial	36%	35%	40%
International	27	21	12
Global Commercial	63	56	52
U.S. Federal Government	37	44	48
Total Revenue	100%	100%	100%

U.S. COMMERCIAL MARKETS

CSC is a major provider of outsourcing services, including systems analysis, applications development, network operations and data center management. Current outsourcing activities include recent contracts with Hughes Aircraft Company, Scott Paper Company, Southern New England Telecommunications Corporation, James River Corporation and San Diego Gas & Electric.

The Company also provides consulting and technical services in the development and integration of computer and communications systems to commercial organizations, as well as various industry-specific IT services. The Company's experience includes business process reengineering, the setting of information technology strategy, the development of information systems for a wide range of applications and the operation of computer facilities.

The Company has expertise in information-systems development for the vertical-industry markets of consumer goods, distribution, financial services, publishing, utilities, manufacturing, pharmaceuticals, communications and insurance, and for state and local governments. Other capabilities, such as office automation and communications network engineering, operation and management, range across industry needs in general.

The Company is one of the leading suppliers of large-scale claims processing and other insurance-related services to clients in the public sector. It has extensive expertise in the development and operation of automated systems that efficiently manage and process the large volumes of data associated with such programs. CSC serves as the fiscal agent for the Medicaid program of New York, and processes the health claims of coal miners for the black-lung program of the U.S. Department of Labor. It also acts as statistical agent for the Federal Emergency Management Agency's (FEMA) National Flood Insurance Program.

For the insurance and financial services industries, the Company provides services for administering life and disability insurance for credit loans and mortgages, collateral-protection insurance and warranty insurance. In addition, CSC markets business information systems, software and services to the managed healthcare industry, clinics and physicians.

Also in the financial services arena, the Company provides consumer credit reports and account-management services to thousands of credit grantors nationwide. Through an agreement with Equifax Inc., another major credit services company, the Company offers retail chains and other large credit grantors the benefits of a national file of consumer credit histories. The national file enables customers to obtain credit information from a single source, instead of dealing with multiple reporting services.

INTERNATIONAL MARKETS

The Company's international operations, with major offices in the United Kingdom, France, Germany, Belgium, the Netherlands, and Australia, provide a wide range of information technology services to commercial and public sector clients. CSC provides substantially the same services to its international customers that it provides to U.S. customers. These services span the range of consulting, systems integration and outsourcing. Current activities include major outsourcing contracts with British Aerospace, Anglian Water, Guinness PLC, the National Health Service in Scotland, ICI Paints and Lucas Industries PLC. Also, as part of the fiscal 1995 acquisition of Ploenzke A.G., CSC significantly expanded its European consulting operations.

U.S. FEDERAL MARKET

For more than three decades, CSC has provided the United States federal government with IT services, ranging from traditional systems integration and outsourcing to advanced technical undertakings and complex project management. CSC has extensive experience in the development of software for mission-critical systems for defense and civil agency applications, and also provides systems engineering and technical assistance in network management, satellite communications, intelligence, aerospace, logistics and related high-technology fields.

Typical current activities include: supporting the Federal Aviation Administration's National EnRoute Software system, developing the next generation of NAVSTAR Global Positioning System satellites for the Air Force and operating the computer center and supporting management information systems for the Air Force's flight simulation test facilities at the Arnold Engineering Development Center. Federal activities also include providing command, control, and communication technical engineering and integration to the U.S. Army Communications Electronics Command, upgrading the Navy's Aegis Combat Weapons Systems and providing technical information systems security applications to the Department of Defense, among other federal agencies and departments.

COMPETITION

The information technology market in which CSC competes is not dominated by a single company or a small number of companies. A substantial number of companies offer services that overlap and are competitive with those offered by CSC. Some of these are large industrial firms, including computer manufacturers and major aerospace firms that have greater financial resources than CSC and in some cases may have greater capabilities to perform services similar to those provided by CSC.

The Company's ability to obtain business is dependent upon its ability to offer better strategic concepts and technical solutions, lower prices, a quicker response, or a combination of these factors. CSC believes that its technology and systems expertise and large project management skills gained through years of experience in providing IT services to the federal government position it to compete effectively in U.S. and international commercial markets. CSC also believes that its competitive position is enhanced by its leadership position in management consulting and the full spectrum of services that it provides.

EMPLOYEES

The Company employs approximately 33,850 persons, of which 24,300 are highly trained professionals. The services provided by CSC require proficiency in many fields, such as computer sciences, mathematics, physics, engineering, astronomy, geology, operations research, economics, statistics and business administration.

ITEM 2. PROPERTIES

OWNED PROPERTIES	APPROXIMATE SQUARE FOOTAGE	GENERAL USAGE
El Segundo, California..	206,000	Office Facility
San Diego, California...	178,000	Computer and General Office Facility
Norwich, Connecticut....	149,000	Computer and General Office Facility
Falls Church, Virginia..	146,000	General Office
Meriden, Connecticut....	119,000	Computer and General Office Facility
Moorestown, New Jersey..	99,000	General Office
Herndon, Virginia.......	87,000	General Office
St. Leonards, NSW Australia...............	60,000	Office Facility
Sterling, Virginia......	45,000	Office Facility
Various other U.S. locations..............	51,000	Primarily General Office

LEASED PROPERTIES	APPROXIMATE SQUARE FOOTAGE	GENERAL USAGE
Washington, D.C. area...	1,177,000	Computer and General Office Facilities
Houston and Dallas/Ft. Worth, Texas...........	385,000	Computer and General Office Facilities
Germany.................	348,000	General Office
Boston, Massachusetts area....................	292,000	General Office
Mt. Laurel/Moorestown, New Jersey.............	286,000	General Office
Dayton/Cleveland, Ohio..	274,000	General Office
United Kingdom..........	264,000	General Office
Los Angeles/San Diego/San Francisco.....	206,000	General Office
Chicago/Champaign, IL...	170,000	General Office
Albany, New York........	164,000	General Office
New Jersey.............	123,000	General Office
Various other U.S. and foreign locations.......	858,000	Computer and General Office Facilities

Upon expiration of its leases, the Company does not anticipate any difficulty in obtaining renewals or alternative space. Lease expiration dates range from fiscal 1997 through 2018.

ITEM 3. LEGAL PROCEEDINGS

The Company is currently party to a number of disputes which involve or may involve litigation. After consultation with counsel, it is the opinion of Company management that the ultimate liability, if any, with respect to these disputes will not be material to the Company's financial position.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

None.

EXECUTIVE OFFICERS OF THE REGISTRANT

NAME	AGE	YEAR FIRST ELECTED AS AN OFFICER	TERM AS OFFICER	POSITION HELD WITH THE REGISTRANT	FAMILY RELATIONSHIP
Van B. Honeycutt*	51	1987	Indefinite	President and Chief Executive Officer	None
Leon J. Level*	55	1989	Indefinite	Vice President and Chief Financial Officer	None
Harvey N. Bernstein	49	1988	Indefinite	Vice President	None
Edward P. Boykin	57	1995	Indefinite	Vice President	None
James A. Champy	54	1993	Indefinite	Vice President	None
Milton E. Cooper	57	1992	Indefinite	Vice President	None
Denis M. Crane	62	1981	Indefinite	Vice President and Controller	None
Hayward D. Fisk	53	1989	Indefinite	Vice President, General Counsel and Secretary	None
Ronald W. Mackintosh	47	1993	Indefinite	Vice President	None
Thomas R. Madison, Jr.	50	1995	Indefinite	Vice President	None
John M. Mickel	56	1995	Indefinite	Vice President	None
Lawrence Parkus	59	1985	Indefinite	Vice President	None
C. Bruce Plowman	59	1989	Indefinite	Vice President	None
L. Scott Sharpe	57	1981	Indefinite	Vice President	None
Thomas Williams	60	1993	Indefinite	Vice President	None

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* Director of the Company.

BUSINESS EXPERIENCE OF OFFICERS

Van B. Honeycutt was appointed Chief Executive Officer of the Company effective April 1, 1995. He joined the Company in 1975 and was elected President and Chief Operating Officer during 1993. Prior to his election he was a Vice President of CSC and President of the Industry Services Group. He formerly was President of CSC Credit Services, Inc., where he directed the growth of this wholly owned subsidiary into one of the Company's major commercial units. He has held a variety of other positions with the Company, including Vice President and General Manager of its Business Services Division and regional marketing manager for Infonet.

Leon J. Level joined the Company in 1989 as Vice President and Chief Financial Officer of CSC. Former positions include Vice President and Treasurer of Unisys Corporation and Chairman of Unisys Finance Corporation; Assistant Corporate Controller and Executive Director of The Bendix Corporation; and Principal with the public accounting firm of Deloitte & Touche LLP. He is a Certified Public Accountant.

Harvey N. Bernstein joined the Company as Assistant General Counsel in 1983. He became Deputy General Counsel and was elected a Vice President in 1988. Prior to joining the Company, he specialized in government procurement law at the firm of Fried, Frank, Harris, Shriver and Jacobson in Washington, D.C.

Edward P. Boykin joined the Company in 1966. In the intervening years, he held numerous positions with several divisions of the Company and became President of the Technology Management Group in October, 1993. He was elected a Vice President in 1995.

James A. Champy joined the Company during 1988 as a result of the acquisition of Index, where he served as President. Before joining Index, he was executive vice president of the Massachusetts Institute of Technology Alumni Association. He was elected a Vice President of the Company and appointed Chairman of its Consulting Group during 1993.

Milton E. Cooper joined the Company in 1984 as group vice president of program development. He was named President of Systems Group in December 1991 and a Corporate Vice President in January 1992. A veteran of 33 years in the information industry, he has held senior sales and marketing positions with IBM Corporation and Telex Corporation. He is a graduate of the United States Military Academy at West Point.

Denis M. Crane joined the Company in 1973 with prior experience in public accounting. He was named Vice President, Finance for the Systems Group and held that position until his election as Vice President and Controller of the Company in 1981. He is a Certified Public Accountant and is responsible for corporate-wide policy matters of general accounting, operational analysis, systems and procedures.

Hayward D. Fisk joined the Company in 1989 as Vice President, General Counsel and Corporate Secretary. Prior to joining the Company, he was associated for 21 years with Sprint Corporation (formerly United Telecommunications, Inc.), in various legal and executive officer positions, most recently as Vice President and Associate General Counsel.

Ronald W. Mackintosh joined the Company as a result of the Index acquisition, where he was Managing Director of its London office. Previously he was a partner in the London office of Nolan, Norton & Company. In 1991, he was named Chief Executive Officer of the Company's UK Operations and, subsequently, President of the European Group. In 1993 he was elected a Vice President of the Company.

Thomas R. Madison, Jr. joined the Company in 1994 as President of the Commercial Outsourcing Division of the Technology Management Group. He became President of Integrated Business Services and was elected a Vice President in 1995. He held numerous executive positions with IBM Corporation, was a partner at The United Research Company, was Managing Director of Gemini Consulting, and a member of the Executive Committee of the Sogeti Group in Paris.

John M. Mickel joined the Company in 1993. He was appointed President of the Consulting Group in 1994 and was elected a Vice President in 1995. Prior to joining the Company, he held various positions with IBM Corporation, co-founded Decimus Corporation, became Executive Vice President, Bank of America and a member of the Managing Committee, was a partner at McKinsey & Co. and was President and Chief Executive Officer of Automation Partners International.

Lawrence Parkus joined the Company in 1985 and was elected Vice President for Corporate Development, where he is responsible for planning and executing acquisitions and other projects related to the Company's growth and development strategies. Prior to joining the Company, he was division manager for international business development for AT&T Consumer Products and held prior assignments in business development and strategic planning.

C. Bruce Plowman joined the Company in 1982 as Director of Corporate Communications. In 1989, he was elected a Vice President with responsibility for investor relations, marketing communications, public relations and employee communications. Prior to joining CSC, he spent 16 years at Continental Airlines, where he was Director of Public Information.

L. Scott Sharpe joined the Company in 1968. He progressed through four divisions of the Company before moving to the Company's headquarters in 1978. He was elected a Vice President of the Company in 1981. He is responsible for all human resource programs, including benefits and compensation, recruitment, employee relations, management development, and organization and staffing.

Thomas Williams joined the Company in 1970 and has held a number of managerial and technical positions within the Company. Previously he served as President of the Technology Management Group, President of the Applied Technology Division and Vice President, Engineering and Range Operations, and associate project manager of CSTA. In 1993 he was elected a Vice President of the Company and named President of the Aerospace Systems Division and Deputy Chief Executive Officer of the European Group.

PART II

ITEM 5. MARKET FOR THE REGISTRANT'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

Common stock of Computer Sciences Corporation is listed and traded on the New York Stock Exchange and Pacific Stock Exchange. The ticker symbol is "CSC."

As of May 28, 1996, the number of registered shareholders of Computer Sciences Corporation's common stock was 7,666. The table shows the high and low intra-day prices of the Company's common stock as reported on the composite tape of the New York Stock Exchange for each quarter during the last two calendar years, and to date in 1996. No cash dividends have been paid during this period. Per share prices have been adjusted for a 200% stock dividend distributed January 13, 1994.

	1996		1995		1994	
CALENDAR QUARTER	HIGH	LOW	HIGH	LOW	HIGH	LOW
1st............................	80 3/4	65 1/8	52 1/4	47 1/4	41 3/4	31 5/8
2nd............................	79 1/2*	68 1/8*	56 7/8	46 1/2	44	35 1/4
3rd............................			65 3/8	52	45 1/4	39 3/4
4th............................			75 1/4	62 1/2	52 5/8	41

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* Through May 20, 1996.

ITEM 6. SELECTED FINANCIAL DATA

FIVE-YEAR REVIEW

	MARCH 29, 1996	MARCH 31, 1995	APRIL 1, 1994	APRIL 2, 1993	APRIL 3, 1992
	(DOLLARS IN THOUSANDS EXCEPT PER-SHARE AMOUNTS)				
Total assets............	$2,595,790	$2,333,660	$1,806,380	$1,460,922	$1,375,386
Debt:					
Long-term.............	405,471	310,317	273,344	295,316	349,410
Short-term............	64,421	126,317	17,772	6,220	17,963
Current maturities....	5,887	11,111	32,685	10,503	22,337
Total...............	475,779	447,745	323,801	312,039	389,710
Stockholders' equity....	1,305,694	1,148,559	805,680	695,380	606,810
Working capital.........	383,811	303,593	195,875	332,273	265,563
Property and equipment:					
At cost...............	1,147,448	905,469	695,796	525,742	435,332
Accumulated depreciation and amortization.......	506,646	375,330	302,760	241,990	165,165
Property and equipment, net..........	640,802	530,139	393,036	283,752	270,167
Current assets to current liabilities.....	1.5:1	1.4:1	1.3:1	1.8:1	1.7:1
Debt to total capitalization..........	26.7%	28.0%	28.7%	31.0%	39.1%
Return on equity, before accounting change......	11.5	12.2	12.1	12.0	12.0
Book value per share....	$23.30	$20.82	$15.92	$13.94	$12.33
Stock price range (high)..................	80.75	52.63	41.75	26.83	28.00
(low).......	46.50	35.25	23.33	19.00	17.42
Year-end price/earnings ratio..................	28	24	20	16	16

	1996	1995	1994	1993	1992
	(DOLLARS IN THOUSANDS EXCEPT PER-SHARE AMOUNTS)				
Revenues	$4,242,422	$3,372,502	$2,582,670	$2,479,847	$2,113,351
Costs of services	3,349,706	2,685,603	2,065,023	2,006,449	1,723,973
Selling, general and administrative	378,873	311,177	227,003	210,217	179,578
Depreciation and amortization	252,084	172,625	130,704	118,668	81,701
Interest, net	30,367	25,645	10,857	15,804	15,626
Other items, net		3,740		460	3,250
Total costs and expenses	4,011,030	3,198,790	2,433,587	2,351,598	2,004,128
Income before taxes	231,392	173,712	149,083	128,249	109,223
Taxes on income	89,700	62,973	58,153	50,100	41,046
Income before cumulative effect of accounting change	141,692	110,739	90,930	78,149	68,177
Cumulative effect of accounting change for income taxes			4,900		
Net income	$ 141,692	$ 110,739	$ 95,830	$ 78,149	$ 68,177
Earnings per common share before cumulative effect of accounting change	$2.48	$2.09	$1.77	$1.55	$1.37
Cumulative effect of accounting change for income taxes			0.09		
Earnings per common share	$2.48	$2.09	$1.86	$1.55	$1.37
Shares used to compute earnings per share	57,214,384	52,974,949	51,385,204	50,275,506	49,646,760

Note: Per-share amounts are restated for a three-for-one stock split, distributed in the form of a 200% stock dividend on January 13, 1994.

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

RESULTS OF OPERATIONS

REVENUE

The Company derived its revenues for fiscal years 1996, 1995 and 1994 from the following market sectors (dollars in millions):

	1996	PERCENT CHANGE	1995	PERCENT CHANGE	1994
U.S. Commercial	$1,531.9	31%	$1,169.8	13%	$1,038.8
International	1,139.0	60	713.3	122	320.7
Global Commercial	2,670.9	42	1,883.1	39	1,359.5
U.S. Federal Government	1,571.5	6	1,489.4	22	1,223.2
Total	$4,242.4	26%	$3,372.5	31%	$2,582.7

The Company's 26% overall revenue growth for fiscal 1996 over 1995 was fueled principally by its global commercial operations. International commercial operations provided over one-half of the global commercial growth. The expansion of outsourcing business in the United Kingdom and acquisition of Ploenzke A.G. in

Germany accounted for the bulk of the Company's international growth. During the year, the Company announced international outsourcing contracts with Lucas Industries PLC, Anglian Water, Guinness PLC and the National Health Service in Scotland. The majority of fiscal 1995 international revenue growth also came from significant increases in outsourcing and consulting. Important international outsourcing clients adding to fiscal 1995 revenue included British Aerospace, Ford of Europe, ICI Paints and Toyota of Belgium.

U.S. commercial revenue increased 31% for fiscal 1996 versus 1995. More than 70% of this growth was the result of an increase in commercial outsourcing, notably the award of contracts with the Hughes Aircraft Company, Southern New England Telecommunications Corporation, Scott Paper Company and James River Corporation. The Company's U.S. consulting operations also contributed to the growth, with fiscal 1996 revenue 25% over fiscal 1995 revenue. CSC's U.S. commercial revenue growth for fiscal 1995 was led by large increases in commercial outsourcing, including contracts with American Medical Response, the Mutual Life Insurance Company of New York and Polaroid.

The Company's federal revenues were derived from the following agencies (dollars in millions):

	1996	PERCENT CHANGE	1995	PERCENT CHANGE	1994
DOD	$ 961.6	17%	$ 823.8	19%	$ 693.2
NASA	292.9	(6)	312.4	41	222.0
Civil	317.0	(10)	353.2	15	308.0
Total U.S. Federal	$1,571.5	6%	$1,489.4	22%	$1,223.2

Revenue from the U.S. Federal government increased 6% during fiscal 1996 versus fiscal 1995 due principally to additional tasking on delivery order contracts, such as with the Defense Enterprise Integration Systems Agency (DEIS), and the win of the Air Force contract at the Arnold Engineering Development Center. Revenue gains during 1996 were partially offset by the loss of two civil contracts and federal government spending reductions. During fiscal 1995, the Company's 22% revenue increase was led by the award of a NASA contract valued at $1.1 billion over eight years if all options are exercised. The higher federal revenue also included the effect of an acquisition at the end of the third quarter of fiscal 1994. During fiscal 1996, CSC announced winning federal contracts with a value of $2.4 billion, compared with the $1.3 billion announced during 1995.

COSTS AND EXPENSES

The Company's costs and expenses in dollars and as a percentage of revenue are as follows (dollars in millions):

	DOLLAR AMOUNT			PERCENTAGE OF REVENUE		
	1996	1995	1994	1996	1995	1994
Costs of services	$3,349.7	$2,685.6	$2,065.0	79.0%	79.6%	80.0%
Selling, general & administrative	378.9	311.2	227.0	8.9	9.2	8.8
Depreciation and amortization	252.1	172.6	130.7	5.9	5.1	5.1
Interest expense, net	30.3	25.7	10.9	.7	.8	.4
Other items, net		3.7			.1	
Total	$4,011.0	$3,198.8	$2,433.6	94.5%	94.8%	94.2%

COSTS OF SERVICES

The Company's costs of services as a percent of revenue improved to 79.0% during fiscal 1996 from 79.6% during fiscal 1995. The decrease in costs of services during fiscal 1996 and 1995 is primarily related to the shift in the mix of business toward outsourcing, which is generally more capital intensive than the Company's federal consulting and systems integration operations. The decrease in costs of services is generally offset by increases in depreciation and amortization expense.

SELLING, GENERAL AND ADMINISTRATIVE

As noted in the table above, selling, general and administrative (SG&A) expenses improved as a percent of revenue during fiscal 1996 to 8.9% from 9.2% for fiscal 1995. Improvements in SG&A during 1996 were achieved across all market sectors served by CSC. During fiscal 1995, the expansion of the Company's commercial activities was the most significant contributor to the increase in SG&A as a percent of revenue.

DEPRECIATION AND AMORTIZATION

Depreciation and amortization expense during fiscal 1996 was 5.9% of the Company's total revenue. This is an increase from fiscal 1995 and 1994, when depreciation and amortization expenses were 5.1% of revenue. The increase during fiscal 1996 reflects the Company's investments in computer equipment and software, especially from CSC's outsourcing activities, as described above.

INTEREST AND OTHER ITEMS

Interest expense, net of interest income, was $30.3 million for fiscal 1996, up from $25.7 million for fiscal 1995 and $10.9 million for fiscal 1994. The higher interest expense for fiscal 1996 and 1995 is due principally to higher borrowing to fund the Company's investment in computer equipment and software mentioned above.

Other items for fiscal 1995 include a loss on the sale of the Company's tax processing operation during January 1995. The sale resulted in a pre-tax loss of $3.7 million. This loss was reduced by related income tax effects of $2.8 million, yielding a net loss of $0.9 million. The Company also completed the phase-out of certain unprofitable operations in Belgium during fiscal 1995.

INCOME BEFORE TAXES

The company's income before taxes for the most recent three fiscal years is as follows (dollars in millions):

	DOLLAR AMOUNT			MARGIN		
	1996	1995	1994	1996	1995	1994
Income before taxes........................	$231.4	$173.7	$149.1	5.5%	5.2%	5.8%

Income before taxes improved during fiscal 1996 as a percentage of revenue. The 0.3% improvement in margin to 5.5% during fiscal 1996 relates principally to improvements in costs of services and SG&A expenses as a percent of revenue, partially offset by the increase in depreciation and amortization.

During 1995, income before taxes decreased as a percentage of revenue because of proportionately higher SG&A costs, higher net interest expense, and the adverse effect on earnings of ending certain consulting activities in the Far East. The adverse effect was largely offset by the favorable resolution of sales tax issues in the Company's U.S. operations.

TAXES

The provision for income taxes as a percentage of pre-tax earnings was 38.8%, 36.3% and 39.0% for fiscal 1996, 1995 and 1994, respectively. The fiscal 1995 tax rate was reduced most significantly by the favorable tax treatment of the loss on sale of TACS, the Company's tax processing subsidiary and by lower amounts of non-deductible foreign operating losses.

NET INCOME

The Company's net income for fiscal years 1996,1995, and 1994 is as follows (dollars in millions):

	DOLLAR AMOUNT			MARGIN		
	1996	1995	1994	1996	1995	1994
Net income................................	$141.7	$110.7	$90.9*	3.3%	3.3%	3.5%

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* Before the effect of the adoption of SFAS 109.

During fiscal 1996, the Company's net income margin remained constant at 3.3%. The increase in the Company's 1996 tax rate offset the improvement in income before taxes as a percent of revenue. The decline in the Company's net income margin during fiscal 1995 is due primarily to the higher percentages of SG&A costs, depreciation, and net interest expense.

CASH FLOWS

	1996	PERCENT CHANGE	1995	PERCENT CHANGE	1994
		(DOLLARS IN MILLIONS)			
Cash from operations...............	$ 365.2	60 %	$ 227.3	19%	$ 191.8
Net cash used in investing.........	(465.4)	16	(402.8)	30	(309.7)
Net cash provided by financing.....	49.8	(76)	204.0	53	133.3
Net (decrease) increase in cash and cash equivalents...................	(50.4)		28.5		15.4
Cash at beginning of year..........	155.3		126.8		111.4
Cash at end of year.............	$ 104.9	(32)%	$ 155.3	22%	$ 126.8

Historically, the majority of the Company's cash has been provided from operating activities. The increases in cash from operations during fiscal 1996 and 1995 are primarily due to higher earnings and non-cash charges (depreciation and amortization), offset in part by higher working capital requirements.

The Company's investments principally relate to purchases of computer equipment and software that support the Company's expanding commercial operations. Investments in computer equipment occur at the inception of an outsourcing contract and during performance on the contract as equipment upgrades or replacements. The Company has also made a significant number of acquisitions from fiscal 1994 to 1996.

The Company received $196.3 million in cash from a four million common share offering during fiscal 1995. During fiscal 1994, a $250 million bank borrowing was replaced with a commercial paper program of the same amount, with no net change in principal outstanding.

LIQUIDITY AND CAPITAL RESOURCES

The balance of cash, cash equivalents and short-term investments was $104.9 million at March 29,1996, $155.3 million at March 31, 1995 and $126.8 million at April 1, 1994. During this period, the Company's earnings have added substantially to equity. During fiscal 1995, equity was augmented by the $196.3 million net proceeds from the Company's public offering noted above. For fiscal 1994 through 1996, equity growth--mainly through retained earnings, in excess of additional borrowings--enabled the Company to strengthen its financial position. At the end of fiscal 1996, CSC's ratio of debt to total capitalization was 27%.

	1996	1995	1994
	(DOLLARS IN MILLIONS)		
Debt...	$ 475.8	$ 447.7	$ 323.8
Equity...	1,305.7	1,148.6	805.7
Total capital....................................	$1,781.5	$1,596.3	$1,129.5
Debt to total capital............................	27%	28%	29%

In the opinion of management, CSC will be able to meet its liquidity and cash needs for the foreseeable future through the combination of cash flows from operating activities, unused borrowing capacity, and other financing activities. If these resources need to be augmented, major additional cash requirements would likely be financed by the issuance of debt and/or equity securities.

DIVIDENDS

It has been the Company's policy to invest earnings in the growth of the Company rather than distribute earnings as dividends. This policy, under which dividends have not been paid since fiscal 1969, is expected to continue, but is subject to regular review by the Board of Directors.

RECENT DEVELOPMENTS

On April 28, 1996, the Company entered into an Agreement and Plan of Merger with The Continuum Company, Inc. ("Continuum") and Continental Acquisition, Inc., a subsidiary of the Company ("Sub") pursuant to which Sub will be merged with and into Continuum and Continuum will become a wholly owned subsidiary of CSC. Each outstanding share of common stock of Continuum will be converted into 0.79 of a share of CSC common stock.

Continuum is a consulting and computer services firm serving the needs of the global financial services industry for computer software and services. Consummation of the merger is expected to occur during the summer of 1996 and is subject to various conditions including, but not limited to, approval by the stockholders of CSC and Continuum.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

Index to Consolidated Financial Statements and Financial Statement Schedules

FINANCIAL STATEMENTS

SCHEDULES

Schedules other than that listed above have been omitted since they are either not required, are not applicable, or the required information is shown in the financial statements or related notes.

Separate financial statements of the Registrant have been omitted since it is primarily an operating company, and the minority interests in subsidiaries and long-term debt of the subsidiaries held by other than the Registrant are less than five percent of consolidated total assets.

Financial statements (or summarized financial information) for unconsolidated subsidiaries and 50%-owned companies accounted for by the equity method have been omitted because they are inapplicable, or do not, considered individually or in the aggregate, constitute a significant subsidiary.

INDEPENDENT AUDITORS' REPORT ON THE FINANCIAL STATEMENTS,
ADDITIONAL NOTE AND FINANCIAL STATEMENT SCHEDULE

Board of Directors and Stockholders
Computer Sciences Corporation
El Segundo, California

We have audited the accompanying consolidated balance sheets of Computer Sciences Corporation and Subsidiaries as of March 29, 1996 and March 31, 1995, and the related consolidated statements of income, stockholders' equity and cash flows for each of the three years in the period ended March 29, 1996. Our audits also included the additional note and financial statement schedule listed in the Index at Item 8. These financial statements, additional note and financial statement schedule are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements, additional note and financial statement schedule based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such consolidated financial statements present fairly, in all material respects, the financial position of Computer Sciences Corporation and Subsidiaries at March 29, 1996 and March 31, 1995, and the results of their operations and their cash flows for each of the three years in the period ended March 29, 1996, in conformity with generally accepted accounting principles. Also, in our opinion, such additional note and financial statement schedule, when considered in relation to the basic consolidated financial statements taken as a whole, present fairly in all material respects the information set forth therein.

As discussed in Note 1 to the consolidated financial statements, in fiscal 1994 the Company changed its method of accounting for income taxes and for postretirement benefits other than pensions to conform with pronouncements of the Financial Accounting Standards Board.

Deloitte & Touche LLP

Los Angeles, California
May 24, 1996

COMPUTER SCIENCES CORPORATION CONSOLIDATED STATEMENTS OF INCOME

	FISCAL YEAR ENDED		
	MARCH 29, 1996	MARCH 31, 1995	APRIL 1, 1994
	(IN THOUSANDS EXCEPT PER-SHARE AMOUNTS)		
Revenues................	$4,242,422	$3,372,502	$2,582,670
Costs of services.......	3,349,706	2,685,603	2,065,023
Selling, general and administrative.........	378,873	311,177	227,003
Depreciation and amortization...........	252,084	172,625	130,704
Interest expense........	35,021	28,841	17,219
Interest income.........	(4,654)	(3,196)	(6,362)
Other items, net (note 4).....................		3,740	
Total costs and expenses...............	4,011,030	3,198,790	2,433,587
Income before taxes.....	231,392	173,712	149,083
Taxes on income (note 6).....................	89,700	62,973	58,153
Income before cumulative effect of accounting change......	141,692	110,739	90,930
Cumulative effect of accounting change for income taxes (note 1)..			4,900
Net income..............	$ 141,692	$ 110,739	$ 95,830
Earnings per common share before cumulative effect of accounting change......	$ 2.48	$ 2.09	$ 1.77
Cumulative effect of accounting change for income taxes...........			0.09
Earnings per common share (note 1).........	$ 2.48	$ 2.09	$ 1.86

(See notes to consolidated financial statements)

COMPUTER SCIENCES CORPORATION CONSOLIDATED BALANCE SHEETS

ASSETS	MARCH 29, 1996	MARCH 31, 1995
	(IN THOUSANDS)	
Current assets:		
Cash and cash equivalents (note 1)	$ 104,867	$ 155,310
Receivables, net of allowance for doubtful accounts of $36,086 (1996) and $30,432 (1995) (note 2)	943,355	824,963
Prepaid expenses and other current assets	96,032	101,232
Total current assets	1,144,254	1,081,505
Investments and other assets (note 1):		
Purchased and internally developed software, net of accumulated amortization of $73,298 (1996) and $48,904 (1995)	71,704	45,473
Purchased credit information files, net of accumulated amortization of $31,154 (1996) and $28,508 (1995)	24,131	26,768
Excess of cost of businesses acquired over related net assets, net of accumulated amortization of $59,779 (1996) and $44,349 (1995)	420,775	431,074
Other assets	294,124	218,701
Total investments and other assets	810,734	722,016
Property and equipment--at cost (note 3):		
Land, buildings and leasehold improvements	168,302	152,675
Computers and related equipment	887,292	673,366
Furniture and other equipment	91,854	79,428
	1,147,448	905,469
Less accumulated depreciation and amortization	506,646	375,330
Property and equipment, net	640,802	530,139
	$2,595,790	$2,333,660

(See notes to consolidated financial statements)

LIABILITIES AND STOCKHOLDERS' EQUITY	MARCH 29, 1996	MARCH 31, 1995
	(IN THOUSANDS EXCEPT SHARES)	
Current liabilities:		
Short-term debt and current maturities of long-term debt (note 3)	$ 70,308	$ 137,428
Accounts payable	151,361	181,983
Accrued payroll and related costs (note 5)	196,221	152,438
Other accrued expenses	290,372	258,181
Federal, state and foreign income taxes (note 6)	52,181	47,882
Total current liabilities	760,443	777,912
Long-term debt, net of current maturities (note 3)	405,471	310,317
Deferred income taxes (note 6)	72,011	52,601
Other long-term liabilities	52,171	44,271
Commitments and contingencies (note 7)		
Stockholders' equity (notes 1 and 8)		
Preferred stock, par value $1 per share; authorized 1,000,000 shares; none issued		
Common stock, par value $1 per share; authorized 75,000,000 shares; issued 56,341,855 (1996) and 55,385,555 shares (1995)	56,342	55,386
Additional paid-in capital	348,507	316,241
Earnings retained for use in business	911,872	770,180
Foreign currency translation and unfunded pension adjustments	(539)	11,931
	1,316,182	1,153,738
Less common stock in treasury, at cost, 311,928 shares (1996) and 215,047 shares (1995)	10,488	5,179
Stockholders' equity, net	1,305,694	1,148,559
	$ 2,595,790	$ 2,333,660

(See notes to consolidated financial statements)

COMPUTER SCIENCES CORPORATION

CONSOLIDATED STATEMENTS OF CASH FLOWS

	FISCAL YEAR ENDED		
	MARCH 29, 1996	MARCH 31, 1995	APRIL 1, 1994
	(IN THOUSANDS, INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS)		
Cash flows from operating activities:			
Net income	$ 141,692	$ 110,739	$ 95,830
Adjustments to reconcile net income to net cash provided:			
Depreciation and amortization	252,084	172,625	130,704
Provision for losses on accounts receivable	13,237	7,658	10,123
Cumulative effect of accounting change for income taxes			(4,900)
Changes in assets and liabilities, net of effects of acquisitions:			
Increase in receivables	(117,964)	(129,017)	(69,397)
Decrease (increase) in prepaid expenses	8,127	(25,461)	(6,497)
Decrease (increase) in other assets	3,074	(4,602)	3,829
Increase in accounts payable and accruals	21,806	78,304	17,969
Increase in income taxes payable	39,201	10,032	12,946
Other changes, net	3,898	7,079	1,182
Net cash provided by operating activities	365,155	227,357	191,789
Cash flows from investing activities:			
Short-term investments			43,590
Purchases of property and equipment	(259,834)	(193,325)	(118,635)
Outsourcing contracts	(114,144)	(103,280)	(114,403)
Acquisitions, net of cash acquired	(33,057)	(76,924)	(92,961)
Dispositions	7,380		
Purchased and internally developed software	(51,149)	(23,906)	(18,793)
Other investing cash flows	(14,555)	(5,397)	(8,526)
Net cash used in investing activities	(465,359)	(402,832)	(309,728)
Cash flows from financing activities:			
Net repayment of commercial paper	(587)		
Borrowings under lines of credit	78,457	209,778	105,273
Repayment of borrowings under lines of credit	(38,376)	(215,667)	(93,549)
Proceeds from term debt issuance		150,000	
Principal payments on long-term debt	(12,536)	(40,525)	(11,276)
Outsourcing contract financing		(114,403)	114,403
Proceeds from equity offering		196,290	
Proceeds from stock option transactions	12,788	17,449	17,200
Other financing cash flows	10,015	1,043	1,231
Net cash provided by financing activities	49,761	203,965	133,282
Net (decrease) increase in cash and cash equivalents	(50,443)	28,490	15,343
Cash and cash equivalents at beginning of year	155,310	126,820	111,477
Cash and cash equivalents at end of year	$ 104,867	$ 155,310	$ 126,820

(See notes to consolidated financial statements)

COMPUTER SCIENCES CORPORATION

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

	COMMON STOCK		ADDITIONAL PAID-IN CAPITAL	EARNINGS RETAINED FOR USE IN BUSINESS	FOREIGN CURRENCY AND UNFUNDED PENSION ADJUSTMENTS	COMMON STOCK IN TREASURY
	SHARES	AMOUNT				
	(IN THOUSANDS EXCEPT SHARES)					
Balance at April 2, 1993....................	16,811,831	$16,812	$ 89,029	$597,248	$ (3,740)	$ (3,969)
Stock option transactions............	358,639	358	17,468			(626)
Net income				95,830		
Currency translation adjustment.............					(2,840)	
Unfunded pension obligation.............					110	
Effect of 3-for-1 stock split...................	33,636,982	33,637		(33,637)		
Balance at April 1, 1994....................	50,807,452	50,807	106,497	659,441	(6,470)	(4,595)
Issuance of common stock...................	4,000,000	4,000	192,290			
Stock option transactions............	578,103	579	17,454			(584)
Net income.............				110,739		
Currency translation adjustment.............					19,037	
Unfunded pension obligation.............					(636)	
Balance at March 31, 1995....................	55,385,555	55,386	316,241	770,180	11,931	(5,179)
Stock option transactions............	956,300	956	32,266			(5,309)
Net income.............				141,692		
Currency translation adjustment.............					(10,822)	
Unfunded pension obligation.............					(1,648)	
Balance at March 29, 1996....................	56,341,855	$56,342	$348,507	$911,872	$ (539)	$(10,488)

(See notes to consolidated financial statements)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1--SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

PRINCIPLES OF CONSOLIDATION

The accompanying consolidated financial statements include those of Computer Sciences Corporation, its subsidiaries, and those joint ventures and partnerships over which it exercises control, hereafter referred to as "CSC" or "the Company." All material intercompany transactions and balances have been eliminated.

INCOME RECOGNITION

The Company provides services under fixed price, cost-based, time and materials, and level of effort contracts. For fixed price contracts, income is recorded on the basis of the estimated percentage of completion of services rendered. Losses, if any, on fixed price contracts are recognized during the period in which the loss is determined. For cost-based contracts, income is recorded by applying an estimated factor to costs as incurred, such factor being determined by the contract provisions and prior experience. For time and materials and level of effort types of contracts, income is recorded as the costs are incurred, income being the difference between such costs and the agreed-upon billing amounts.

Revenues from certain information processing services are recorded at the time the service is utilized by the customer. Revenues from sales of proprietary software are recognized when delivered.

DEPRECIATION AND AMORTIZATION

The Company's depreciation and amortization policies are as follows:

Property and Equipment:	
Buildings	10 to 40 years
Computers and related equipment	3 to 10 years
Furniture and other equipment	2 to 10 years
Leasehold improvements	Shorter of lease term or useful life
Investments and Other Assets:	
Purchased and internally developed software	2 to 10 years
Credit information files	10 to 20 years
Excess of cost of businesses acquired over related net assets	Up to 40 years
Deferred contract costs	Contract life

For financial reporting purposes, computer equipment is depreciated using either the straight-line or sum-of-the-years'-digits method depending on the nature of the equipment's use. The cost of other property and equipment, less applicable residual values, is depreciated on the straight-line method. Depreciation commences when the specific asset is complete, installed and ready for normal use. Investments and other assets are amortized on a straight-line basis over the years indicated above. Included in purchased and internally developed software are unamortized capitalized software development costs of $30,031,000 and $19,326,000 for fiscal years 1996 and 1995, respectively. The related amortization expense was $14,126,000, $6,659,000, and $7,485,000, for fiscal years 1996, 1995, and 1994, respectively.

Included in other assets are deferred contract costs related to the initial purchase of assets under outsourcing contracts. The balance of such costs, net of amortization, was $99,551,000 and $91,324,000 for fiscal 1996 and 1995, respectively. The related amortization expense was $12,764,000, $11,601,000, and $6,169,000 for fiscal 1996, 1995 and 1994, respectively.

NOTE 1--SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

The Company evaluates at least annually the recoverability of its excess cost of businesses acquired over related net assets. In assessing recoverability, the current and future profitability of the related operations are considered, along with management's plans with respect to the operations and the projected undiscounted cash flows.

ACQUISITIONS

During the three years ended March 29, 1996, the Company made a number of acquisitions which, either individually or collectively, are not material. In conjunction with these purchases, the Company acquired assets with an estimated fair value of $27,255,000, $63,102,000, and $125,912,000; and assumed liabilities of $14,663,000, $85,465,000, and $76,815,000, for fiscal 1996, 1995, and 1994, respectively. The excess of cost of businesses acquired over related net assets was $14,902,000, $103,626,000, and $54,531,000 for fiscal 1996, 1995, and 1994, respectively.

CASH FLOWS

Cash payments for interest on indebtedness and taxes on income are as follows:

	FISCAL YEAR		
	1996	1995	1994
	(IN THOUSANDS)		
Interest	$33,418	$23,733	$17,513
Taxes on income	45,217	54,800	56,404

For purposes of reporting cash and cash equivalents, the Company considers all investments purchased with an original maturity of three months or less to be cash equivalents. The Company's investments consist of high quality securities issued by a number of institutions having high credit ratings, thereby limiting the Company's exposure to concentrations of credit risk. With respect to financial instruments, the Company's carrying amounts of its other current assets and liabilities were deemed to approximate their market values due to their short maturity.

USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions, in particular estimates of anticipated contract costs utilized in the revenue recognition process, that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

EARNINGS PER SHARE

Primary earnings per common share are computed on the basis of the weighted average number of shares of common stock plus common stock equivalents (stock options) outstanding during the year. Fully diluted earnings per common share are not presented since dilution is less than three percent.

During February 1995, the Company issued an additional 4,000,000 shares of common stock through a public offering, resulting in net proceeds of $196,290,000. The proceeds were used to reduce short-term indebtedness and for general corporate purposes, including the financing of working capital needs and capital expenditures. If the reduction of indebtedness and the offering of related shares had occurred at the beginning of fiscal 1995, the corresponding effect on earnings per share for the year would not have been significant.

During December 1993, the Board of Directors declared a three-for-one stock split in the form of a 200 percent stock dividend distributed January 13, 1994 on the Company's common stock, with no change in par value.

NOTE 1--SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Shares used to compute earnings per share, restated for the stock split, are as follows:

	FISCAL YEAR		
	1996	1995	1994
Average shares outstanding	55,568,121	51,425,723	50,234,161
Common stock equivalents	1,646,263	1,549,226	1,151,043
	57,214,384	52,974,949	51,385,204

ACCOUNTING CHANGES

Effective April 3, 1993, the Company adopted Statement of Financial Accounting Standards ("SFAS") 106, "Employers' Accounting for Postretirement Benefits Other Than Pensions" and SFAS 109, "Accounting for Income Taxes." Under SFAS 106, the Company changed from the cash basis of accounting for postretirement benefits other than pensions to the accrual of the estimated costs of such benefits during the period that covered employees render services (see Note 5). The adoption of SFAS 109 changed the Company's method of accounting for income taxes from the "deferred method" to the "asset and liability method." Under the asset and liability method of SFAS 109, deferred tax assets and liabilities are recognized for future tax consequences attributable to differences between financial statement carrying amounts of existing assets and liabilities and their respective tax bases (see Note 6).

RECENT ACCOUNTING PRONOUNCEMENTS

During fiscal 1996, the Financial Accounting Standards Board issued Statement No. 121, "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to Be Disposed Of" (SFAS No. 121). This statement requires that such assets be reviewed for impairment whenever events or changes in circumstances indicate that their carrying amount may not be recoverable and that such assets be reported at the lower of carrying amount or fair value. The Company will adopt SFAS No. 121 during fiscal 1997 and, based on current circumstances, does not expect a material impact on its results of operations or financial position.

Also during fiscal 1996, Statement of Financial Accounting Standards No 123, "Accounting for Stock-Based Compensation," was issued, which is effective for fiscal years beginning after December 15, 1995. This statement requires footnote disclosure of the pro forma impact on net income and earnings per share of the compensation cost that would have been recognized if the fair value of all stock-based awards was recorded in the income statement. The disclosure provisions of this statement will be adopted during fiscal 1997.

RECLASSIFICATIONS

Certain reclassifications have been made to the prior years' financial statements in order for them to conform to the current presentation.

NOTE 2--RECEIVABLES

Receivables consist of the following:

	MARCH 29, 1996	MARCH 31, 1995
	(IN THOUSANDS)	
Billed trade accounts	$687,508	$637,580
Recoverable amounts under contracts in progress	228,099	157,838
Other receivables	27,748	29,545
	$943,355	$824,963

Amounts due under long-term contracts include the following items:

	MARCH 29, 1996	MARCH 31, 1995
	(IN THOUSANDS)	
Included in billed trade accounts receivable--		
Amounts retained in accordance with contract terms, due upon completion or other specified event	$ 8,764	$ 6,496
Included in recoverable amounts under contracts in progress:		
Amounts on fixed price contracts not billable in accordance with contract terms until some future date	$107,824	$ 69,807
Excess of costs over provisional billings, awaiting clearance for final billing or future negotiation	18,093	10,786
Accrued award fees	11,756	9,546
Amounts retained in accordance with contract terms, due upon completion or other specified event	17,412	7,358
Amounts on completed work, negotiated and awaiting contractual document	3,082	2,754
Unrecovered costs related to claims	11,202	9,569
	$169,369	$109,820

The recoverable amounts under contracts in progress which have not yet been billed comprise amounts of contract revenue not billable at the balance sheet date. Such amounts generally become billable upon completion of a specified phase of the contract, negotiation of contract modifications, completion of government audit activities, or upon acceptance by the customer.

All items relating to long-term contracts shown above are expected to be collected during fiscal 1997 except for $11,202,000 of unrecovered costs related to claims and $107,386,000 of other items to be collected during 1998 and thereafter. The unrecovered costs related to claims are recorded at net realizable value and consist primarily of amounts due under long-term contracts which are pending determination by negotiation or legal proceedings.

NOTE 3--DEBT

SHORT-TERM

At March 29, 1996, the Company has uncommitted lines of credit of $80,000,000 with domestic banks. As of March 29, 1996, the Company had no borrowings outstanding under these lines of credit. The Company also has committed lines of credit of $140,000,000 with certain foreign banks; as of March 29, 1996, the Company had $64,421,000 of borrowings outstanding under these lines of credit. Interest rates approximate the applicable prime rate. These short-term lines of credit carry no commitment fees or significant covenants. At March 29, 1996, the weighted average interest rate on these short-term lines of credit was 5.2%. At March 31, 1995, the rate was 6.1%.

LONG-TERM

	MARCH 29, 1996	MARCH 31, 1995
	(IN THOUSANDS)	
Commercial paper	$246,834	$150,000
6.8% term notes	150,000	150,000
8.95% Senior Notes	5,000	10,000
Capitalized lease liabilities, at varying interest rates, payable in monthly installments through fiscal 2001	9,313	6,223
Notes payable, at varying interest rates through fiscal 1999	211	5,205
Total long-term debt	411,358	321,428
Less current maturities	5,887	11,111
	$405,471	$310,317

During September 1995, CSC Enterprises (see Note 10) entered into a new credit agreement to provide standby support for the commercial paper program. The standby $350 million agreement expires during September 1999. At March 29, 1996, the weighted average interest rate on the Company's commercial paper was 5.2%. During April 1994, CSC Enterprises borrowed $150 million through a 144A Private Placement offering of 6.8% fixed rate term notes due April 15, 1999.

The Senior Notes require repayment September 30, 1996. Any optional prepayment requires a prepayment premium.

Capitalized lease liabilities shown above represent amounts due under leases for the use of computers and related equipment. Included in property and equipment are related assets of $10,362,000 (1996) and $13,439,000 (1995), less accumulated amortization of $4,396,000 and $7,370,000, respectively.

Certain of the Company's borrowing arrangements contain covenants that require the Company to maintain certain financial ratios and that limit the amount of dividend payments. Under the most restrictive requirement, approximately $334 million of retained earnings were available for cash dividends at March 29, 1996.

The carrying value of the Company's long-term debt is $411 million at March 29, 1996, as shown above. The corresponding fair value, as defined by Statement of Financial Accounting Standards No. 107, approximates $418 million using the current rates available to the Company for debt of the same remaining maturities.

Maturities of long-term debt are $5,887,000 (1997), $4,961,000 (1998), $2,853,000 (1999), $397,489,000 (2000) and $168,000 (2001).

NOTE 4--OTHER ITEMS

During January 1995, the Company sold its tax processing operation and incurred an after-tax loss on sale of $.9 million. The pre-tax loss of $3.7 million was reduced by related income tax effects of $2.8 million.

NOTE 5--RETIREMENT PLANS

PENSIONS

The Company and its subsidiaries have several pension plans.

A contributory, defined benefit pension plan is generally available to U.S. employees. The benefits under this plan are based on years of participation and the employee's compensation over the entire period of participation. It is the Company's funding policy to make contributions to the plan as required by applicable regulations. Certain non-U.S. employees are enrolled in defined benefit pension plans in the country of domicile. The benefits for these plans generally are based on years of participation and the employee's average compensation during the final years of employment. In addition, the Company has a Supplemental Executive Retirement Plan (SERP) and a Nonemployee Director Retirement Plan, which are nonqualified, noncontributory pension plans. The SERP is a defined benefit retirement plan for designated officers and key executives of the Company. It restores benefits limited by tax regulations and provides for additional benefits based on years of service and the participant's average compensation during a final period of employment.

Net periodic pension cost for U.S. and non-U.S. pension plans included the following components:

	FISCAL YEAR		
	1996	1995	1994
	(IN THOUSANDS)		
Service cost-benefits earned during the year	$ 32,351	$ 28,016	$ 17,238
Interest cost on projected benefit obligation	28,590	24,645	14,097
Actual return on assets	(68,449)	(10,425)	(20,036)
Net amortization and deferral:			
Amortization of initial net asset gains	(538)	(520)	(529)
Amortization of prior service costs	1,432	1,393	678
Amortization of net loss	518	613	6
Asset gain (loss) deferred	37,893	(15,704)	4,520
SFAS 88 curtailment		(2,090)	
Net periodic pension cost	$ 31,797	$ 25,928	$ 15,974

NOTE 5--RETIREMENT PLANS (CONTINUED)

The following table sets forth the funded status and amounts recognized in the Company's consolidated balance sheets:

	FISCAL YEAR			
	1996		1995	
	ASSETS EXCEED ACCUMULATED BENEFIT OBLIGATIONS	ACCUMULATED BENEFIT OBLIGATIONS EXCEED ASSETS	ASSETS EXCEED ACCUMULATED BENEFIT OBLIGATIONS	ACCUMULATED BENEFIT OBLIGATIONS EXCEED ASSETS
	(IN THOUSANDS)			
Actuarial present value of benefit obligations:				
Vested benefit obligation	$(302,917)	$(54,306)	$(240,733)	$(21,564)
Accumulated benefit obligation	$(322,233)	$(70,626)	$(262,550)	$(30,281)
Projected benefit obligation	$(382,798)	$(87,278)	$(318,253)	$(33,217)
Plan assets at fair market value	419,915	55,292	322,970	8,981
Projected benefit obligation less than (in excess of) plan assets	37,117	(31,986)	4,717	(24,236)
Unrecognized net (gain) loss	(20,005)	2,423	13,972	2,654
Prior service cost not yet recognized in net periodic pension cost	2,514	7,398	2,971	5,778
Unrecognized (net asset) obligation being amortized over future service periods of plan participants	1,095	940	(105)	1,114
Adjustment to reflect minimum liability		(9,934)		(8,634)
Contribution in fourth fiscal quarter			323	
Pension asset (liability)	$ 20,721	$(31,159)	$ 21,878	$(23,324)

Assumptions used in the accounting for the Company's plans were:

	FISCAL YEAR		
	1996	1995	1994
Parent company plan			
Discount or settlement rate	7.50%	8.00%	7.50%
Rate of increase in compensation levels	5.85	6.25	6.00
Expected long-term rate of return on assets	8.50	8.50	8.50
Non-U.S. plans			
Discount or settlement rates	7.00-9.00	7.00-9.00	6.00-8.00
Rates of increase in compensation levels	3.50-6.50	3.50-6.50	3.50-6.00
Expected long-term rates of return on assets	7.00-9.25	7.00-9.00	6.00-9.00

Plan assets include actively managed funds, indexed funds and short-term investment funds.

The Company sponsors several defined contribution plans for substantially all U.S. employees and certain foreign employees. The plans allow employees to contribute a portion of their earnings in accordance with specified guidelines. For some plans, the Company matches a percentage of the employee's contribution within limits as defined by each plan. At March 29, 1996, plan assets included 2,595,452 shares of the Company's common stock. During fiscal 1996, 1995 and 1994, the Company contributed $16,191,000, $14,171,000, and $11,641,000, respectively.

NOTE 5--RETIREMENT PLANS (CONTINUED)

OTHER POSTRETIREMENT BENEFITS

The Company provides health care and life insurance benefits for certain retired U.S. employees, generally for those employed prior to August 1992. Most non-U.S. employees are covered by government sponsored programs at no direct cost to the Company other than related payroll taxes.

As discussed in Note 1, the Company adopted SFAS 106 during fiscal 1994. Under SFAS 106 the net periodic postretirement benefit costs, relating principally to retiree health care, amounted to $5,100,000, $5,368,000 and $4,988,000 in 1996, 1995 and 1994, respectively.

Net periodic postretirement benefit cost included the following components:

	FISCAL YEAR 1996	1995	1994
	(IN THOUSANDS)		
Service cost, benefits earned during the period	$ 831	$ 969	$ 818
Interest cost on accumulated benefit obligation	3,018	2,885	2,586
Actual return on plan assets	(1,463)	(7)	(81)
Amortization of initial obligation	1,633	1,633	1,633
Amortization of net (gain) loss	(42)	78	
Asset gain (loss) deferred	1,123	(190)	32
Net provision for postretirement benefits	$5,100	$5,368	$4,988

The status of the plan and amounts recognized in the Company's consolidated balance sheets are as follows:

	MARCH 29, 1996	MARCH 31, 1995
	(IN THOUSANDS)	
Actuarial present value of benefit obligation applicable to:		
Retirees	$(21,047)	$(19,132)
Fully eligible plan participants	(4,309)	(5,291)
Other active plan participants	(16,056)	(14,362)
Accumulated postretirement benefit obligation	(41,412)	(38,785)
Plan assets at fair market value	8,582	4,016
Accumulated postretirement benefit obligation in excess of plan assets	(32,830)	(34,769)
Unrecognized net gain	(2,105)	(843)
Unrecognized transition obligation	26,992	28,625
Prior service cost not yet recognized in net periodic postretirement benefit cost	501	
Accrued postretirement benefit liability	$ (7,442)	$ (6,987)

The assumed rate of return on plan assets was 7.0% and the discount rate used to estimate the accumulated postretirement benefit obligation was 7.5% and 8.0% for fiscal 1996 and 1995, respectively. Plan assets include actively managed funds, indexed funds and short-term investment funds. The assumed health care cost trend rate used in measuring the expected benefit obligation was 9.5% for fiscal 1996, declining to 5.0% for 2004 and thereafter. A one-percentage point change in the assumed health care cost trend rate would increase or decrease the accumulated postretirement benefit obligation as of March 31, 1996, and the net periodic postretirement benefit cost for fiscal year 1996 by $4,150,000 and $474,000, respectively.

NOTE 6--INCOME TAXES

The sources of income (loss) before taxes, classified as between domestic entities and those entities domiciled outside of the United States, are as follows:

	FISCAL YEAR		
	1996	1995	1994
	(IN THOUSANDS)		
Domestic entities	$216,952	$177,702	$159,323
Entities outside the United States	14,440	(3,990)	(10,240)
	$231,392	$173,712	$149,083

The provisions for taxes on income, classified as between current and deferred and as between taxing jurisdictions, consist of the following:

	FISCAL YEAR		
	1996	1995	1994
	(IN THOUSANDS)		
Current portion:			
Federal	$36,746	$46,045	$38,109
State	3,400	5,983	5,592
Foreign	5,564	(142)	164
	45,710	51,886	43,865
Deferred portion:			
Federal	37,568	9,864	13,647
State	6,422	1,223	641
	43,990	11,087	14,288
Total provision for taxes	$89,700	$62,973	$58,153

The major elements contributing to the difference between the federal statutory tax rate and the effective tax rate are as follows:

	FISCAL YEAR		
	1996	1995	1994
Statutory rate	35.0%	35.0%	35.0%
State income tax, less effect of federal deduction	2.8	2.7	2.7
Goodwill amortization	1.3	1.4	1.4
Utilization of tax credits	(.2)	(1.1)	(.4)
Tax benefit of loss on sale		(.8)	
Foreign losses without tax benefits		.1	2.0
Tax-exempt investments	(.2)	(.1)	(1.0)
Effect of U.S. tax law change			.9
Other	.1	(.9)	(1.6)
Effective tax rate	38.8%	36.3%	39.0%

NOTE 6--INCOME TAXES (CONTINUED)

The tax effects of significant temporary differences that comprise deferred tax balances are as follows:

	MARCH 29, 1996	MARCH 31, 1995
	(IN THOUSANDS)	
Deferred tax assets (liabilities)		
Deferred income	$ 2,572	$ 2,552
Employee benefits	9,691	671
Provisions for contract settlement	15,866	7,517
Currency exchange	1,427	(7,429)
Other assets	479	6,663
Contract accounting	(75,925)	(53,129)
Depreciation and amortization	(68,542)	(29,964)
Prepayments	(16,537)	(8,064)
Employee benefits	(10,452)	(11,933)
Other liabilities	(6,536)	(10,851)
Total deferred taxes	$(147,957)	$(103,967)

Of the above deferred amounts, $75,946,000 and $51,366,000 are included in current income taxes payable at March 29, 1996 and March 31, 1995, respectively.

During fiscal 1996, the Company received the revenue agent's report regarding the Internal Revenue Service's audit of fiscal 1987 through 1991. The Company has filed a protest regarding the substantive issues in that report with the Appeals Division of the IRS. Management believes that the results of the appeal will not have a significant effect on the financial statements.

NOTE 7--COMMITMENTS AND CONTINGENCIES

COMMITMENTS

The Company has operating leases for the use of certain property and equipment. Substantially all operating leases are noncancelable or cancelable only by the payment of penalties. All lease payments are based on the lapse of time but include, in some cases, payments for insurance, maintenance and property taxes. There are no purchase options on operating leases at favorable terms, but most leases have one or more renewal options. Certain leases on real property are subject to annual escalations for increases in utilities and property taxes. Lease rental expense amounted to $111,157,000 (1996), $111,812,000 (1995), and $83,113,000 (1994).

Minimum fixed rentals required for the next five years and thereafter under operating leases in effect at March 29, 1996 are as follows (in thousands):

FISCAL YEAR	REAL ESTATE	EQUIPMENT
1997	$ 55,411	$47,366
1998	46,284	21,759
1999	33,819	9,859
2000	28,042	4,899
2001	20,427	1,645
Thereafter to 2018	50,702	855
	$234,685	$86,383

NOTE 7--COMMITMENTS AND CONTINGENCIES (CONTINUED)

CONTINGENCIES

The Company is currently party to a number of disputes which involve or may involve litigation. After consultation with counsel, it is the opinion of Company management that ultimate liability, if any, with respect to these disputes will not be material to the Company's financial position.

NOTE 8--STOCK OPTIONS AND STOCK RIGHTS

The Company currently has seven plans under which options to purchase shares of the Company's common stock have been or may be granted to officers and key managerial and technical employees of the Company and its subsidiaries. The plans authorize the issuance of up to 1,800,000 (for each of the 1978, 1980 and 1984 plans), 2,250,000 (1987 plan), 3,000,000 (for each of the 1990 and 1992 plans), and 2,500,000 shares (1995 plan). Only non-qualified options may be issued under the 1978 plan. Either incentive stock options or non-qualified options may be issued under the 1980, 1984, 1987, 1990, 1992 and 1995 plans. Option exercise prices under all plans other than the 1987, 1990, 1992 and 1995 plans are fixed at 100% of the fair market value of the underlying shares on the date of grant, except for 600,000 shares under the 1978 plan and 300,000 shares under the 1984 plan, which may be granted at a price of $1.00 per share. The 1987, 1990, 1992 and the 1995 plans authorize the grant of stock options or stock appreciation rights or the sale of restricted stock, or any combination thereof, provided that the exercise or purchase price is not less than the par value ($1.00 per share) of the shares to be purchased.

At March 29, 1996, options to purchase 4,346,915 shares of the Company's common stock were outstanding, of which 1,741,010 were exercisable, and 3,353,370 shares of common stock remained available for the granting of future options. The status of all optioned shares is as follows:

	FISCAL YEAR		
	1996	1995	1994
Outstanding--beginning of year	5,147,185	4,880,938	4,226,475
Granted during year, at prices ranging from $12.25 to $76.13 (1996), $32.13 to $51.88 (1995), $l.00 to $39.88 (1994)	447,605	1,137,900	1,590,500
Exercised during year, at prices ranging from $1.00 to $50.50 (1996), $1.00 to $39.50 (1995), $l.00 to $24.67 (1994)	(959,675)	(580,353)	(795,697)
Canceled during year, at prices ranging from $12.58 to $65.00 (1996), $1.00 to $46.75 (1995), $12.58 to $24.96 (1994)	(288,200)	(291,300)	(140,340)
Outstanding-end of year, at prices ranging from $1.00 to $76.13, all years	4,346,915	5,147,185	4,880,938
Average price of outstanding options	$29.97	$25.70	$20.70

As of March 29, 1996, 169,500 shares of the Company's restricted stock were outstanding under the 1987, 1990 and 1992 stock incentive plans, net of shares repurchased by the Company from terminated employees and shares for which the restrictions have lapsed. Restrictions expire seven years from the date of issuance. Market prices on the dates of award ranged from $12.75 to $34.38.

STOCK RIGHTS

Pursuant to the Company's stockholder rights plan, the Company has issued one right for each outstanding share of its common stock. These rights, which are attached to and trade together with the common stock, are not currently exercisable. On the tenth business day after any person or entity acquires 20% or more of CSC's

NOTE 8--STOCK OPTIONS AND STOCK RIGHTS (CONTINUED)

common stock, each right (other than rights held by the 20% stockholder, which will become void) will become exercisable to purchase one share of CSC common stock at 10% of the then-current market value. The plan has been amended to give effect to the 3-for-1 stock split in the form of a 200 percent stock dividend distributed January 13, 1994.

The rights expire December 21, 1998, and may be redeemed by the Board of Directors at $.01 per right at any time before they become exercisable.

NOTE 9--SEGMENT REPORTING

The Company's business involves operations in principally one industry segment, providing information technology consulting, systems integration and outsourcing. The following data has been segmented between operations within the United States and operations outside the United States. The non-United States operations are located primarily in Western Europe and also in Australia.

	FISCAL YEAR					
	1996		1995		1994	
	UNITED STATES	NON-UNITED STATES	UNITED STATES	NON-UNITED STATES	UNITED STATES	NON-UNITED STATES
	(IN THOUSANDS)					
Revenues................	$3,103,426	$1,138,996	$2,659,187	$713,315	$2,261,973	$320,697
Operating income........	265,991	33,588	228,889	10,514	186,321	5,333
Depreciation and amortization............	175,603	76,481	121,246	51,379	112,710	17,994
Identifiable assets at year-end................	1,655,332	936,458	1,489,016	844,644	1,179,388	626,992
Additions to property and equipment..........	197,943	61,891	131,679	61,646	98,902	19,733

Operating income is generally calculated as total revenue less operating expenses, without adding or deducting corporate general and administrative costs, interest income and expense, income taxes, or other items.

The Company derives a major portion of its revenues from departments and agencies of the United States government. At March 29, 1996, approximately 37% of the Company's accounts receivable were due from the federal government. Federal government revenues by agency/department are as follows:

	FISCAL YEAR					
	1996		1995		1994	
	AMOUNT	PERCENT OF TOTAL	AMOUNT	PERCENT OF TOTAL	AMOUNT	PERCENT OF TOTAL
	(IN THOUSANDS)					
Department of Defense...	$ 961,587	23%	$ 823,812	24%	$ 693,172	27%
National Aeronautics and Space Administration...	292,900	7	312,377	9	221,977	9
Other civil agencies....	317,012	7	353,206	11	308,041	12
Total.................	$1,571,499	37%	$1,489,395	44%	$1,223,190	48%

NOTE 10--AGREEMENTS WITH EQUIFAX

During fiscal 1989, the Company signed an agreement with Equifax Inc. and its subsidiary, Equifax Credit Information Services, Inc. ("ECIS"), pursuant to which certain of the Company's wholly owned subsidiaries (collectively, the "Bureaus") became affiliated credit bureaus of ECIS and use its credit reporting system. The Bureaus retain ownership of their credit files and continue to receive the revenues generated from the sale of the credit information they contain. The Bureaus pay ECIS a fee for maintaining the files and for each report supplied.

The agreement also provides the Company with an option to sell its credit reporting and collection businesses to ECIS. This option requires six months' advance notice and expires August 1, 2013. The option price is determined by certain financial formulas if notification is given on or before July 31, 1998, and if notification is given thereafter, is equal to appraised value.

In the opinion of management, the option price, as determined using consistent methods of calculation under the financial formulas, approached $500 million at March 29, 1996. In its quarterly report for the quarter ended March 31, 1996, ECIS stated that the option price is "currently estimated at approximately $400 million."

The agreement is for a 10-year term, renewable indefinitely at the option of the Company for successive 10-year periods. In the event the Company does not renew or does not exercise its option to sell, or if there is a change in control of the Company, ECIS has the option to purchase the Company's credit reporting and collection businesses, at the option prices described above.

Effective December 1990, the Company, through affiliates, formed a general partnership with affiliates of Equifax Inc. and a third party, Merel Corporation. The partnership was formed to operate the Company's credit services operations and to carry out other business strategies through acquisition and investment. The Company, through affiliates, has a 97.1% interest in the partnership, named CSC Enterprises, and is the managing general partner. The Company's rights under the 1988 agreement remain exercisable through the partnership in accordance with the original terms.

NOTE 11--SUBSEQUENT EVENT

On April 28, 1996, the Company entered into an Agreement and Plan of Merger with The Continuum Company, Inc. ("Continuum") and Continental Acquisition, Inc., a subsidiary of the Company ("Sub"), pursuant to which Sub will be merged with and into Continuum and Continuum will become a wholly owned subsidiary of the Company. Each outstanding share of common stock of Continuum will be converted into 0.79 of a share of the Company's common stock.

Continuum is a consulting and computer services firm serving the needs of the global financial services industry for computer software and services. Consummation of the merger is expected to occur during the summer of 1996, and is subject to various conditions, including, but not limited to, approval by the stockholders of the Company and Continuum.

The merger will be accounted for as a pooling of interests. The following unaudited pro forma data summarizes the combined operating results of the Company and Continuum as if the merger had occurred at the beginning of the periods presented.

	UNAUDITED PRO FORMA*		
	1996	1995	1994**
Revenue	$4,740.8	$3,788.0	$2,896.4
Net Income	109.4	143.2	67.4
Earnings per common share***	$1.43	$1.99	$.99

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* During fiscal years 1996 and 1994, Continuum recorded nonrecurring charges of $76.1 million ($61.7 million net of tax benefits) and $48.6 million ($38.9 million net of tax benefits), respectively, related to its acquisitions. These charges are included in the amounts shown above.

** Net income and earnings per common share are before the effect of CSC's adoption of SFAS 109 during fiscal 1994.

*** The pro forma earnings per common share are based on the sum of the historical average common shares outstanding, as reported by CSC, and the historical average common shares outstanding for Continuum (adjusted to reflect common stock equivalents) converted to CSC shares at the exchange ratio of 0.79.

QUARTERLY FINANCIAL INFORMATION (UNAUDITED)

COMPUTER SCIENCES CORPORATION

	FISCAL 1996			
	1ST QUARTER	2ND QUARTER	3RD QUARTER	4TH QUARTER
	(IN THOUSANDS EXCEPT PER-SHARE AMOUNTS)			
Revenues	$966,783	$1,004,714	$1,110,416	$1,160,509
Income before taxes	44,817	49,553	58,612	78,410
Net income	27,717	30,353	36,012	47,610
Net earnings per share	0.49	0.53	0.63	0.83

	FISCAL 1995			
	1ST QUARTER	2ND QUARTER	3RD QUARTER	4TH QUARTER
	(IN THOUSANDS EXCEPT PER-SHARE AMOUNTS)			
Revenues	$738,145	$788,486	$827,901	$1,017,970
Income before taxes	35,196	36,973	43,328	58,215
Net income	21,822	22,923	26,748	39,246
Net earnings per share	0.42	0.44	0.51	0.72

	FISCAL 1994			
	1ST QUARTER	2ND QUARTER	3RD QUARTER	4TH QUARTER
	(IN THOUSANDS EXCEPT PER-SHARE AMOUNTS)			
Revenues	$608,096	$622,310	$621,361	$730,903
Income before taxes	29,897	31,390	34,961	52,835
Net income:				
Before cumulative effect of accounting change for income taxes	18,162	18,267	21,676	32,825
Total	23,062	18,267	21,676	32,825
Net earnings per share:				
Before cumulative effect of accounting change for income taxes	0.36	0.36	0.42	0.63
Total	0.45	0.36	0.42	0.63

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None.

PART III

ITEM 10. DIRECTORS AND EXECUTIVE OFFICERS OF THE REGISTRANT

ITEM 11. EXECUTIVE COMPENSATION

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

Information regarding executive officers of the Company is included in Part I. For the other information called for by Items 10, 11, 12 and 13, reference is made to the subsection entitled "Security Ownership of Certain Beneficial Owners and Management--Certain Stockholders of CSC" and the section entitled "Additional Matters For Consideration at the CSC Annual Meeting" in the Registrant's definitive Proxy Statement for its 1996 Annual Meeting of Stockholders, which will be filed with the Securities and Exchange Commission within 120 days after March 29, 1996, which subsection and section are incorporated herein by reference in their entirety, except for the material included in such section under the captions "Report of Compensation Committee on Annual Compensation of Executive Officers," "Comparison of Cumulative Total Return" and "Stockholder Proposals."

PART IV

ITEM 14. EXHIBITS, FINANCIAL STATEMENT SCHEDULES, AND REPORTS ON FORM 8-K

(a) (1) AND (2) FINANCIAL STATEMENTS AND FINANCIAL STATEMENT SCHEDULES

These documents are included in the response to Item 8 of this report. See the index on page 11.

(3) EXHIBITS

The following exhibits are filed with this report:

EXHIBIT NUMBER	DESCRIPTION OF EXHIBIT	
2.1	Agreement and Plan of Merger dated as of April 28, 1996 by and among the Registrant, The Continuum Company, Inc. and Continental Acquisition, Inc.	(p)
3.1	Restated Articles of Incorporation	(d)
3.2	Amendment to Restated Articles of Incorporation	(l)
3.3	By-Laws, dated and effective January 31, 1993	(h)
10.1	Annual Management Incentive Plan*	(a)
10.2	1978 Stock Option Plan*	(h)
10.3	Amendment Nos. 1 and 2 to the 1978 Stock Option Plan*	(h)
10.4	Amendment No. 3 to the 1978 Stock Option Plan*	(c)
10.5	1980 Stock Option Plan*	(h)
10.6	Amendment Nos. 1, 2, 3 and 4 to the 1980 Stock Option Plan*	(b)
10.7	Amendment No. 5 to the 1980 Stock Option Plan*	(c)
10.8	1984 Stock Option Plan*	(i)
10.9	Amendment No. 1 to the 1984 Stock Option Plan*	(b)
10.10	Amendment No. 2 to the 1984 Stock Option Plan*	(c)
10.11	1987 Stock Incentive Plan*	(c)
10.12	Schedule to the 1987 Stock Incentive Plan for United Kingdom personnel*	(c)
10.13	1990 Stock Incentive Plan*	(j)
10.14	1992 Stock Incentive Plan*	(l)
10.15	Amendment No. 1 to the 1992 Stock Incentive Plan*	(h)
10.16	1995 Stock Incentive Plan*	(n)
10.17	Deferred Compensation Plan, amended and restated effective February 9, 1996*	
10.18	Restated Supplemental Executive Retirement Plan, effective August 14, 1995*	(n)
10.19	Form of Indemnification Agreement for Directors	(e)
10.20	Form of Indemnification Agreement for Officers	(h)
10.21	Information Technology Services Agreements with General Dynamics Corporation, dated as of November 4, 1991	(k)
10.22	$100 million Credit Agreement dated as of September 15, 1994	(h)
10.23	$150 million Credit Agreement dated as of September 15, 1994	(h)
10.24	$350 million Credit Agreement dated as of September 6, 1995	(n)
10.25	$100 million Credit Agreement dated as of January 3, 1995	(h)
10.26	Amended and Restated Rights Agreement, effective October 30, 1995	(n)
11	Calculation of Primary and Fully Diluted Earnings Per Share	
21	Significant Active Subsidiaries and Affiliates of the Registrant	
23	Independent Auditors' Consent	
27	Article 5 Financial Data Schedule	
99.1	Annual Report on Form 11-K for the Matched Asset Plan of Computer Sciences Corporation	
99.2	Annual Report on Form 11-K for the Hourly Savings Plan of CSC Outsourcing Inc.	
99.3	Annual Report on Form 11-K for the Employee Savings Plan of CSC Credit Services, Inc. (to be filed at a later date)	
99.4	Annual Report on Form 11-K for the CUTW Hourly Savings Plan of CSC Outsourcing, Inc.	(o)

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* Management contract or compensatory plan or agreement

(a)-(h) These exhibits are incorporated herein by reference to the Company's Form 10-K for the fiscal years ended on the respective dates indicated below:

(a) March 30, 1984	(e) April 3, 1992
(b) April 3, 1987	(f) April 2, 1993
(c) April 1, 1988	(g) April 1, 1994
(d) March 31, 1989	(h) March 31, 1995

(i) Incorporated herein by reference to the Company's Form S-8 filed on August 17, 1984.

(j) Incorporated herein by reference to the Company's Form S-8 filed on August 15, 1990.

(k) Incorporated herein by reference to the Company's Form 8-K filed on November 4, 1991.

(l) Incorporated herein by reference to the Company's Proxy Statement for its August 10, 1992 Annual Meeting of Stockholders.

(m) Incorporated herein by reference to the Company's Form S-8 filed on August 12, 1992

(n) Incorporated herein by reference to the Company's Form 10-Q filed on November 13, 1995.

(o) Incorporated herein by reference to the Form 11-K filed on February 6, 1996.

(p) Incorporated herein by reference to the Company's Form 8-K filed on May 2, 1996

(B) REPORTS ON FORM 8-K

There were no reports on Form 8-K filed during the fourth quarter of fiscal 1996.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Computer Sciences Corporation

Dated: June 26, 1996

By: /s/ Denis M. Crane

DENIS M. CRANE
VICE PRESIDENT AND CONTROLLER

ADDITIONAL NOTE TO CONSOLIDATED FINANCIAL STATEMENTS
THREE YEARS ENDED MARCH 29, 1996

NOTE--STOCK OPTIONS AND OTHER STOCK INCENTIVE AWARDS (ADDITIONAL INFORMATION)

Additional information with respect to common stock options as described in Note 8 to the Consolidated Financial Statements is as follows:

At March 29, 1996, March 31, 1995, and April 1, 1994, 3,353,370, 1,013,392, and 1,857,742 shares, respectively, were available for the granting of future options.

The number of shares underlying options and the option exercise prices are established by a stock option committee appointed by the Board of Directors in accordance with the terms of the stock option plans (the "Committee"). The stock option plans also provide whether and under what circumstances such exercise prices may be modified.

Generally, options have a ten-year term and become exercisable in annual installments of not more than 20 percent per year, commencing one year after the date of grant. However, pursuant to the terms of some plans, different option vesting schedules may be determined by the Committee. No currently outstanding options have a term which is longer than 10 years plus 30 days.

Transfer restrictions imposed upon shares of common stock granted or sold pursuant to restricted stock awards lapse in accordance with a schedule determined by the Committee at the time of the award.

At the end of each of the last three fiscal years, the aggregate number of shares underlying stock options which were exercisable, but had not been exercised, was as follows:

	NO. OF SHARES	PURCHASE PRICE
March 29, 1996	1,741,010	$1.00-$51.88
March 31, 1995	1,713,485	1.00- 39.88
April 1, 1994	1,224,038	1.00- 26.88

During the last three fiscal years, options were exercised as follows:

		PURCHASE PRICE		MARKET PRICE ON DATE EXERCISED	
YEAR ENDED	NO. OF SHARES	PER SHARE	AVERAGE	PER SHARE	AVERAGE
March 29, 1996	959,675	$1.00-$50.50	$19.11	$47.63-$79.88	$61.06
March 31, 1995	580,353	1.00- 39.50	17.71	37.00- 52.13	45.45
April 1, 1994	795,697	1.00- 24.67	15.83	24.17- 41.50	30.91

All options currently outstanding were granted at or below the fair market value of the underlying shares on the date of grant. The expiration dates for these options range from June 23, 1996 through April 8, 2006.

		PURCHASE PRICE		MARKET PRICE AT GRANT DATE	
OPTIONS OUTSTANDING AS OF	NO. OF SHARES	PER SHARE	AVERAGE	PER SHARE	AVERAGE
March 29, 1996	4,346,915	$1.00-$76.13	$29.97	$10.00-$76.13	$30.20
March 31, 1995	5,147,185	1.00- 51.88	25.70	5.25- 51.88	25.92
April 1, 1994	4,880,938	1.00- 39.88	20.70	4.21- 39.88	21.02

As of March 29, 1996, 169,500 shares of restricted stock of the Company were outstanding under the 1987, 1990 and 1992 stock incentive plans, net of shares repurchased by the Company from terminated employees and shares for which the restrictions have lapsed. Restrictions on such restricted stock expire seven years from the date of issuance. The market prices on the dates of awards ranged from $12.75 to $34.38 per share.

An option with an exercise price equal to the market value of the underlying shares on the date of option grant is not recorded as compensation expense prior to the exercise of such option. For options with an exercise price below market value on the option grant date and restricted stock sold for less than market value on the date of sale, the difference between the exercise or sale price and market value of such shares is charged to a prepaid compensation account and credited to a deferred compensation liability account on the date such options are granted or restricted shares are sold. The prepaid amount for such options is amortized to expense over 60 months, the period during which the options become fully exercisable. For such restricted stock, the prepaid amount is amortized to expense in accordance with the period of restriction as determined by the Committee at the time of the sale. Upon the exercise of the option or the lapsing of the restrictions, the related deferred compensation liability amount is reduced and the offsetting amounts are credited to stockholders' equity. When options are exercised to purchase the Company's common stock, the shares purchased are newly-issued shares. Each new share issued is recorded as an increase to the capital stock account at par value, and the amount by which the option exercise price exceeds the par value is an increase to additional paid-in capital. Previously-owned shares submitted in payment of the purchase price, and exercisable but unexercised options surrendered in payment of taxes, are valued at the market price on the date of exercise and recorded as an increase to the treasury stock.

Upon the exercise of non-qualified options, the difference between the option exercise price and market price as of the date of exercise is available as a deduction for federal income tax purposes. Upon the lapse of the restrictions imposed upon restricted stock, the difference between the restricted stock sale price and the market price as of the date the restrictions lapse is available as a deduction for federal income tax purposes. Tax savings resulting therefrom are recorded as additional paid-in capital.

COMPUTER SCIENCES CORPORATION AND SUBSIDIARIES

SCHEDULE VIII, VALUATION AND QUALIFYING ACCOUNTS
THREE YEARS ENDED MARCH 29, 1996

		ADDITIONS			
	BALANCE, BEGINNING OF PERIOD	CHARGED TO COST AND EXPENSES	OTHER (1)	DEDUCTIONS	BALANCE, END OF PERIOD
		(IN THOUSANDS)			
Year ended March 29, 1996					
Allowance for doubtful receivables...............	$30,432	$13,237	$ 656	$ 8,239	$36,086
Year ended March 31, 1995					
Allowance for doubtful receivables...............	32,244	7,658	809	10,279	30,432
Year ended April 1, 1994					
Allowance for doubtful receivables...............	20,308	10,123	7,677	5,864	32,244

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(1) All years include balances from acquisitions, changes in balances due to foreign currency exchange rates and recovery of prior-year charges.

INDEX TO EXHIBITS

EXHIBIT NUMBER	DESCRIPTION OF EXHIBIT	
2.1	Agreement and Plan of Merger dated as of April 28, 1996 by and among the Registrant, The Continuum Company, Inc. and Continental Acquisition, Inc.	(p)
3.1	Restated Articles of Incorporation	(d)
3.2	Amendment to Restated Articles of Incorporation	(l)
3.3	By-Laws, dated and effective January 31, 1993	(h)
10.1	Annual Management Incentive Plan*	(a)
10.2	1978 Stock Option Plan*	(h)
10.3	Amendment Nos. 1 and 2 to the 1978 Stock Option Plan*	(h)
10.4	Amendment No. 3 to the 1978 Stock Option Plan*	(c)
10.5	1980 Stock Option Plan*	(h)
10.6	Amendment Nos. 1, 2, 3 and 4 to the 1980 Stock Option Plan*	(b)
10.7	Amendment No. 5 to the 1980 Stock Option Plan*	(c)
10.8	1984 Stock Option Plan*	(i)
10.9	Amendment No. 1 to the 1984 Stock Option Plan*	(b)
10.10	Amendment No. 2 to the 1984 Stock Option Plan*	(c)
10.11	1987 Stock Incentive Plan*	(c)
10.12	Schedule to the 1987 Stock Incentive Plan for United Kingdom personnel*	(c)
10.13	1990 Stock Incentive Plan*	(j)
10.14	1992 Stock Incentive Plan*	(l)
10.15	Amendment No. 1 to the 1992 Stock Incentive Plan*	(h)
10.16	1995 Stock Incentive Plan*	(n)
10.17	Deferred Compensation Plan, amended and restated effective February 9, 1996*	
10.18	Restated Supplemental Executive Retirement Plan, effective August 14, 1995*	(n)
10.19	Form of Indemnification Agreement for Directors	(e)
10.20	Form of Indemnification Agreement for Officers	(h)
10.21	Information Technology Services Agreements with General Dynamics Corporation, dated as of November 4, 1991	(k)
10.22	$100 million Credit Agreement dated as of September 15, 1994	(h)
10.23	$150 million Credit Agreement dated as of September 15, 1994	(h)
10.24	$350 million Credit Agreement dated as of September 6, 1995	(n)
10.25	$100 million Credit Agreement dated as of January 3, 1995	(h)
10.26	Amended and Restated Rights Agreement, effective October 30, 1995	(n)
11	Calculation of Primary and Fully Diluted Earnings Per Share	
21	Significant Active Subsidiaries and Affiliates of the Registrant	
23	Independent Auditors' Consent	
27	Article 5 Financial Data Schedule	
99.1	Annual Report on Form 11-K for the Matched Asset Plan of Computer Sciences Corporation	
99.2	Annual Report on Form 11-K for the Hourly Savings Plan of CSC Outsourcing Inc.	
99.3	Annual Report on Form 11-K for the Employee Savings Plan of CSC Credit Services, Inc. (to be filed at a later date)	
99.4	Annual Report on Form 11-K for the CUTW Hourly Savings Plan of CSC Outsourcing, Inc.	(o)

Notes to Exhibit Index:

*Management contract or compensatory plan or agreement

(a)-(h) These exhibits are incorporated herein by reference to the Company's Form 10-K for the fiscal years ended on the respective dates indicated below:

(a) March 30, 1984	(e) April 3, 1992
(b) April 3, 1987	(f) April 2, 1993
(c) April 1, 1988	(g) April 1, 1994
(d) March 31, 1989	(h) March 31, 1995

(i) Incorporated herein by reference to the Company's Form S-8 filed on August 17, 1984.

(j) Incorporated herein by reference to the Company's Form S-8 filed on August 15, 1990.

(k) Incorporated herein by reference to the Company's Form 8-K filed on November 4, 1991.

(l) Incorporated herein by reference to the Company's Proxy Statement for its August 10, 1992 Annual Meeting of Stockholders.

(m) Incorporated herein by reference to the Company's Form S-8 filed on August 12, 1992

(n) Incorporated herein by reference to the Company's Form 10-Q filed on November 13, 1995.

(o) Incorporated herein by reference to the Form 11-K filed on February 6, 1996.

(p) Incorporated herein by reference to the Company's Form 8-K filed on May 2, 1996

Exhibit 10.17

COMPUTER SCIENCES CORPORATION

DEFERRED COMPENSATION PLAN

COMPUTER SCIENCES CORPORATION
DEFERRED COMPENSATION PLAN

TABLE OF CONTENTS

COMPUTER SCIENCES CORPORATION
DEFERRED COMPENSATION PLAN

as Amended and Restated Effective February 9, 1996

Computer Sciences Corporation, a Nevada corporation, by resolution of its Board of Directors dated August 14, 1995, has adopted the Computer Sciences Corporation Deferred Compensation Plan (the "Plan"), which constitutes a complete amendment and restatement of the Computer Sciences Corporation Nonqualified Deferred Compensation Plan (the "Predecessor Plan"), effective as of September 30, 1995, for the benefit of its Nonemployee Directors, as defined below, and certain of its Key Executives, as defined below.

The Plan shall constitute two separate plans, one for the benefit of Nonemployee Directors and one for the benefit of Key Executives. The plan for Key Executives is a nonqualified deferred compensation plan which is unfunded and is maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees, within the meaning of Sections 201(2), 301(a)(3) and 401(a)(1) of ERISA, as defined below. The plan for Nonemployee Directors is not subject to ERISA.

ARTICLE I

DEFINITIONS

Section 1.1 General

Whenever the following terms are used in the Plan with the first letter capitalized, they shall have the meaning specified below unless the context clearly indicates to the contrary.

Section 1.2 Account

"Account" of a Participant shall mean the Participant's individual deferred compensation account established for his or her benefit under Article IV hereof.

Section 1.3 Administrator

"Administrator" shall mean Computer Sciences Corporation, acting through its Chief Executive Officer or his or her delegate, except that if Computer Sciences Corporation appoints a Committee under Section 7.4, the term "Administrator" shall mean the Committee as to those duties, powers and responsibilities specifically conferred upon the Committee.

Section 1.4 Board
- ------------------

"Board" shall mean the Board of Directors of Computer Sciences Corporation. The Board may delegate any power or duty otherwise allocated to the Administrator to any other person or persons, including a Committee appointed under Section 7.4.

Section 1.5 Change in Control
- ------------------------------

"Change in Control" means, after September 30, 1995, (a) the acquisition by any person, entity or group (as defined in Section 13(d)3 of the Exchange Act), as beneficial owner, directly or indirectly, of securities of the Company representing twenty percent (20%) or more of the combined voting power of the then outstanding securities of Computer Sciences Corporation, or (b) a change during any period of two (2) consecutive years of a majority of the Board as constituted as of the beginning of such period, unless the election of each director who was not a director at the beginning of such period was approved by vote of a least two-thirds of the directors then in office who were directors at the beginning of such period, or (c) any other event constituting a change in control for purposes of Schedule 14A of Regulation 14A under the Exchange Act.

Section 1.6 Chief Executive Officer
- ------------------------------------

"Chief Executive Officer" shall mean the Chief Executive Officer of Computer Sciences Corporation.

Section 1.7 Code
- -----------------

"Code" shall mean the Internal Revenue Code of 1986, as amended from time to time.

Section 1.8 Committee
- ----------------------

"Committee" shall mean the Committee, if any, appointed in accordance with Section 7.4.

Section 1.9 Company
- --------------------

"Company" shall mean Computer Sciences Corporation and all of its affiliates, and any entity which is a successor in interest to Computer Sciences Corporation and which continues the Plan under Section 8.3(a).

Section 1.10 Deferred Compensation
- -----------------------------------

"Deferred Compensation" of a Participant shall mean the amounts deferred by such Participant under Article III of the Plan.

Section 1.11 Election Form
- --------------------------

"Election Form" shall mean the form of election provided by the Administrator to each Eligible Executive and Nonemployee Director pursuant to Section 3.1.

Section 1.12 Eligible Key Executive
- -----------------------------------

"Eligible Key Executive" shall mean any Key Executive who has been designated as eligible to participate in the Plan with respect to any Plan Year by the Chief Executive Officer.

Section 1.13 Employee
- ---------------------

"Employee" shall mean any person who renders services to the Company in the status of an employee as that term is defined in Code Section 3121(d), including officers but not including directors who serve solely in that capacity.

Section 1.14 ERISA
- ------------------

"ERISA" shall mean the Employee Retirement Income Security Act of 1974, as amended from time to time.

Section 1.15 Exchange Act
- -------------------------

"Exchange Act" shall mean the Securities Exchange Act of 1934, as amended.

Section 1.16 Hardship
- ---------------------

(a) "Hardship" of a Participant, shall mean any one or more of the following:

(i) medical expenses described in Code Section 213(d) incurred by the Participant, the Participant's spouse, or the Participant's dependents (as described in Code Section 152) if such expenses can not be paid from any other source;

(ii) purchase (excluding mortgage payments) of a principal residence for the Participant;

(iii) payment of tuition for the next 12 months of post-secondary education for the Participant, the Participant's spouse, or the Participant's dependents who are claimed as such on the Participant's federal income tax return;

(iv) the need to prevent the Participant's eviction from the Participant's primary residence, or foreclosure on the mortgage of the Participant's primary residence; or

(v) any other financial need which the Internal Revenue Service has approved as a financial hardship which permits distributions to be made to participants under the financial hardship provisions of the Company's Matched Asset Plan.

(b) Notwithstanding subsection(a) above, a financial need shall not constitute a Hardship unless it is for at least $1,000.00 (or the entire principal amount of the Participant's Accounts, if less).

(c) Whether a Participant has incurred a Hardship shall be determined by the Administrator in its discretion on the basis of all relevant facts and circumstances and in accordance with nondiscriminatory and objective standards, uniformly interpreted and consistently applied.

Section 1.17 Key Executive

"Key Executive" shall mean any Employee of the Company who is an officer or other key executive of the Company and who qualifies as a "highly compensated employee or management employee" within the meaning of Title I of ERISA.

Section 1.18 Key Executive Plan

"Key Executive Plan" shall mean the portion of this Plan which is maintained or the benefit of the Company's Key Executives.

Section 1.19 Nonemployee Director

"Nonemployee Director" shall mean a member of the Board who is not an Employee.

Section 1.20 Nonemployee Director Plan

"Nonemployee Director Plan" shall mean the portion of this Plan which is maintained for the benefit of the Company's Nonemployee Directors.

Section 1.21 Partial First Plan Year

"Partial First Plan Year" shall mean that portion of the first Plan Year of the Plan subject to its amendment and restatement effective as of September 30, 1995, which shall begin on September 30, 1995 and end on March 29, 1996.

Section 1.22 Participant

"Participant" shall mean any person who elects to participate in the Plan as provided in Article II and who defers Qualified Compensation under the Plan.

Section 1.23 Plan

"Plan" shall mean the Computer Sciences Corporation Deferred Compensation Plan.

Section 1.24 Plan Year

"Plan Year" shall mean the fiscal year of the Company.

Section 1.25 Predecessor Plan

"Predecessor Plan" shall mean the Computer Sciences Corporation Nonqualified Deferred Compensation Plan as in effect and maintained by the Company for the benefit of its Nonemployee Directors prior to the amendment and restatement of the Plan effective as of September 30, 1995.

Section 1.26 Retirement

"Retirement" shall mean, with respect to a Key Executive, a Separation from Service of such Key Executive (a) on or after attainment of age sixty-two (62) or (b) prior to attainment of age sixty-two (62) if the Chief Executive Officer shall designate such Separation from Service as Retirement for purposes of the Plan.

Section 1.27 Separation from Service

(a) "Separation from Service" of a Key Executive shall mean the termination of his or her employment with the Company by reason resignation, discharge, death or Retirement. A leave of absence or sick leave authorized by the Company in accordance with established policies, a vacation period or a military leave shall not constitute a Separation from Service; provided, however, that failure to return to work upon expiration of any leave of absence, sick leave, military leave or vacation shall be considered a resignation effective as of the date of expiration of such leave of absence, sick leave, military leave or vacation.

(b) "Separation from Service" of a Nonemployee Director shall mean the Nonemployee Director's ceasing to serve as a member of the Board for any reason.

Section 1.28 Qualified Compensation

(a) "Qualified Compensation" of a Key Executive shall mean the Key Executive's annual bonus which may be payable to the Key Executive under the Computer Sciences Corporation Annual Incentive Plan or such other bonus or incentive compensation plan of the Company which may be designated from time to time by the Administrator.

(b) "Qualified Compensation" of a Nonemployee Director shall mean the retainer, consulting fees, committee fees and meeting fees which are payable to the Nonemployee Director by the Company.

ARTICLE II

ELIGIBILITY

Section 2.1 Requirements for Participation

Any Eligible Key Executive and any Nonemployee Director shall be eligible to be a Participant in the Plan.

Section 2.2 Deferral Election Procedure

For each Plan Year, the Administrator shall provide each Eligible Key Executive and each Nonemployee Director with an Election Form on which such person may elect to defer his or her Qualified Compensation under Article III. Each such person who elects to defer Qualified Compensation under Article III shall complete and sign the Election Form and return it to the Administrator.

Section 2.3 Content of Election Form

Each Participant who elects to defer Qualified Compensation under the Plan shall set forth on the Election Form specified by the Administrator:

(a) the amount of Qualified Compensation to be deferred under Article III and the Participant's authorization to the Company to reduce his or her Qualified Compensation by the amount of the deferred compensation,

(b) the length of time with respect to which the Participant elects to defer the Deferred Compensation,

(c) the method under which the Participant's Deferred Compensation shall be payable, and

(d) such other information, acknowledgments or agreements as may be required by the Administrator.

ARTICLE III

PARTICIPANTS' DEFERRALS

Section 3.1 Deferral of Qualified Compensation

(a) Each Eligible Key Executive and Nonemployee Director may elect to defer into his or her Account all or any portion of the Qualified Compensation which would otherwise be payable to him or her for any Plan Year in which he or she has not incurred a Separation from Service as of the first day of the Plan Year in question. Such election shall be made by the Eligible Key Executive or Nonemployee Director completing and delivering to the Administrator his or her Election Form for such Plan Year no later than the last day of the next preceding Plan Year, except (i) with respect to the Partial First Plan Year, in which case such election shall be made not later than September 29, 1995, and (ii) with respect to a person who first becomes a Nonemployee Director during a Plan Year, which person may make such election within 30 days after first becoming a Nonemployee Director.

(b) Except as set forth in Sections 6.2 and 6.3 hereof, any such election made by a Participant to defer Qualified Compensation shall be irrevocable and shall not be amendable by the Participant.

Section 3.2 Deferral for Partial First Plan Year

For the Partial First Plan Year, Participants may defer any or all of the Qualified Compensation which is earned by them after September 29, 1995 and before March 30, 1996. Deferral elections previously made by Nonemployee Directors for the 1996 Plan Year shall only remain effective with respect to Qualified Compensation earned prior to September 30, 1995.

ARTICLE IV

DEFERRED COMPENSATION ACCOUNTS

Section 4.1 Deferred Compensation Accounts

The Administrator shall establish and maintain for each Participant an Account to which shall be credited the amounts allocated thereto under this Article IV and from which shall be debited the Participant's distributions and withdrawals under Articles V and VI.

Section 4.2 Crediting of Deferred Compensation

Each Participant's Account shall be credited with an amount which is equal to the amount of the Participant's Qualified Compensation which such Participant has elected to defer under Article III at the time such Qualified Compensation would otherwise have been paid to the Participant.

Section 4.3 Crediting of Earnings

Beginning on September 30, 1995 and subject to amendment by the Board, for each Plan Year earnings shall be credited to each Participant's Account (including the Accounts of Nonemployee Directors under the Predecessor Plan), at a rate equal to 120% of the 120-month rolling average interest payable on 10-year United States Treasury Notes as of December 31 of the preceding Plan Year, compounded annually. Earnings shall be credited on such valuation dates as the Administrator shall determine.

Section 4.4 Applicability of Account Values

The value of each Participant's Account as determined as of a given date under this Article, plus any amounts subsequently allocated thereto under this Article and less any amounts distributed or withdrawn under Articles V or VI shall remain the value thereof for all purposes of the Plan until the Account is revalued hereunder.

Section 4.5 Vesting of Deferred Compensation Accounts

Subject to the possible reductions provided for in Section 6.2 and 6.3 with respect to certain Participant withdrawals, each Participant's interest in his or her Account shall be 100% vested and non-forfeitable at all times.

Section 4.6 Assignments, Etc. Prohibited

No part of any Participant's Account shall be liable for the debts, contracts or engagements of the Participant, or the Participant's beneficiaries or successors in interest, or be taken in execution by levy, attachment or garnishment or by any other legal or equitable proceeding, nor shall any such person have any rights to alienate, anticipate, commute, pledge, incumber or assign any benefits or payments hereunder in any manner whatsoever except to designate a beneficiary as provided in Section 5.3.

ARTICLE V

DISTRIBUTIONS OF DEFERRED COMPENSATION ACCOUNTS

Section 5.1 Distributions upon a Key Executive's Retirement and a Nonemployee Director's Separation from Service

(a) The Account of a Key Executive who incurs a Separation from Service upon his or her Retirement, and the Account of a Nonemployee Director who incurs a Separation from Service, in each case other than on account of death, shall be paid to the Participant as specified in any election made by the Participant pursuant to Section 5.4 hereof. Any remaining balance of the Participant's Account shall be paid to the Participant, as specified by the Participant in an election made pursuant to this Section 5.1, in a lump-sum distribution or in approximately equal annual installments over 5, 10 or 15 years. Payment(s) shall commence within thirty (30) days following the date of such Separation from Service.

(b) At the time a Participant first elects to defer Qualified Compensation under the Plan, he or she shall make an election pursuant to this Section 5.1. Such election shall remain in effect and shall apply to the Participant's total Account, as the same may increase or decrease from time to time. An election pursuant to this Section 5.1 may be superseded by a subsequent election, which subsequent election shall then apply to the Participant's total Account, as the same may increase or decrease from time to time. Notwithstanding the foregoing, no subsequent election pursuant to this Section 5.1 shall be effective unless it is made at least 13 months prior to the Participant's Separation from Service.

Section 5.2 Distributions upon a Key Executive's Pre-Retirement Separation from Service

The Account of a Key Executive who incurs a Separation from Service prior to his or her Retirement and other than on account of his or her death shall be paid to the Participant in a lump-sum distribution within thirty (30) days following the date of such Separation from Service, notwithstanding any election to the contrary made by the Participant pursuant to Section 5.4 hereof.

Section 5.3 Distributions upon a Participant's Death

(a) Notwithstanding anything to the contrary in the Plan, the remaining balance of the Account of a Participant who dies (i) shall be paid to the persons and entities designated by the Participant as his or her beneficiaries for such purpose and (ii) shall be paid in the manner set forth in this Section 5.3. With respect to a Participant who does not incur a Separation from Service prior to his or her death, such balance shall be paid, as specified by the Participant in an election made pursuant to this Section 5.3, in a lump-sum distribution or in approximately equal annual installments over 5, 10 or 15 years. With respect to a Participant who does incur a Separation from Service prior to his or her death, such balance shall be paid, as specified by the Participant in an election made pursuant to this Section 5.3, in a lump-sum distribution or in approximately equal annual installments over the remaining term of the 5, 10 or 15-year payment period elected pursuant to Section 5.1 hereof. Payment(s) shall commence within thirty (30) days following the date of death.

(b) At the time a Participant first elects to defer Qualified Compensation under the Plan, he or she shall make an election pursuant to this Section 5.3. Such election shall remain in effect and shall apply to the Participant's total Account, as the same may increase or decrease from time to time. An election pursuant to this

Section 5.3 may be superseded by a subsequent election, which subsequent election shall then apply to the Participant's total Account, as the same may increase or decrease from time to time. Notwithstanding the foregoing, no subsequent election pursuant to this Section 5.3 shall be effective unless it is made at least 13 months prior to the Participant's Separation from Service.

Section 5.4 Optional Distributions

(a) At the time a Participant elects to defer Qualified Compensation for any Plan Year, he or she may also elect, pursuant to this Section 5.4, to receive a special, lump-sum distribution of any or all of the amount deferred for such Plan Year on a date specified by the Participant in such election, which date must be at least 24 months after the date of such election. Any such special distribution shall be made within five (5) business days after the date therefor specified by the Participant, unless the Participant shall have died on or prior to such date, in which case no such special distribution shall be made.

(b) An election pursuant to this Section 5.4 may be superseded by one subsequent election; provided, however, that such subsequent election shall not be effective unless: (i) it is irrevocable; (ii) it is made at least 13 months prior to the Participant's Separation from Service and at least 24 months prior to the date upon which the special distribution will be made; and (iii) the date of the special distribution specified in the subsequent election is earlier than the date specified in the initial election.

(c) Notwithstanding the foregoing, an election pursuant to this Section 5.4 with respect to the Partial First Plan Year may be superseded by two subsequent elections; provided, however, that: (i) the first such subsequent election shall not be effective unless it is made prior to March 30, 1996 and at least 13 months prior to the Participant's Separation from Service and at least 24 months prior to the date upon which the special distribution will be made; and (ii) the second such subsequent election satisfies all the requirements set forth in paragraph (b)(i), (ii) and (iii) of this Section 5.4.

Section 5.5 Applicable Taxes

All distributions under the Plan shall be subject to withholding for all amounts which the Company is required to withhold under federal, state or local tax law.

ARTICLE VI

WITHDRAWALS FROM DEFERRED COMPENSATION ACCOUNTS

Section 6.1 Hardship Withdrawals from Accounts

A Participant may make a withdrawal from the Participant's Account on account of the Participant's Hardship, subject to all of the following requirements:

(a) The Participant's withdrawal shall not exceed the amount which is necessary to satisfy the Hardship;

(b) The denial of the Participant's Hardship withdrawal request would result in severe financial hardship to the Participant; and

(c) The Participant has not received a Hardship withdrawal within the 12 month period preceding the withdrawal.

Section 6.2 Withdrawals after a Change in Control

At any time within three years after the occurrence of a Change in Control, a Key Executive may elect to withdraw all or any part of the Key Executive's Account by delivering a written election to such effect to the Administrator, provided, however, that if a Key Executive makes such an election, (i) the Key Executive shall forfeit, and the Key Executive's Account shall be debited with, an amount equal to 5% of the amount of the withdrawal distribution, (ii) the Key Executive's deferral election for the Plan Year in which the withdrawal distribution occurs shall be terminated with respect to any Qualified Compensation which has not yet been deferred and (iii) the Key Executive shall not be permitted to defer Qualified Compensation under the Plan for the two Plan Years immediately following the Plan Year of the withdrawal distribution.

Section 6.3 Voluntary Withdrawals

At any time, a Participant may elect to withdraw all or any part of the Participant's Account by delivering a written election to such effect to the Administrator, provided, however, that if a Participant makes such an election, (i) the Participant shall forfeit, and the Participant's Account shall be debited with, an amount equal to 10% of the amount of the withdrawal distribution, (ii) the Participant's deferral election for the Plan Year in which the withdrawal distribution occurs shall be terminated with respect to any Qualified Compensation which has not yet been deferred and (iii) the Participant shall not be permitted to defer Qualified Compensation under the Plan for the two Plan Years immediately following the year of the withdrawal distribution.

Section 6.4 Applicable Taxes

All withdrawals under the Plan shall be subject to withholding for all amounts which the Company is required to withhold under federal, state or local tax law.

ARTICLE VII

ADMINISTRATIVE PROVISIONS

Section 7.1 Administrator's Duties and Powers

The Administrator shall conduct the general administration of the Plan in accordance with the Plan and shall have all the necessary power, authority and discretion to carry out that function. Among its necessary powers and duties are the following:

(a) To delegate all or part of its function as Administrator to others and to revoke any such delegation.

(b) To determine questions of eligibility of Participants and their entitlement to benefits, subject to the provisions of Section 7.11.

(c) To select and engage attorneys, accountants, actuaries, trustees, appraisers, brokers, consultants, administrators, physicians, or other persons to render service or advice with regard to any responsibility the Administrator or the Board has under the Plan, or otherwise, to designate such persons to carry out fiduciary responsibilities under the Plan, and (together with the Committee, the Company, the Board and the officers and Employees of the Company) to rely upon the advice, opinions or valuations of any such persons, to the extent permitted by law, being fully protected in acting or relying thereon in good faith.

(d) To interpret the Plan and any relevant facts for purpose of the administration and application of the Plan, in a manner not inconsistent with the Plan or applicable law and to amend or revoke any such interpretation.

(e) To conduct claims procedures as provided in Section 7.11.

Section 7.2 Limitations Upon Powers

The Plan shall be uniformly and consistently administered, interpreted and applied with regard to all Participants in similar circumstances. The Plan shall be administered, interpreted and applied fairly and equitably and in accordance with the specified purposes of the Plan.

Section 7.3 Final Effect of Administrator Action
- --

Except as provided in Section 7.11, all actions taken and all determinations made by the Administrator in good faith shall be final and binding upon all Participants, the Company and any person interested in the Plan.

Section 7.4 Committee
- ----------------------

(a) The Administrator may, but need not, appoint a Committee consisting of two or more members to hold office during the pleasure of the Administrator. The Committee shall have such powers and duties as are delegated to it by the Administrator. Committee members shall not receive payment for their services as such.

(b) Appointment of Committee members shall be effective upon filing of written acceptance of appointment with the Administrator.

(c) A Committee member may resign at any time by delivering written notice to the Administrator.

(d) Vacancies in the Committee shall be filled by the Administrator.

(e) The Committee shall act by a majority of its members in office; provided, however, that the Committee may appoint one of its members or a delegate to act on behalf of the Committee on matters arising in the ordinary course of administration of the Plan or on specific matters.

Section 7.5 Indemnification by the Company; Liability Insurance
- --

The Company shall pay or reimburse any of the Company's officers, directors, Committee members or Employees who are fiduciaries with respect to the Plan for all expenses incurred by such persons in, and shall indemnify and hold them harmless from, all claims, liability and costs (including reasonable attorneys' fees) arising out of the good faith performance of their duties under the Plan. The Company may obtain and provide for any such person, at the Company's expense, liability insurance against liabilities imposed on such person by law.

Section 7.6 Recordkeeping
- --------------------------

(a) The Administrator shall maintain suitable records of each Participant's Account which, among other things, shall show separately deferrals and the earnings credited thereon, as well as distributions and withdrawals therefrom and records of its deliberations and decisions.

(b) The Administrator shall appoint a secretary, and at its discretion, an assistant secretary, to keep the record of proceedings, to transmit its decisions, instructions, consents or directions to any interested party, to execute and file, on behalf of the Administrator, such documents, reports or other matters as may be necessary or appropriate under ERISA and to perform ministerial acts.

(c) The Administrator shall not be required to maintain any records or accounts which duplicate any records or accounts maintained by the Company.

Section 7.7 Statement to Participants

By March 15 of each year, the Administrator shall furnish to each Participant a statement setting forth the value of the Participant's Account as of the preceding December 31 and such other information as the Administrator shall deem advisable to furnish.

Section 7.8 Inspection of Records

Copies of the Plan and records of a Participant's Account shall be open to inspection by the Participant or the Participant's duly authorized representatives at the office of the Administrator at any reasonable business hour.

Section 7.9 Identification of Fiduciaries

The Administrator shall be the named fiduciary of the Plan and, as permitted or required by law, shall have exclusive authority and discretion to operate and administer the Plan.

Section 7.10 Procedure for Allocation of Fiduciary Responsibilities

(a) Fiduciary responsibilities under the Plan are allocated as follows:

(i) The sole duties, responsibilities and powers allocated to the Board, any Committee and any fiduciary shall be those expressly provided in the relevant Sections of the Plan.

(ii) All fiduciary duties, responsibilities, and powers not allocated to the Board, any Committee or any fiduciary, are hereby allocated to the Administrator, subject to delegation.

(b) Fiduciary duties, responsibilities and powers under the Plan may be reallocated among fiduciaries by amending the Plan in the manner prescribed in Section 8.6, followed by the fiduciaries' acceptance of, or operation under, such amended Plan.

Section 7.11 Claims Procedure

(a) No distributions under this Plan to a Participant, former Participant or Participant's beneficiary shall be made except upon a claim filed in writing with the

Committee, if in existence, or otherwise to a claims official designated by the Administrator.

(b) If the Committee or claims official wholly or partially denies the claim, it or he shall, within a reasonable period of time after receipt of the claim, provide the claimant with written notice of such denial, setting forth, in a manner calculated to be understood by the claimant:

(i) the specific reason or reasons for such denial;

(ii) specific reference to pertinent Plan provisions on which the denial is based;

(iii) a description of any additional material or information necessary for the claimant to perfect the claim and an explanation of why such material or information is necessary; and

(iv) an explanation of the Plan's claims review procedure.

(c) The Administrator shall provide each claimant with a reasonable opportunity to appeal a denial of a claim to the Chief Executive Officer or his or her authorized delegate for a full and fair review. The claimant or his or her duly authorized representative:

(i) may request a review upon written application to the Chief Executive Officer or his authorized delegate (which shall be filed with the Committee or claims official);

(ii) may review pertinent documents; and

(iii) may submit issues and comments in writing.

(d) The Chief Executive Officer or his authorized delegate may establish such time limits within which a claimant may request review of a denied claim as are reasonable in relation to the nature of the benefit which is the subject of the claim and to other attendant circumstances but which shall be not less than sixty days after receipt by the claimant of written notice of denial of his or her claim.

(e) The decision by the Chief Executive Officer or his delegate upon review of a claim shall be made not later than sixty days after receipt by the chief Executive Officer or his authorized delegate of the request for review, unless special circumstances require an extension of time for processing, in which case a decision shall be rendered as soon as possible, but not later than one hundred twenty days after receipt of such request for review.

(f) The decision on review shall be in writing and shall include specific reasons for the decision written in a manner calculated to be understood by the claimant with specific references to the pertinent Plan provisions on which the decision is based.

(g) To the extent permitted by law, the decision of the Committee or claims official, if no appeal is filed, or the decision of the Chief Executive Officer or his delegate on review, when warranted on the record and reasonably based on the law and the provisions of the Plan, shall be final and binding on all parties.

Section 7.12 Conflicting Claims
- -------------------------------

If the Administrator is confronted with conflicting claims concerning a Participant's Account, the Administrator may interplead the claimants in an action at law, or in an arbitration conducted in accordance with the rules of the American Arbitration Association, as the Administrator shall elect in its sole discretion, and in either case, the attorneys' fees, expenses and costs reasonably incurred by the Administrator in such proceeding shall be paid from the Participant's Account.

Section 7.13 Service of Process
- -------------------------------

The Secretary of Computer Sciences Corporation is hereby designated as agent of the Plan for the service of legal process.

ARTICLE VIII

MISCELLANEOUS PROVISIONS

Section 8.1 Termination of the Plan
- -----------------------------------

(a) While the Plan is intended as a permanent program, the Board shall have the right at any time to declare the Plan terminated completely as to the Company or as to any group, division or other operational unit thereof or as to any affiliate thereof.

(b) Discharge or layoff of any Employees without such a declaration shall not result in a termination of the Plan.

(c) In the event of any termination, the Board, in its sole and absolute discretion may elect to:

(i) maintain Participants' Accounts, payment of which shall be made in accordance with Articles V and VI; or

(ii) liquidate the portion of the Plan attributable to each Participant as to whom the Plan is terminated and distribute each such Participant's Account in a lump sum or pursuant to any method which is at least as rapid as the distribution method elected by the Participant under Section 5.4.

Section 8.2 Limitation on Rights of Participants

The Plan is strictly a voluntary undertaking on the part of the Company and shall not constitute a contract between the Company and any Employee or any Nonemployee Director, or consideration for, or an inducement or condition of, the employment of an Employee or service of a Nonemployee Director. Nothing contained in the Plan shall give any Employee or Nonemployee Director the right to be retained in the service of a Company or to interfere with or restrict the right of the Company, which is hereby expressly reserved, to discharge or retire any Employee or Nonemployee Director, except as otherwise provided by a written employment agreement between the Company and the Employee or Nonemployee Director, at any time without notice and with or without cause. Inclusion under the Plan will not give any Employee or Nonemployee Director any right or claim to any benefit hereunder except to the extent such right has specifically become fixed under the terms of the Plan. The doctrine of substantial performance shall have no application to Employees, Nonemployee Directors, Participants or any other persons entitled to payments under the Plan.

Section 8.3 Consolidation or Merger; Adoption of Plan by Other Companies

(a) In the event of the consolidation or merger of the Company with or into any other entity, or the sale by the Company of substantially all of its assets, the resulting successor may continue the Plan by adopting it in a resolution of its Board of Directors. If within 90 days from the effective date of such consolidation, merger or sale of assets, such successor corporation does not adopt the Plan, the Plan shall be terminated in accordance with Section 8.1.

(b) There shall be no merger or consolidation with, or transfer of the liabilities of the Plan to, any other plan unless each Participant in the Plan would have, if the combined or successor plans were terminated immediately after the merger, consolidation, or transfer, an account which is equal to or greater than his or her corresponding Account under the Plan had the Plan been terminated immediately before the merger, consolidation or transfer.

Section 8.4 Errors and Misstatements

In the event of any misstatement or omission of fact by a Participant to the Administrator or any clerical error resulting in payment of benefits in an incorrect amount, the Administrator shall promptly cause the amount of future payments to be corrected upon discovery of the facts and shall cause the Company to pay the Participant or any other person entitled to payment under the Plan any underpayment in cash in a lump sum, or to recoup any overpayment from future payments to the Participant or any other person entitled to payment under the Plan in such amounts as the Administrator shall direct, or to proceed against the Participant or any other person entitled to payment under the Plan for recovery of any such overpayment.

Section 8.5 Payment on Behalf of Minor, Etc.

In the event any amount becomes payable under the Plan to a minor or a person who, in the sole judgment of the Administrator, is considered by reason of physical or mental condition to be unable to give a valid receipt therefor, the Administrator may direct that such payment be made to any person found by the Administrator in its sole judgment, to have assumed the care of such minor or other person. Any payment made pursuant to such determination shall constitute a full release and discharge of the Company, the Board, the Administrator, the Committee and their officers, directors and employees.

Section 8.6 Amendment of Plan

The Plan may be wholly or partially amended by the Board from time to time, in its sole and absolute discretion, including prospective amendments which apply to amounts held in a Participant's Account as of the effective date of such amendment and including retroactive amendments necessary to conform to the provisions and requirements of ERISA or the Code or regulations pursuant thereto; provided, however, that no amendment shall decrease the amount of any Participant's Account as of the effective date of such amendment.

Section 8.7 No Funding

All benefits payable under the Plan will be paid from the general assets of the Company and no Participant or beneficiary shall have any claim against any specific assets of the Company.

Section 8.8 Governing Law

The Plan shall be construed, administered and governed in all respects under and by the laws of the State of California, except to the extent such laws may be preempted by ERISA.

Section 8.9 Pronouns and Plurality

The masculine pronoun shall include the feminine pronoun, and the singular the plural where the context so indicates.

Section 8.10 Titles

Titles are provided herein for convenience only and are not to serve as a basis for interpretation or construction of the Plan.

Section 8.11 References
- ------------------------

Unless the context clearly indicates to the contrary, a reference to a statute, regulation or document shall be construed as referring to any subsequently enacted, adopted or executed statute, regulation or document.

EXHIBIT 11

COMPUTER SCIENCES CORPORATION AND SUBSIDIARIES
Exhibit XI, Calculation of Primary and Fully Diluted Earnings Per Share
(Dollars in thousands, except per share amounts)

	Year ended				
	March 29, 1996	March 31, 1995	April 1, 1994	April 2, 1993	April 3, 1992
NET INCOME					
Before cumulative effect of accounting change	$ 141,692	$ 110,739	$ 90,930	$ 78,149	$ 68,277
Cumulative effect of accounting change			4,900		
After cumulative effect of accounting change	$ 141,692	$ 110,739	$ 95,830	$ 78,149	$ 68,177
SHARES					
Average shares outstanding	55,568,121	51,425,723	50,234,161	49,436,079	48,739,197
Common stock equivalents	1,646,263	1,549,226	1,151,043	839,427	907,563
Total for primary calculation	57,214,384	52,974,949	51,385,204	50,275,506	49,646,760
Additional for fully diluted calculation	124,730	147,190	290,104	146,202	
Total for fully diluted calculation	57,339,114	53,123,139	51,675,308	50,421,708	49,646,760

EXHIBIT 21

COMPUTER SCIENCES CORPORATION
EXHIBIT XXI, Significant Active Subsidiaries and Affiliates
As of March 29, 1996

Entity	State or Country of Formation	Percent of Ownership
Computer Sciences Corporation	Nevada	Registrant
- - Aerospace Center Support (Partnership)	Tennessee	55.0
- - Artemis Holdings Inc.	Nevada	100.0
- CSC Artemis Inc.	California	100.0
- Artemis International Limited	United Kingdom	55.0
- Autec Range Services (Partnership)	Florida	50.0
- Calva Realty Corporation	Nevada	100.0
- Century Corporation	Nevada	100.0
- CSC Credit Services, Inc.	Texas	100.0
- CSC Enterprises, Inc.	Nevada	100.0
- CSC Enterprises (Partnership)	Delaware	97.1
- CSC Accounts Management, Inc.	Texas	100.0
- Credit Bureau of Tulsa, Inc.	Oklahoma	100.0
- CSC Credit Services, Inc.	California	100.0
- CSC Domestic Enterprises, Inc.	Nevada	100.0
- CSC Intelicom, Inc.	Delaware	100.0
- CSC Outsourcing Inc.	Nevada	100.0
- CSC Professional Services Group, Inc.	Maryland	100.0
- CSC Foreign Enterprises, Inc.	Nevada	100.0
- CSC Computer Sciences S.A.	France	100.0
- CSC Ouroumoff Consultants S.A.	France	100.0
- Computer Sciences Raytheon (Partnership)	Florida	60.0
- CSC Healthcare Systems, Inc.	California	100.0
- CSC Geographic Technologies, Inc.	Nevada	100.0
- CSC International Systems Management, Inc.	Nevada	100.0
- CSC Logic, Inc.	Texas	100.0
- CSC Consulting, Inc.	Massachusetts	100.0
- CSC Weston Group, Inc.	Nevada	100.0
- CSC Planmetrics, Inc.	Nevada	100.0
- CSC Ventures, Inc.	Nevada	100.0
- Fairfax Ventures, Inc.	Nevada	100.0
- Computer Sciences Canada Inc.	Canada	100.0
- CSC Australia Pty. Limited	Australia	100.0
- CSC Computer Sciences GmbH	Germany	100.0
- CSC Computer Sciences Services Management GmbH	Germany	100.0
- CSC Ploenzke AG	Germany	75.0
- CSC Computer Sciences N.V./S.A.	Belgium	100.0
- Experteam S.A./N.V.	Belgium	60.0
- Medical Business Channel	Belgium	100.0
- CSC Computer Sciences B.V.	Netherlands	100.0
- CSC Services Management B.V.	Netherlands	100.0
- CSC Computer Sciences VOF/SNC (Partnership)	Belgium	100.0
- CSC Consulting Ltd	United Kingdom	100.0
- CSC Index Limited	United Kingdom	100.0
- CSC Computer Sciences Limited	United Kingdom	100.0

EXHIBIT 23

INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in Registration Statement Nos. 33-26977, 33-36379, 33-50746, 333-00733, 333-00749, 333-00755, 333-00757 and 333-00761 of Computer Sciences Corporation on Forms S-8 of our report dated May 24, 1996, appearing in this Amendment No. 1 to Annual Report on Form 10-K/A of Computer Sciences Corporation for the year ended March 29, 1996.

DELOITTE & TOUCHE LLP

Los Angeles, California
June 24, 1996

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12-MOS
MAR-29-1996
APR-01-1995
MAR-29-1996
104,867
0
979,441
36,086
0
1,144,254
1,147,448
506,646
2,595,790
760,443
405,471
56,342
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0
1,249,352
2,595,790
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4,242,422
0
3,336,469
252,084
13,237
35,021
231,392
89,700
141,692
0
0
0
141,692
2.48
2.48

EXHIBIT 99.1

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 11-K

ANNUAL REPORT
PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

[X] ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended: December 31, 1995

[_] TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ---------------- to ----------------

Commission file number: 1-4850

A. Full title of plan and the address of the plan, if different from that of the issuer named below: Computer Sciences Corporation Matched Asset Plan

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office: Computer Sciences Corporation
2100 East Grand Avenue
El Segundo, California 90245

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

TABLE OF CONTENTS

DESCRIPTION:

INDEPENDENT AUDITORS' REPORT

Employee Retirement Plan Committee
Computer Sciences Corporation
El Segundo, California:

We have audited the accompanying statements of net assets available for benefits of the Computer Sciences Corporation Matched Asset Plan (the "Plan") as of December 31, 1995 and 1994, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 1995 and 1994, and the changes in its net assets available for benefits for the years then ended in conformity with generally accepted accounting principles.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules listed in Section C of the Table of Contents are presented for the purpose of additional analysis and are not a required part of the basic financial statements, but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. Such schedules have been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Deloitte & Touche LLP

Los Angeles, California
May 22, 1996

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

STATEMENTS OF NET ASSETS
AVAILABLE FOR BENEFITS

	DECEMBER 31 1995	DECEMBER 31 1994
ASSETS		
Investments (Note 9):		
Short-term investments	$ 10,365,460	$ 52,314,744
Long-term investments:		
Interest in registered investment companies:		
Brinson U.S. Balanced Fund		61,315,171
Brinson U.S. Bond Fund	48,488,514	
Brinson U.S. Stock Only Fund	37,038,021	
Brinson U.S. Equity Fund	136,221,964	75,400,349
Mellon Stock Index Fund	33,224,815	14,617,738
CSC Company stock	174,584,246	114,509,484
Employee loans	13,707,311	9,635,030
Plan interest in Master Trust	58,741,224	8,291,602
Guaranteed investment contracts (Notes 2 and 9)	81,854,138	87,931,851
Total investments	594,225,693	424,015,969
Receivables:		
Employer contribution	454,444	395,663
Participants' contribution	2,491,947	2,129,209
Accrued Income	41,668	83,981
Plan to plan transfer (Note 8)	903	6,840,600
Other	79,569	110,378
Total Receivables	3,068,531	9,559,831
Total Assets	597,294,224	433,575,800
LIABILITIES		
Accounts Payable	949,287	614,367
Accrued Expenses	180,915	106,049
Unsettled Trade Payables		1,122,161
Forfeitures Payable	164,431	113,083
Total Liabilities	1,294,633	1,955,660
NET ASSETS AVAILABLE FOR BENEFITS	$595,999,591	$431,620,140

See Notes to Financial Statements

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	YEARS ENDED DECEMBER 31	
	1995	1994
ADDITIONS		
Contributions:		
Employee	$ 58,859,224	$ 46,357,663
Employer	11,477,149	8,228,139
Employee Rollovers	14,294,926	7,282,488
Forfeitures and Other (Note 1)	(1,120,945)	(550,525)
Transfers From Other Plans (Note 8)	3,925,306	73,856,783
	87,435,660	135,174,548
Investment Income:		
Net appreciation in fair value of investments (Note 9)	98,167,163	34,030,696
Interest	6,778,781	6,167,286
Dividends	7,935,204	4,792,408
Plan interest in Master Trust investment income	5,143,489	117,075
	118,024,637	45,107,465
Less Investment Management Fees	(594,867)	(440,000)
	117,429,770	44,667,465
Total Additions	204,865,430	179,842,013
DEDUCTIONS		
Distributions to Participants (Notes 1 and 7)	40,485,979	18,940,336
Total Deductions	40,485,979	18,940,336
Net Increase	164,379,451	160,901,677
Net Assets Available for Benefits at Beginning of Year	431,620,140	270,718,463
NET ASSETS AVAILABLE FOR BENEFITS AT END OF YEAR	$595,999,591	$431,620,140

See Notes to Financial Statements

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
For the two years ended December 31, 1995

Note 1 Description of the Plan

The following brief description of the Computer Sciences Corporation Matched Asset Plan (the "Plan") is provided for general information purposes only. Participants should refer to the Plan documents for more complete information.

The Plan was adopted by the action of the Board of Directors of Computer Sciences Corporation (the "Company") taken on November 3, 1986, and constitutes an amendment and restatement of the Employee Stock Purchase Plan ("the Prior Plan").

The Plan is a continuation of the Prior Plan and is qualified under the Internal Revenue Code (the "Code"), as amended, Section 401(a) and, effective as of January 1, 1987, with respect to the portion thereof that qualifies as a qualified cash or deferred arrangement, to satisfy the requirement of Code Section 401(k). It is also subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Company reserves the right to discontinue its contributions and terminate the Plan subject to the provisions of ERISA. Upon such termination, the participants' rights to the Company's contributions vest immediately and the account balances are fully paid to the participants.

Eligibility and Participation

Any eligible employee who has satisfied the Plan's age and service requirements, and is employed by the Company, and who receives a stated compensation in respect of employment on the payroll of the Company, is eligible to become a participant, with the exception of a person who is represented by a collective bargaining unit and whose benefits have been the subject of good faith bargaining under a contract that does not specify that such person is eligible to participate in the Plan. In addition, the Company may determine to exempt all employees of any division, unit, facility or class from coverage under the Plan. Any person who leaves the employ of the Company and, at a later time becomes re-employed, must reapply to participate in the Plan, provided he or she otherwise meets the eligibility requirements.

There were approximately 14,805 participating employees at December 31, 1995.

NOTES TO FINANCIAL STATEMENTS
For the two years ended December 31, 1995

Employee and Company Contributions

Subject to certain limitations described below, an eligible employee who elects to become a participant may authorize any whole percentage (at least 1% but not more than 15%) of such employee's monthly compensation (as defined in the Plan) to be deferred and contributed to the Trust Fund on his or her behalf, up to a maximum amount of $9,240 for calendar year 1995. Any compensation deferral in excess of $9,240, together with income allocable to that excess, will be returned to a participant. Any matching Company contributions attributable to any excess contribution, and income allocable thereto, will either be returned to the Company or applied to reduce future matching Company contributions.

In order to qualify for the special tax treatment accorded to plans by Section 401(k) of the Code, contributions on behalf of participants under the Plan must meet two nondiscrimination tests designed to prevent a disproportionate compensation deferral election by employees who are highly compensated in relation to other employees. The Committee may cause the percentage authorized by the highly compensated participants to be reduced if the Plan does not meet both of the nondiscrimination tests.

A participant is not permitted to make voluntary after-tax contributions to the Plan.

The Company will contribute and forward to the Trust Fund, together with a compensation deferral contribution equal to each participant's qualifying compensation deferral, an amount equal to 50% of the first 3% of the participant's compensation deferral except for a small number of participants, to whom under the terms of their contract agreement the Company will contribute an amount equal to 50% of the first 4% of the participant's compensation deferral. Matching contributions will be invested in the Company Stock Fund, which invests primarily in the common stock of Computer Sciences Corporation.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of the Company's contribution and, Plan earnings, and is charged with an allocation of investment management fees. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can provided from the participant's vested account.

NOTES TO FINANCIAL STATEMENTS
For the two years ended December 31, 1995

Vesting of Participants' Interests/Forfeitures

A participant's interest in his or her Compensation Deferral Account, Retirement Account, After Tax Account, and Rollover Account is at all times fully vested in the participant or, when appropriate, in the participant's beneficiary or legal representative.

The vested interest of each participant in the value of his or her Matching Contributions Account depends on the number of full years of service such participant has with the Company, as shown below:

Number of Full Years of Service	Vested Interest in Matching Contribution
1	0%
2	25%
3	50%
4	75%
5	100% (except for a small number of participants, who under the terms of their contract agreement will vest 100% after 2 years or more)

Any nonvested portion of the Matching Contributions Account will be forfeited upon withdrawal from the Plan. Forfeitures may be applied to reduce future matching contributions by the Company. Such forfeitures during 1995 and 1994 amounted to $1,120,945 and $550,525, respectively.

Distributable Amounts, Withdrawals and Refunds

A participant may become entitled to a distribution of his or her distributable benefit by reason of retirement, death, total and permanent disability, voluntary termination of employment, or dismissal. The rules of payment of a participant's distributable benefit depend upon age of the participant, the number of years of service completed by the participant and the type of severance. The total amounts distributed during 1995 and 1994 were $39,637,011 and $18,631,991, respectively.

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
For the two years ended December 31, 1995

While still an employee, a participant may, upon at least a 30 day written notice to the Committee, make a withdrawal of his or her compensation deferral contributions if the Committee finds, after considering the participant's request, that an adequate financial hardship and resulting need for such amount has been demonstrated by the participant. These withdrawals during 1995 and 1994 totaled $848,968 and $308,345, respectively.

In order for the Plan to meet the nondiscrimination tests, the Committee has caused the compensation deferral percentage for certain highly compensated employees to be reduced, which has also resulted in the return of excess compensation deferrals.

Federal Income Tax Consequences

The Plan is qualified under Section 401(a) of the Code and, with respect to its qualified cash or deferred arrangement, under Section 401(k) of the Code. Since the requirements of Section 401(k) of the Code are satisfied, the following tax consequences result:

(i) A participant would not be subject to federal income tax on Company contributions to the Plan or on income or realized gains in Plan Accounts attributable to the participant until a distribution from the Plan is made to him or her.

(ii) The participant would be able to exclude from his or her income for federal income tax purposes, the amount of his or her compensation deferral contributions, subject to a maximum exclusion of $9,240 for 1995 and 1994 taxable years of the participant.

(iii) On distribution of a participant's vested interest in the Plan, the participant generally would be subject to federal income taxation, except that: (1) tax on "net unrealized appreciation" on any Company stock distributed as a part of a "lump sum distribution" generally would be deferred until the participant disposes of such stock, and (2) tax may be deferred to the extent the participant is eligible for and complies with certain rules permitting the "rollover" of a qualifying distribution to another retirement plan, or individual retirement account.

Note 2 Summary of Significant Accounting Policies

The accounting and reporting policies followed in preparation of the financial statements of the Plan of the Company conform with generally accepted accounting principles. The following is a summary of the significant policies.

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Assets of the Plan

The assets of the Plan are held in a trust with five sub-accounts representing the investment options. The investment income in the respective sub-accounts is allocated to the participants. Contributions to, and payments from, the Plan are specifically identified to the applicable sub-accounts within the trust.

Security Transactions

Security transactions are accounted for on a trade date basis. Dividend income is recorded on the ex-dividend date. Interest income is accounted for on the accrual basis.

In general, participants in the Stock Fund receive distributions in certificates for shares of the common stock of the Company.

Valuation of Investment Securities

Investments in common stocks and mutual funds are stated at fair value based upon closing sales prices reported on recognized securities exchanges on the last business day of the plan year or, for the listed securities having no sales reported and for unlisted securities, upon last reported bid prices on that date. Investments in certificates of deposit, money market funds and corporate debt instruments (commercial paper) are stated at cost which approximates fair value.

Valuation of Interest in Pooled Separate Accounts

The Plan's interest in pooled separate accounts represent guaranteed investment contracts. These contracts are fully benefit responsive--access to the funds of these contracts are not restricted. The guaranteed investment contracts are valued at contract value in accordance with SOP94-4. Contract value represents contributions made by participants, plus interest at the contract rates, less withdrawals or transfers by participants.

The fair value of guaranteed investment contracts of December 31, 1995, based on the treasury yield curve for similar type of investments, was approximately $83,860,000 at 7.60%. The average yield on these investments was also 7.60% for the year ended December 31, 1995.

Payment of Benefits

Benefits are recorded when paid.

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 3 Income Tax Status

The Company has applied for a new determination letter from the Internal Revenue Service due to amendments to the Plan. No response has yet been received from the Internal Revenue Service. However, the Plan administrator and the Plans tax counsel believe that the Plan is designed and is currently being operated in compliance with applicable requirements of the Code.

Note 4 Reconciliation of Financial Statements to Form 5500

	December 31, 1995	December 31, 1994
Net assets available for benefits per the financial statements	$595,999,591	$431,620,140
Amounts allocated to withdrawing participants	(7,912,936)	(4,060,232)
Net assets available for benefits per Form 5500	$588,086,655	$427,559,908

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500:

	Year ended December 31, 1995
Benefits paid to participants per the financial statements	$40,485,979
Add: Amounts allocated to withdrawing participants at December 31, 1995	7,912,936
Less: Amounts allocated to withdrawing participants at December 31, 1994	(4,060,232)
Benefits paid to participants per the Form 5500	$44,338,683

Note 5 Investment Funds

Participant contributions - Subject to rules the Committee may from time to time adopt, each participant has the right to designate one or more of the following investment funds established by the Committee for the investment of his or her compensation deferral contributions, in increments of 10%.

The Fixed Income Fund.

The fund is invested in contracts with insurance companies and other financial institutions. These institutions agree to repay principal with interest at a fixed rate of return for the life of each contract. This is a commitment by the insurance company or the financial institution to make agreed upon payments and that agreement is not secured, insured or guaranteed by the Company or any other third party. Approximately half of the fund is invested in contracts with insurance companies.

The remainder of the fund (including the proceeds from maturing insurance contracts, newly invested money and interest from insurance contracts) is in the Master Trust which was established for the investment of assets of the Plan and several other Company sponsored benefit plans. The Master Trust is an actively managed, short-term (1-3 years) U.S. Bond Fund managed by Payden & Rygel. Each participating plan has an undivided interest in the Master Trust. The assets of the Master Trust are held by the Trustee. At December 31, 1995 and 1994, the Plan's interest in the net assets of the Master Trust was approximately 93% and 90%, respectively. Investment income and administrative expenses relating to the Master Trust are allocated to individual plans based upon average monthly balances invested by each plan.

The following table represents the fair value of investments for the Master Trust.

	December 31, 1995	December 31, 1994
Investments at fair value:		
Corporate bonds	$15,709,394	$ 130,881
U.S. government securities	44,628,463	7,528,733
Short-term investments	2,085,848	1,465,367
Accrued income	648,263	82,653
	$63,071,968	$9,207,634

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Investment income for the Master Trust is as follows:

	December 31, 1995	December 31, 1994
Investment income:		
Net appreciation (depreciation) in fair value of investments	$2,230,357	$(178,518)
Interest:		
Corporate bonds	659,260	6,880
U.S. government securities	2,234,361	335,616
Short-term investments	241,759	17,571
	5,365,737	181,549
Less investment management fees	(17,548)	(4,363)
	$5,348,189	$ 177,186

The Balanced Fund.

The fund is invested with Brinson Partners Inc. The Brinson Partners Inc. U.S. Bond and U.S. Stock Only Funds are actively managed portfolios invested in U.S. stocks, bonds and cash. The stock portfolio consists of large, intermediate and small companies. The bond portion of the portfolio is primarily invested in U.S. Treasury, government agency and corporate issues. This fund's investment objective is to maximize total return, consisting of capital appreciation and current income.

The Active Equity Fund.

The fund is invested with Brinson Partners Inc. The Brinson Partners Inc. U.S. Equity Fund is invested in common stocks traded in the U.S. The fund's objective is to maximize total return which consists of capital appreciation and current income.

The Stock Index Fund.

The fund is managed by Mellon Capital Management. The objective of the fund is to exceed the performance of the Standard & Poor's 500 Stock Index. The Stock Index Fund either invests in a stock portfolio designed to track the performance of the S&P Stock Index and/or creates a synthetic S&P 500 portfolio using (unlevered) financial futures and options. Assets used as collateral for futures/options positions are comprised of various market or debt instruments.

The Company Stock Fund.

Amounts allocated to this investment alternative will be used to purchase shares of CSC common stock which will be held for the benefit of the participant. The performance of this investment will depend upon the performance of CSC's stock. The Trustee may purchase Company stock on national securities exchanges or elsewhere.

After an initial election has been made, a participant may designate a different Fund into which future compensation deferral contributions shall be invested as of the first day of any payroll period that coincides with or immediately follows the first day of a calendar quarter. In addition, a participant may elect to redesignate any amounts in his or her accounts as of the last business day of any calendar quarter to be invested in a different Fund. These elections may be made by giving such advance notice as may be required by the Plan administrator.

Company contributions - In accordance with the provisions of the Plan, the Trustee must promptly invest matching Company contributions paid into the Trust Fund in the Company Stock Fund. An exception is in the case of a participant who has (i) attained at least age 59 1/2, or (ii) has been credited with at least five years of service and has attained at least age 55 and has made an election to designate different Funds.

Number of Participants

The approximate number of participants having account balances in each of the six separate funds at December 31, 1995 was as follows:

Investment Fund	Number of Participants
The Fixed Income Fund....	11,072
The Balanced Fund........	10,121
The Active Equity Fund...	11,671
The Stock Index Fund.....	6,331
The Company Stock Fund...	17,390
The Loan Fund............	2,371

The sum of the number of participants shown above is greater than the total number of participants in the Plan because many are participating in more than one fund.

Note 6 Participant Loans

The Plan allows participants to borrow from their vested account balances from a minimum of $1,000 up to a maximum of $50,000 or 50% of their vested account balance, subject to certain limitations. The loans bear interest at the prime rate quoted in the Wall Street Journal plus 1%, which is set on a quarterly basis. Loan terms range from 1-5 years or up to 15 years for purchase of primary residence. Loans are recorded at cost, which approximate fair value, on the Statement of Net Assets.

The loans (which are accounted for in the Loan Fund) are deducted from the participants' vested account balances based on their investment elections with respect to the funds described in Note 5. Loan repayments are credited to the participants' accounts according to their current investment election.

Note 7 Benefits Payable

As of December 31, 1995 and 1994, net assets available for benefits included benefits of $7,912,937 and $4,060,232 respectively, due to participants who have withdrawn from participation in the Plan.

Note 8 Merging of Plans

During the two years ending December 31, 1995, the Plan merged with First Chicago Corporation Savings Incentive Plan; James River Corporation of Virginia Stockplus Investment Plan, The DiBianca-Bergman Group, Inc. Profit Sharing Plan; CSC Professional Services Group, Inc. Tax Deferred Savings and Retirement Plan; and CSC Index Savings and Retirement Plan. A detail description of these mergers is as follows:

The Plan received $1,402,158 on December 1, 1995 and $182,529 on December 21, 1995 from the First Chicago Corporation Savings Incentive Plan. These amounts represent the balances of 29 participants as of November 30, 1995.

The Plan received $1,335,627 on October 27, 1995, $71,388 on November 6, 1995, and $15,596 on December 28, 1995 from the James River Corporation of Virginia Stockplus Investment Plan. These amounts represent the balances of 73 participants as of September 30, 1995.

The Plan received $934,151 on October 27, 1995 and $202 on November 21, 1995 from The DiBianca-Berkman Group, Inc. Profit Sharing Plan. These amounts represent the balances of 31 participants as of October 27, 1995.

The Plan received $2,300,481 on March 8, 1995, $1,929,791 on March 10, 1995, and $2,608,494 on May 31, 1995 from the CSC Professional Services Group, Inc. Tax-Deferred Savings and Retirement Plan (PSG). These amounts were accrued in 1994 and represent the remaining balances for 1,516 participants as of December 30, 1994. On April 24, 1995, the Plan returned $7,981 to Corestate Bank due to excess transfer from the PSG merger.

The Plan received $37,254,403 on December 30, 1994 from the CSC Professional Services Group, Inc. Tax-Deferred Savings and Retirement Plan.

The Plan received $5,267,201 on October 31, 1994, $75,742 on November 8, 1994, $16,944,960 on November 17, 1994, $3,168,175 on November 21, 1994, and $10,683 on November 30, 1994 from the CSC Index Savings and Retirement Plan, a subsidiary of the Company. These amounts represent the balances of 492 participants as of October 31, 1994.

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

The Plan received $1,842,274 on October 11, 1994, $1,715,535 on October 24, 1994, $464 on November 3, 1994, $6,226 on November 10, 1994, $85,596 on November 30, 1994, and $241,702 on December 31, 1994 from the Cleveland Consulting Associates, Inc. Profit Sharing and Savings Plan, a subsidiary of the Company. These amounts represent the balances of 81 participants as of September 31, 1994.

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 9 Investments 1995

		PRINCIPAL AMOUNT OR SHARES	COST	FAIR VALUE
FIXED INCOME FUND				
Guaranteed Investment Contracts	$	81,854,138	$ 81,854,138	$ 81,854,138
Interest in Master Trust*	sh.	57,775,322	57,507,378	58,741,224
BNY Collective Short-Term Invst. Fund	sh.	1,186,638	1,186,638	1,186,638
BALANCED FUND				
Brinson Partners Inc.:				
U.S. Bond Fund*	sh.	460,104	46,867,192	48,488,514
U.S. Stock Only Fund*	sh.	170,758	34,575,827	37,038,021
U.S. Cash Management Fund	sh.	4,620,046	4,620,046	4,620,046
BNY Collective Short-Term Invst. Fund	sh.	709,001	709,001	709,001
ACTIVE EQUITY FUND				
Brinson Partners Inc.:				
U.S. Equity Portfolio*	sh.	563,003	98,207,385	136,221,964
U.S. Cash Management Fund	sh.	1	1	1
BNY Collective Short-Term Invst. Fund	sh.	1,359,310	1,359,310	1,359,310
STOCK INDEX FUND				
Mellon Capital:				
Mellon Capital Mgmt. Stock Index Fund*	sh.	82,951	27,186,835	33,224,815
Mellon Temporary Investment Fund	sh.	12	12	12
BNY Collective Short-Term Invst. Fund	sh.	1,181,885	1,181,885	1,181,885
COMPANY STOCK FUND				
Computer Sciences Common Stock*	sh.	2,485,185	62,965,219	174,584,246
BNY Collective Short-Term Invst. Fund	sh.	1,308,567	1,308,567	1,308,567
EMPLOYEE LOAN FUND				
Participant Loans		13,707,311	13,707,311	13,707,311
			$433,236,745	$594,225,693
TOTAL LONG-TERM INVESTMENTS			$422,871,285	$583,860,233
TOTAL SHORT-TERM INVESTMENTS			10,365,460	10,365,460
			$433,236,745	$594,225,693

*represents investments
greater than 5% of Plan's net assets

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 9 Investments 1994

		PRINCIPAL AMOUNT OR SHARES	COST	FAIR VALUE
FIXED INCOME FUND				
Guaranteed Investment Contracts	$	87,931,852	$ 87,931,852	$ 87,931,851
Interest in Master Trust		8,375,171	8,416,709	8,291,602
Bank Hapoalim Certificate of Deposit		95,000	95,000	95,000
BNY Short-Term Money Market Fund		50,283,617	50,283,617	50,283,617
BALANCED FUND				
Brinson Partners Inc.:				
U.S. Balanced Fund*	sh.	481,311	60,207,237	61,315,171
U.S. Cash Management Fund		155	155	155
BNY Short-Term Money Market Fund		482,442	482,442	482,442
ACTIVE EQUITY FUND				
Brinson Partners Inc.:				
U.S. Equity Portfolio*	sh.	421,556	67,445,234	75,400,349
U.S. Cash Management Fund		183	183	183
BNY Short-Term Money Market Fund		489,341	489,341	489,341
STOCK INDEX FUND				
Mellon Capital:				
Mellon Capital Mgmt. Stock Index Fund	sh.	108,171	14,432,565	14,617,738
Mellon Temporary Investment Fund		45	45	45
BNY Short-Term Money Market Fund		216,576	216,576	216,576
COMPANY STOCK FUND				
Computer Sciences Common Stock*	sh.	2,245,284	46,674,522	114,509,484
BNY Short-Term Money Market Fund		747,385	747,385	747,385
EMPLOYEE LOAN FUND				
Participant Loans			9,635,030	9,635,030
			$347,057,893	$424,015,969
TOTAL LONG-TERM INVESTMENTS			294,743,149	371,701,225
TOTAL SHORT-TERM INVESTMENTS			52,314,744	52,314,744
			$347,057,893	$424,015,969

*represents investments
greater than 5% of Plan's assets

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 10 Statement of Net Assets Available for Benefits by Fund

	DECEMBER 31, 1995					
	FIXED INCOME	BALANCED	ACTIVE EQUITY	STOCK INDEX	COMPANY STOCK	EMPLOYEE LOANS
ASSETS						
Investments						
Long-term investments						
At fair value						
Interest in registered investment companies		$85,526,535	$136,221,964	$33,224,815		
CSC Company stock					$174,584,246	
Plan interest in Master Trust	$ 58,741,224					
Employee loans						$13,707,311
Guarantee investment contracts--at contract value	81,854,138					
Short-term investments	1,186,638	5,329,047	1,359,311	1,181,897	1,308,567	
Receivables						
Employer's contribution	1,133	317	589	181	452,224	
Participants' contribution	564,364	470,031	728,796	262,477	466,279	
Accrued income	5,448	26,337	3,687	1,776	4,420	
Plan to plan transfer	(202)				1,105	
Interfund transfers	(208,078)	42,025	172,270	201,904	(208,121)	
Other	(126,538)	(28,475)	74,600	51,557	51,425	57,000
TOTAL ASSETS	142,018,127	91,365,817	138,561,217	34,924,607	176,660,145	13,764,311
LIABILITIES						
Accounts payable	150,899	123,862	149,280	73,133	684,875	(232,762)
Accrued expenses	28,900	60,318	86,098	5,389	210	
Forfeitures payable					164,431	
TOTAL LIABILITIES	179,799	184,180	235,378	78,522	849,516	(232,762)
NET ASSETS AVAILABLE FOR BENEFITS	$141,838,328	$91,181,637	$138,325,839	$34,846,085	$175,810,629	$13,997,073

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 10 Statement of Net Assets Available for Benefits by Fund

	DECEMBER 31, 1994					
	FIXED INCOME	BALANCED	ACTIVE EQUITY	STOCK INDEX	COMPANY STOCK	EMPLOYEE LOANS
ASSETS						
Investments						
Long-term investments						
At fair value						
Interest in registered investment companies		$61,315,171	$75,400,349	$14,617,738		
CSC Company stock					$114,509,484	
Plan interest in Master Trust	$ 8,291,602					
Employee loans						$ 9,635,030
Guarantee investment contracts--at contract value	87,931,851					
Short-term investments	50,378,619	482,597	489,524	216,621	747,383	
Receivables						
Employer's contribution	1,459	394	592	276	392,942	
Participant's contribution	559,359	466,887	600,569	171,034	331,360	
Accrued income	77,594	1,501	2,007	601	2,278	
Plan to plan transfer	4,232,106					2,608,494
Interfund transfers	(376,879)	7,330	135,777	(15,104)	248,876	
Other					110,378	
TOTAL ASSETS	151,095,711	62,273,880	76,628,818	14,991,166	116,342,701	12,243,524
LIABILITIES						
Accounts payable	504,515	512,095	512,239	56,625	662,352	(511,298)
Accrued expenses	3,563	44,795	53,527	4,164		
Forfeitures payable					113,083	
TOTAL LIABILITIES	508,078	556,890	565,766	60,789	775,435	(511,298)
NET ASSETS AVAILABLE FOR BENEFITS	$150,587,633	$61,716,990	$76,063,052	$14,930,377	$115,567,266	$12,754,822

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 10 Statement of Changes in Net Assets Available for Benefits by Fund

	YEAR ENDED DECEMBER 31, 1995					
	FIXED INCOME	BALANCED	ACTIVE EQUITY	STOCK INDEX	COMPANY STOCK	EMPLOYEE LOANS
ADDITIONS TO NET ASSETS ATTRIBUTABLE TO:						
Investment Income						
Net (Depreciation) Appreciation in Fair Value of Investments		$14,762,527	$ 30,074,070	$ 5,852,806	$ 47,477,760	
Interest Income	$ 6,533,680	100,918	56,177	34,508	53,490	$ 8
Dividend Income		3,739,825	2,730,134	1,465,245		
Investment Management Fees	(67,999)	(215,252)	(291,527)	(19,880)	(210)	
Plan interest in Master Trust investment income	5,143,489					
	11,609,170	18,388,018	32,568,854	7,332,679	47,531,040	8
Contributions						
Employee	15,048,897	12,548,910	18,017,448	5,765,258	12,415,545	(4,936,834)
Employer	29,090	7,055	15,919	5,993	11,419,092	
Employee Rollovers	4,152,909	2,313,312	3,494,005	1,546,117	2,788,583	
Forfeitures & Other	(1,896)				(1,119,049)	
Transfers From Other Plans	1,046,454	629,561	897,177	882,203	398,524	71,388
Interfund Transfers	(26,941,864)	2,710,681	16,295,489	6,739,080	1,196,622	(8)
	(6,666,410)	18,209,519	38,720,038	14,938,651	27,099,317	(4,865,454)
TOTAL ADDITIONS	4,942,760	36,597,537	71,288,892	22,271,330	74,630,357	(4,865,446)
DEDUCTIONS TO NET ASSETS ATTRIBUTABLE TO:						
Distributions to Participants	13,692,065	7,132,890	9,026,105	2,355,622	14,386,994	(6,107,697)
TOTAL DEDUCTIONS	13,692,065	7,132,890	9,026,105	2,355,622	14,386,994	(6,107,697)
NET (DECREASE) INCREASE	(8,749,305)	29,464,647	62,262,787	19,915,708	60,243,363	1,242,251
NET ASSETS						
Beginning of Year	150,587,633	61,716,990	76,063,052	14,930,377	115,567,266	12,754,822
End of Year	$141,838,328	$91,181,637	$138,325,839	$34,846,085	$175,810,629	$13,997,073

COMPUTER SCIENCES CORPORATION
MATCHED ASSET PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 10 Statement of Changes in Net Assets Available for Benefits by Fund

	YEAR ENDED DECEMBER 31, 1994					
	FIXED INCOME	BALANCED	ACTIVE EQUITY	STOCK INDEX	COMPANY STOCK	EMPLOYEE LOANS
ADDITIONS TO NET ASSETS ATTRIBUTABLE TO:						
Investment Income						
Net (Depreciation) Appreciation in Fair Value of Investments		$(2,626,475)	$ (560,772)	$ (592,326)	$ 37,810,269	$ -
Interest Income	$ 6,067,846	27,909	36,005	10,418	25,108	
Dividend Income		2,509,596	1,611,421	671,391		
Investment Management Fees	(10,062)	(191,547)	(219,035)	(19,356)		
Plan interest in Master Trust investment income	117,075					
	6,174,859	(280,517)	867,619	70,127	37,835,377	
Contributions						
Employee	13,303,310	11,712,291	13,780,843	4,020,885	6,574,913	(3,034,579)
Employer	43,877	11,192	15,721	7,291	8,150,058	
Employee Rollovers	3,104,419	1,297,286	1,452,418	544,440	883,925	
Forfeitures & Other					(550,525)	
Transfers From Other Plans	41,351,343	6,310,988	15,912,705	3,203,633	3,847,923	3,230,191
Interfund Transfers	17,149,895	(5,090,225)	(9,834,940)	(2,904,367)	677,649	1,988
	74,952,844	14,241,532	21,326,747	4,871,882	19,583,943	197,600
TOTAL ADDITIONS	81,127,703	13,961,015	22,194,366	4,942,009	57,419,320	197,600
DEDUCTIONS TO NET ASSETS ATTRIBUTABLE TO:						
Distributions to Participants	7,462,876	3,716,711	3,844,322	1,144,243	7,356,517	(4,584,333)
TOTAL DEDUCTIONS	7,462,876	3,716,711	3,844,322	1,144,243	7,356,517	(4,584,333)
NET (DECREASE) INCREASE	73,664,827	10,244,304	18,350,044	3,797,766	50,062,803	4,781,933
NET ASSETS						
Beginning of Year	76,922,806	51,472,686	57,713,008	11,132,611	65,504,463	7,972,889
End of Year	$150,587,633	$61,716,990	$76,063,052	$14,930,377	$115,567,266	$12,754,822

INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in Registration Statement No. 333-00755 of Computer Sciences Corporation Matched Asset Plan on Form S-8 of our report dated May 22, 1996, appearing in this Annual Report on Form 11-K of Computer Sciences Corporation Matched Asset Plan for the year ended December 31, 1995.

DELOITTE & TOUCHE LLP

Los Angeles, California
June 24, 1996

1995
FORM 5500 ITEM 27(a)
COMPUTER SCIENCES CORPORATION
EIN 95-2043126
MATCHED ASSET PLAN 333

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR OR SIMILAR PARTY	(c) DESCRIPTION OF INVESTMENT INCLUDING MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR OR MATURITY VALUE			(d) COST	(e) CURRENT VALUE
	Hartford Life Insurance Co.	Guaranteed Investment Contract	7.80%	6/30/98	$ 1,706,170	$ 1,706,170
	Hartford Life Insurance Co.	Guaranteed Investment Contract	7.80%	6/30/98	2,498,079	2,498,079
	Protective Life Insurance Co.	Guaranteed Investment Contract	9.00%	9/30/96	6,781,608	6,781,608
	Protective Life Insurance Co.	Guaranteed Investment Contract	9.00%	9/30/96	97,538	97,538
	Allstate Life Insurance Co.	Guaranteed Investment Contract	8.85%	4/1/96	4,742,841	4,742,841
	Hartford Life Insurance Co.	Guaranteed Investment Contract	8.80%	6/30/97	5,385,842	5,385,842
	General American Life Insurance Co.	Guaranteed Investment Contract	8.62%	6/30/96	5,529,929	5,529,929
	Prudential Life Insurance Co.	Guaranteed Investment Contract	7.92%	3/31/97	11,794,197	11,794,197
	Pacific Mutual Life Insurance Co.	Guaranteed Investment Contract	6.85%	3/31/98	4,175,169	4,175,169
	Provident National Assurance	Guaranteed Investment Contract	7.80%	9/31/97	5,472,788	5,472,788
	Prudential Life Insurance Co.	Guaranteed Investment Contract	5.77%	3/31/97	3,744,803	3,744,803
	Canada Life Insurance Co.	Guaranteed Investment Contract	5.75%	3/31/98	3,389,615	3,389,615
	Protective Life Insurance Co.	Guaranteed Investment Contract	5.66%	9/31/97	6,962,884	6,962,884
	Provident National Assurance	Guaranteed Investment Contract	8.01%	3/31/97	4,064,111	4,064,111
	Providian Corporation	Guaranteed Investment Contract	5.08%	12/31/97	3,954,052	3,954,052
	Allstate Life Insurance Co.	Guaranteed Investment Contract	7.78%	9/30/97	3,152,438	3,152,438
	New York Life Insurance Co.	Guaranteed Investment Contract	9.95%	4/1/97	1,843,276	1,843,276
	Principal Mutual Life Insurance Co.	Guaranteed Investment Contract	8.10%	4/1/97	1,479,547	1,479,547
	Massachusetts Mutual Life Insurance Co.	Guaranteed Investment Contract	9.25%	3/31/96	2,413,383	2,413,383
	Lincoln Life Insurance Co.	Guaranteed Investment Contract	6.55%	n/a	257,518	257,518
	CNA Insurance Co.	Guaranteed Investment Contract	4.65%	4/1/96	2,408,350	2,408,350
	Brinson Trust Company, Inc.	Mutual Fund - U.S. Bond Fund			46,867,192	48,488,514
	Brinson Trust Company, Inc.	Mutual Fund - U.S. Stock Fund			34,575,827	37,038,021
	Brinson Trust Company, Inc.	Mutual Fund - U.S. Equity Portfolio			98,207,385	136,221,964
	Mellon Capital Management Corp.	Mutual Fund - Stock Index Fund			27,186,835	33,224,815
*	Computer Sciences Corporation	Common Stock			62,965,219	174,584,246
*	Computer Sciences Corporation	Employee Loan Fund (8.25%-10%)(3/1/95-1/14/11)			13,707,311	13,707,311
	Brinson Trust Company, Inc.	U.S. Cash Management Fund			4,620,048	4,620,048
	Mellon Capital Management Corp.	Mellon Temporary Investment Fund			12	12
*	Bank of New York	BNY Collective Short-Term Invst. Fund			5,745,400	5,745,400
	TOTAL ASSETS HELD FOR INVESTMENT PURPOSES				$375,729,367	$535,484,469

* represents party in interest

n/a=not applicable

1995
Form 5500 Item 27(d)
Computer Sciences Corporation
EIN 95-2043126
Matched Asset Plan

SINGLE REPORTABLE SECURITY TRANSACTIONS
EXCEEDING 5% OF FUND ASSETS

(a) IDENTITY OF PARTY INVOLVED	(b) DESCRIPTION OF ASSET	(c) PURCHASE PRICE	(d) SELLING PRICE	(e) COST OF ASSET	(f) CURRENT PRICE OF ASSET ON TRANSACTION DATE	(h) NET GAIN OR (LOSS)
Brinson Trust Company, Inc.	Mutual Fund - U.S. Bond Fund					
- Purchases		$46,322,256			$46,322,256	
Brinson Trust Company, Inc.	Mutual Fund - U.S. Stock Only Fund					
- Purchases		33,688,913			33,688,913	
- Sales						
Brinson Trust Company, Inc.	Mutual Fund - U.S. Balanced Fund					
- Purchases		73,079,954		$73,079,954	73,079,954	
- Sales			$84,063,621	73,079,954	84,063,621	$10,983,667
Bank of New York	BNY Short-Term Money Market Fund					
- Purchases		30,002,664		30,002,664	30,002,664	
- Sales			60,002,664	60,002,664	60,002,664	

1995
Form 5500 Item 27(d)
Computer Sciences Corporation
EIN 95-2043126
Matched Asset Plan 333

SERIES OF REPORTABLE SECURITY TRANSACTIONS
EXCEEDING 5% OF FUND ASSETS

(a) IDENTITY OF PARTY INVOLVED	(b) DESCRIPTION OF ASSET	(c) PURCHASE PRICE	(d) SELLING PRICE	(e) COST OF ASSET	(f) CURRENT PRICE OF ASSET ON TRANSACTION DATE	(h) NET GAIN OR (LOSS)
Brinson Trust Company, Inc.	Mutual Fund - U.S. Bond Fund					
- Purchases		$ 47,169,253		$ 47,169,253	$ 47,169,253	
Brinson Trust Company, Inc.	Mutual Fund - U.S. Stock Fund					
- Purchases		34,575,827		34,575,827	34,575,827	
Brinson Trust Company, Inc.	Mutual Fund - U.S. Balanced Fund					
- Sales			$ 84,360,668	73,341,005	84,360,668	$11,019,664
Brinson Trust Company, Inc.	Mutual Fund - U.S. Equity Fund					
- Purchases		30,814,100		30,814,100	30,814,100	
SHORT-TERM INVESTMENTS						
Bank of New York	BNY Short-Term Money Market Fund					
- Purchases		187,612,949		187,612,949	187,612,949	
- Sales			234,436,117	234,436,117	234,436,117	

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Act of 1934, the Computer Sciences Corporation Retirement Committee has duly caused this annual report to be signed on its behalf by the undersigned thereunto duly authorized.

Computer Sciences Corporation Matched Asset Plan

Date: By: /s/ Leon J. Level

Leon J. Level
Chairman,
Computer Sciences Corporation
Retirement Plans Committee

EXHIBIT 99.2

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 11-K

ANNUAL REPORT
PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

[X] ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended: December 31, 1995

[_] TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from ____________ to __________________

Commission file number: 1-4850

A. Full title of plan and the address of the plan, if different from that of the issuer named below: Computer Sciences Corporation Outsourcing, Inc. Hourly Savings Plan

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office: Computer Sciences Corporation
2100 East Grand Avenue
El Segundo, California 90245

COMPUTER SCIENCES CORPORATION OUTSOURCING, INC.
HOURLY SAVINGS PLAN

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

TABLE OF CONTENTS

DESCRIPTION:

INDEPENDENT AUDITORS' REPORT

Employee Retirement Plan Committee
Computer Sciences Corporation
El Segundo, California:

We have audited the accompanying statements of net assets available for benefits of the Computer Sciences Corporation Outsourcing, Inc. Hourly Savings Plan (the "Plan") as of December 31, 1995 and 1994, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 1995 and 1994, and the changes in its net assets available for benefits for the years then ended in conformity with generally accepted accounting principles.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules listed in Sections of the Table of Contents are presented for the purpose of additional analysis and are not a required part of the basic financial statements, but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. Such schedules have been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Deloitte & Touche LLP

Los Angeles, California
May 22, 1996

COMPUTER SCIENCES CORPORATION
OUTSOURCING INC. HOURLY SAVINGS PLAN

STATEMENTS OF NET ASSETS
AVAILABLE FOR BENEFITS

	DECEMBER 31	
	1995	1994
ASSETS		
Investments		
Short-term (Note 8)	$ 8,135	$ 46,242
Long-term (Note 8):		
Interest in registered investment companies:		
Mellon Capital Government Fund	993,410	1,248,149
Brinson U.S. Equity Fund	1,048,069	747,822
CSC common stocks	340,923	310,947
Interest in Master Trust	131,597	9,146
Guarantee investment contracts	2,257,557	2,572,857
Total investments	4,779,691	4,935,163
Receivables:		
Participants' Contributions	7,916	9,355
Employer Contribution		19,798
Accrued income	119	201
Other	10,371	6,395
Total receivables	18,406	35,749
Total assets	4,798,097	4,970,912
LIABILITIES		
Accrued expenses	875	867
Forfeitures payable	1,488	
Other	3,952	
Total Liabilities	6,315	867
NET ASSETS AVAILABLE FOR BENEFITS	$4,791,782	$4,970,045

See notes to financial statements

COMPUTER SCIENCES CORPORATION
OUTSOURCING INC. HOURLY SAVINGS PLAN

STATEMENTS OF CHANGES IN NET ASSETS
AVAILABLE FOR BENEFITS

	FOR THE YEARS ENDED DECEMBER 31	
	1995	1994
ADDITIONS		
Contributions		
Employee	$ 235,970	$ 303,453
Employer	110,397	136,174
Forfeitures and Other (Note 1)	(4,095)	(2,769)
	342,272	436,858
Investment Income		
Net realized and unrealized appreciation in fair value of investments	413,589	14,761
Interest	189,243	204,251
Dividends	111,139	107,513
Plan interest in Master Trust investment income	4,359	(216)
	718,330	326,309
Investment Management Fees	(3,581)	(17,043)
	714,749	309,266
Total Additions	1,057,021	746,124
DEDUCTIONS		
Distributions to Participants (Notes 1 and 7)	1,235,284	959,931
Total Deductions	1,235,284	959,931
Net Decrease	(178,263)	(213,807)
Net assets available for benefits at beginning of year	4,970,045	5,183,852
NET ASSETS AVAILABLE FOR BENEFITS AT END OF YEAR	$4,791,782	$4,970,045

See notes to financial statements

COMPUTER SCIENCES CORPORATION
OUTSOURCING INC. HOURLY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 1 Description of the Plan

The following brief description of the Computer Sciences Corporation Outsourcing, Inc. Hourly Savings Plan (the "Plan"), formerly the TMD Hourly Savings Plan, of Computer Sciences Corporation (the "Company") is provided for general information purposes only. Participants should refer to the Plan document for more complete information.

The Plan became effective May 2, 1992, as a result of the Company acquiring the Data Systems Division of General Dynamics Corporation. The Plan is administered by a committee consisting of four officers who are appointed by the Board of Directors of the Company and serve without compensation, being reimbursed by the Company for all expenditures incurred in the discharge of their duties as members of the committee. The committee has the power to interpret, construe and administer the Plan and to decide any dispute which may arise under the Plan. The Trustee, The Bank of New York, administers the Plan pursuant to a Trust Agreement entered into with the Company. Certain administrative expenses (including Trustee fees) incurred for services rendered to the Plan are paid by the Company.

The Plan is a voluntary, contributory, defined contribution plan and is intended to satisfy the requirements of Section 401(a) and 401(k) of the Internal Revenue Code (the "Code"). It is also subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Company reserves the right to discontinue contributions and to terminate the Plan subject to the provisions of ERISA. Upon such termination, the participants' rights to the Company's contributions vest immediately and the account balances are fully paid to the participants.

Eligibility and Participation

Employees are eligible to participate on specified enrollment dates if they satisfy the Plan's service requirements, are an hourly paid employee of Computer Sciences Corporation Outsourcing Inc. and are a member of a collective bargaining unit for which participation in this Plan has been provided by negotiated agreement. A rehired eligible employee may receive service credit for his or her previous employment and is eligible to rejoin the Plan on the next enrollment date.

There were approximately 142 participating employees at December 31, 1995.

Employee and Company Contributions

A participant may authorize before-tax and after-tax contributions to the Plan subject to a maximum level of contributions (a certain percentage of base earnings), as specified by the bargaining agreement covering the employee. Depending on the investment election option the participant elects, the Company will contribute, and forward to the Trust fund $0.50 for each $1.00 of the employee matched contribution together with the participant's before-tax and after-tax contribution.

Participants in certain bargaining units who direct 100 percent of their contributions to the Plan's stock fund will receive a monthly matching contribution of $1.00 for each $1.00 of employee matched contributions. Participants under certain bargaining units may contribute additional unmatched contributions at various percentages of base earnings to a maximum specified by the union agreement covering the employee but only if a participant contributes the maximum matched percentage for which he or she is eligible. The employees' base earnings deferred and contributed to the Trust fund cannot exceed $9,240 for calendar year 1995, the maximum allowable under the Code. Annual after-tax contributions to the Plan (including employee and Company matching contributions) are limited to $30,000 for each participant. Any compensation deferral in excess of $9,240 and any after-tax contributions with matching Company contributions in excess of $30,000, together with income allocable to those excess contributions will be returned to a participant. Any matching Company contributions attributable to any excess contribution, and income allocable thereto, will either be returned to the Company or applied to reduce future matching Company contributions.

Participants may change their investment elections as of any enrollment date if at least a 30 day prior notice is given. However, participants under certain circumstances may be eligible to change their investment elections within a 30 day window period. Participants may transfer their existing account balances in 25 percent increments. Transfer elections are effective on the first quarterly enrollment date following receipt of a 30 day prior notice from the participant.

Company contributions - In accordance with the provisions of the Plan, the Trustee must promptly invest matching Company contributions paid into the Trust Fund in the same fund as the participant contributions.

The Plan does not permit employees to rollover a qualified distribution from another Plan.

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations the Company's contribution and, Plan earnings, and is charged with an allocation of investment management fees. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting of Participants' Interests/Forfeitures

Participants are 100 percent vested at all times in their before-tax and after-tax contribution accounts. Company matching contributions and investment earnings thereon vest according to a five-year cliff vesting schedule as shown in the following table:

Number of Full Years of Service	Vested Interest in Matching Contribution
1	0%
2	0%
3	0%
4	0%
5 or more	100%

The vesting schedule is overridden under extraordinary circumstances as specified in the Plan document, in which the participant (or beneficiary(ies)) immediately becomes fully vested in all employer contributions and earnings, regardless of his or her number of years of service.

Any nonvested balances will be immediately forfeited from the participant's account at termination.

Distributable Amounts, Withdrawals and Refunds

The entire balance in all accounts is distributed to participants who retire, die, become disabled, are laid-off for four consecutive weeks, are discharged without fault, or who involuntarily enter military service. Participants who terminate for other reasons receive their vested balances. Nonvested balances are forfeited immediately. The amounts distributed during 1995 and 1994 totaled $1,235,284 and $959,931, respectively.

While still an employee, a participant may make an in-service withdrawal of all or a portion of his or her after-tax contributions, subject to frequency of withdrawal penalties, as well as vested Company matching contributions, plus the earnings on those amounts. Upon at least a 30 day written notice to the Committee, a participant may make a hardship withdrawal of his or her before-tax and after-tax contributions, as well as vested Company matching contributions if the Committee finds, after considering the participant's request, that an adequate financial hardship and resulting need for such amount has been demonstrated by the participant. Both types of withdrawals are subject to certain restrictions as described in the Plan document. No hardship withdrawals were made in 1995 and 1994.

Federal Income Tax Consequences

The Plan is qualified under Section 401(a) of the Code and, with respect to its qualified cash or deferred arrangement, under Section 401(k) of the Code. Since the requirements of Section 401(k) of the Code are satisfied, the following tax consequences result:

(i) A participant would not be subject to federal income tax on Company contributions to the Plan or on income or realized gains in Plan Accounts attributable to the participant until a distribution from the Plan is made to him or her.

(ii) The participant would be able to exclude from his or her income for federal income tax purposes, the amount of his or her compensation deferral contributions, subject to a maximum exclusion of $9,240 for 1995 and 1994 taxable years of the participant.

(iii) On distribution of a participant's vested interest in the Plan, the participant generally would be subject to federal income taxation, except that: (1) tax on "net unrealized appreciation" on any Company stock distributed as a part of a "lump sum distribution" generally would be deferred until the participant disposes of such stock, and (2) tax may be deferred to the extent the participant is eligible for and complies with certain rules permitting the "rollover" of a qualifying distribution to another retirement plan, or individual retirement account.

Note 2 Summary of Significant Accounting Policies

The accounting and reporting policies followed in preparation of the financial statements of the Plan of the Company conform with generally accepted accounting principles. The following is a summary of the significant policies.

COMPUTER SCIENCES CORPORATION
OUTSOURCING INC. HOURLY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Assets of the Plan

The assets of the Plan are held in a trust with four sub-accounts. The investment income in the respective sub-accounts is allocated to the participants. Contributions to, and payments from, the Plan are specifically identified to the applicable sub-accounts within the trust.

Security Transactions

Security transactions are accounted for on a trade date basis. Dividend income is recorded on the ex-dividend date. Interest income is accounted for on the accrual basis.

In general, participants in the Stock Fund receive distributions in certificates for shares of the common stock of the Company.

Valuation of Investment Securities

Investments in common stocks and mutual funds are stated at fair value based upon closing sales prices reported on recognized securities exchanges on the last business day of the plan year or, for the listed securities having no sales reported and for unlisted securities, upon last reported bid prices on that date. Investments in certificates of deposit, money market funds and corporate debt instruments (commercial paper) are stated at cost which approximates fair value.

Valuation of Interest in Pooled Separate Accounts

The Plan's interest in pooled separate accounts represent guaranteed investment contracts. The guaranteed investments contracts are fully benefit-responsive. Access to participant's funds are not restricted. These contracts are valued at contract value in accordance with SOP 94-4. Contract value represents contributions made by participants, plus interest at the contract rates, less withdrawals or transfers by participants.

The fair value of guaranteed investment contracts at December 31, 1995, based on treasury yield curves for similar type investments, was approximately $2,360,000 at 7.60%. The average yield on these investments was 7.70% for the year ended December 31, 1995.

Payment of Benefits

Benefits are recorded when paid.

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 3 Income Tax Status

The Internal Revenue Service has determined and informed the Company by a letter dated June 1, 1995, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC).

Note 4 Reconciliation of Financial Statement to Form 5500

	December 31, 1995	December 31, 1994
Net assets available for benefits per the financial statements	$4,791,782	$4,970,045
Amounts allocated to withdrawing participants	(32,278)	(76,362)
Net assets available for benefits per Form 5500	$4,759,504	$4,893,683

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500:

	Year Ended December 31, 1995
Benefits paid to participants per the financial statements	$ 1,235,284
Add: Amounts allocated to withdrawing participants at December 31, 1995	32,278
Less: Amounts allocated to withdrawing participants at December 31, 1994	(76,362)
Benefits paid to participants per the Form 5500	$ 1,191,200

Note 5 Investment Funds

Participant contributions - Subject to rules the bargaining units have adopted, each participant has the right to designate one or more of the following investment funds established by the Committee for the investment of his or her compensation deferral contributions and after-tax contributions in percentages determined by the bargaining units.

The Fixed Income Fund.

The fund is invested in contracts with insurance companies and other financial institutions. These institutions agree to repay principal with interest at a fixed rate of return for the life of each contract. This is a commitment by the insurance company or the financial institution to make agreed upon payments and that agreement is not secured, insured or guaranteed by the Company or any other third party.

The remainder of the fund (including the proceeds from maturing insurance contracts, newly invested money and interest from insurance contracts) is in the Master Trust which was established for the investment of assets of the Plan and several other Company sponsored benefit plans. The Master Trust is an actively managed, short-term (1-3 years) U.S. Bond Fund managed by Payden & Rygel. Each participating plan has an undivided interest in the Master Trust. The assets of the Master Trust are held by the Trustee. At December 31, 1995 and 1994, the Plan's interest in the net assets of the Master Trust was approximately 0.21% and 0.10%, respectively. Investment income and administrative expenses relating to the Master Trust are allocated to individual plans based upon average monthly balances invested by each plan.

The following table represents the fair value of investments for the Master Trust.

	December 31, 1995	December 31, 1994
Investments at fair value:		
Corporate bonds	$15,709,394	$ 130,881
U.S. government securities	44,628,463	7,528,733
Short-term investments	2,085,848	1,465,367
Accrued income	648,263	82,653
	$63,071,968	$9,207,634

Investment income for the Master Trust is as follows:

	December 31, 1995	December 31, 1994
Investment income:		
Net appreciation (depreciation) in fair value of investments	$2,230,357	$(178,518)
Corporate bonds	659,260	6,880
U.S. government securities	2,234,361	335,616
Short-term investments	241,759	17,571
	5,365,737	181,549
Less investment management fees	17,548	4,363
	$5,348,189	$ 177,186

Government Bond Fund.

This fund is invested in bonds issued or guaranteed by the U.S. Government or U.S. Government agencies. The fund is managed by Mellon Capital with the objective of tracking to the Intermediate Government Bond Index.

The Active Equity Fund.

The fund is invested with Brinson Partners Inc. The Brinson Partners Inc. U.S. Equity Portfolio is invested in common stocks traded in the U.S. The fund's objective is to maximize total return which consists of capital appreciation and current income.

The Company Stock Fund.

Amounts allocated to this investment alternative will be used to purchase shares of Computer Sciences Corporation common stock are that held for the benefit of the participant. The performance of this investment depends upon the performance of Computer Sciences Corporation's stock. The Trustee may purchase Company stock on national securities exchanges or elsewhere.

Number of Participants

The approximate number of participants having account balances in each of the four separate funds at December 31, 1995 were as follows:

Investment Fund	Number of Participants
The Fixed Income Fund	123
The Government Bond Fund	64
The Active Equity Fund	75
The Company Stock Fund	19

The sum of the number of participants shown above is greater than the total number of participants in the Plan because many are participating in more than one fund.

Note 6 Participant Loans

The Plan has a loan provision in place which is available to participants covered by certain bargaining units. No loans were outstanding as of December 31, 1995.

Note 7 Benefits Payable

As of December 31, 1995 and 1994, net assets available for benefits included benefits of $32,278 and $76,362, respectively, due to participants who have withdrawn from participation in the Plan.

COMPUTER SCIENCES CORPORATION
OUTSOURCING INC. HOURLY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 8 Investments 1995

	PRINCIPAL AMOUNT OR SHARES	COST	FAIR VALUE
FIXED INCOME FUND			
Guaranteed Investment Contracts:			
Hartford Life	$1,361,217	$1,361,217	$1,361,217
Canada Life Insurance Company	48,285	48,285	48,285
Providian Corporation	272	272	272
Pacific Mutual Life Insurance	117,103	117,103	117,103
Provident National Assurance	623,190	623,190	623,190
Protective Life	37,242	37,242	37,242
Prudential Life Insurance Company	70,248	70,248	70,248
Interest in Master Trust	128,093	131,987	131,597
BNY Short-Term Money Market Fund	3,700	3,700	3,700
GOVERNMENT BOND FUND			
Mellon Capital:			
Government Bond Fund	sh 8,553.	968,620	993,410
Cash Management Fund	23	23	23
ACTIVE EQUITY FUND			
Brinson Partners Inc.:			
U.S. Equity Portfolio	sh. 4,332.	712,141	1,048,069
U.S. Cash Management Fund	2	2	2
BNY Short-Term Money Market Fund	2,625	2,625	2,625
COMPANY STOCK FUND			
Computer Sciences Common Stock	sh. 4,853	144,613	340,923
BNY Short-Term Money Market Fund	1,785	1,785	1,785
		$4,223,053	$4,779,691
TOTAL LONG-TERM INVESTMENTS		$4,214,918	$4,771,556
TOTAL SHORT-TERM INVESTMENTS		8,135	8,135
		$4,223,053	$4,779,691

COMPUTER SCIENCES CORPORATION
OUTSOURCING INC. HOURLY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 8 Investments 1994

		PRINCIPAL AMOUNT OR SHARES	COST	FAIR VALUE
FIXED INCOME FUND				
Guaranteed Investment Contracts:				
Hartford Life	$	1,547,509	$1,547,509	$1,547,509
Canada Life Insurance Com		57,455	57,455	57,455
Capital Holdings Corporation		259	259	259
Pacific Mutual Life Insurance		134,343	134,343	134,343
Provident National Assurance		708,666	708,666	708,666
Protective Life		43,209	43,209	43,209
Prudential Life Insurance Company		81,416	81,416	81,416
Interest in Master Trust		9,300	10,026	9,146
BNY Short-Term Money Market Fund		42,054	42,054	42,054
GOVERNMENT BOND FUND				
Mellon Capital:				
Government Bond Fund	sh.	12,291	1,288,050	1,248,149
Cash Management Fund		71	71	71
BNY Short-Term Money Market Fund		1,178	1,178	1,178
ACTIVE EQUITY FUND				
Brinson Partners Inc.:				
U.S. Equity Portfolio	sh.	4,181	645,980	747,822
U.S. Cash Management Fund		86	386	386
BNY Short-Term Money Market Fund		1,571	1,571	1,571
COMPANY STOCK FUND				
Computer Sciences Common Stock	sh.	6,097	157,783	310,947
BNY Short-Term Money Market Fund		982	982	982
			$4,720,938	$4,935,163
TOTAL LONG-TERM INVESTMENTS			$4,674,696	$4,888,921
TOTAL SHORT-TERM INVESTMENTS			46,242	46,242
			$4,720,938	$4,935,163

COMPUTER SCIENCES CORPORATION
OUTSOURCING INC. HOURLY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 9 Statements of Net Assets Available for Benefits by Fund

	DECEMBER 31, 1995				
	LIQUID RESERVE	FIXED INCOME	GOVERNMENT BOND	ACTIVE EQUITY	COMPANY STOCK
ASSETS					
Investments					
Long-term investments					
At fair value					
Interest in investment registered companies			$993,410	$1,048,069	
Interest in Master Trust		$ 131,597			
CSC Common Stock					$340,923
At contract value					
Guarantee Investment Contracts		2,257,557			
Short-term investments		3,700	23	2,627	1,785
Receivables					
Participants' contribution		4,150	826	2,095	845
Accrued income		96	6	12	5
Other					10,371
Interfund transfers		(1,564)	61	135	1,368
Total Assets		2,395,536	994,326	1,052,938	355,297
LIABILITIES					
Accrued expenses		51	157	667	
Forfeitures payable		1,065		423	
Other		2,843	551	454	104
Total liabilities		3,959	708	1,544	104
NET ASSETS AVAILABLE FOR BENEFITS	$ -	$2,391,577	$993,618	$1,051,394	$355,193

COMPUTER SCIENCES CORPORATION
OUTSOURCING INC. HOURLY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 9 Statements of Net Assets Available for Benefits by Fund

	DECEMBER 31, 1994				
	LIQUID RESERVE	FIXED INCOME	GOVERNMENT BOND	ACTIVE EQUITY	COMPANY STOCK
ASSETS					
Investments					
Long-term investments					
At fair value					
Interest in investment registered companies			$1,248,149	$747,822	
Interest in Master Trust		$ 9,146			
CSC Common Stock					$310,947
At contract value					
Guarantee Investment Contracts		2,572,857			
Short-term investments	$ -	42,054	1,249	1,957	982
Receivables					
Employer's contribution		11,286	2,614	4,140	1,758
Participant's contribution		5,397	1,240	1,907	811
Accrued income		160	14	21	6
Other		3,920	5,279	346	(3,150)
Interfund transfers		(583)	4	181	398
Total Assets		2,644,237	1,258,549	756,374	311,752
LIABILITIES					
Accrued expenses		4	268	595	
Total liabilities		4	268	595	
NET ASSETS AVAILABLE FOR BENEFITS	$ -	$2,644,233	$1,258,281	$755,779	$311,752

COMPUTER SCIENCES CORPORATION
OUTSOURCING INC. HOURLY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 10 Statements of Changes in Net Assets Available for Benefits by Fund

	YEAR ENDED DECEMBER 31, 1995				
	LIQUID RESERVE	FIXED INCOME	GOVERNMENT BOND	ACTIVE EQUITY	COMPANY STOCK
ADDITIONS TO NET ASSETS ATTRIBUTABLE TO:					
Investment income					
Net Appreciation in Fair Value of Investments			$ 74,509	$ 242,798	$ 96,282
Interest in Master Trust Investment Income		$ 4,359			
Interest Income		188,419	361	316	147
Dividend Income			88,980	22,159	
Investment Management Fees		(133)	(996)	(2,452)	
		192,645	162,854	262,821	96,429
Contributions					
Employee		130,083	20,997	58,852	26,038
Employer		61,175	12,550	25,824	10,848
Employee Rollovers					
Forfeitures & Other		(2,777)	(179)	(927)	(212)
Interfund Transfers		(18,753)	2,111	15,722	920
		169,728	35,479	99,471	37,594
Total additions		362,373	198,333	362,292	134,023
DEDUCTIONS TO NET ASSETS ATTRIBUTABLE TO:					
Distributions to Participants		615,029	462,996	66,677	90,582
Total deductions		615,029	462,996	66,677	90,582
NET (DECREASE) INCREASE		(252,656)	(264,663)	295,615	43,441
NET ASSETS AVAILABLE FOR BENEFITS:					
Beginning of Year		2,644,233	1,258,281	755,779	311,752
End of Year	$ -	$2,391,577	$ 993,618	$1,051,394	$355,193

COMPUTER SCIENCES CORPORATION
OUTSOURCING INC. HOURLY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS
FOR THE TWO YEARS ENDED DECEMBER 31, 1995

Note 10 Statements of Changes in Net Assets Available for Benefits by Fund

	YEAR ENDED DECEMBER 31, 1994				
	LIQUID RESERVE	FIXED INCOME	GOVERNMENT BOND	ACTIVE EQUITY	COMPANY STOCK
ADDITIONS TO NET ASSETS ATTRIBUTABLE TO:					
Investment income					
Net Appreciation in Fair Value of Investments			$ (102,164)	$ 2,517	$114,408
Interest in Master Trust Investment Income		$ (216)			
Interest Income	$ 145	201,195	2,139	505	267
Dividend Income			87,851	19,662	
Investment Management Fees	(3,858)	(236)	(9,000)	(3,949)	
	(3,713)	200,743	(21,174)	18,735	114,675
Contributions					
Employee	(93)	183,041	45,022	57,341	18,142
Employer		77,597	17,010	25,326	16,241
Employee Rollovers					
Forfeitures & Other		(1,546)		(1,223)	
Interfund Transfers	3,806	(7,239)	(2,886)	(1,516)	7,835
	3,713	251,853	59,146	79,928	42,218
Total additions		452,596	37,972	98,663	156,893
DEDUCTIONS TO NET ASSETS ATTRIBUTABLE TO:					
Distributions to Participants		593,818	113,060	159,639	93,414
Total deductions		593,818	113,060	159,639	93,414
NET (DECREASE) INCREASE		(141,222)	(75,088)	(60,976)	63,479
NET ASSETS AVAILABLE FOR BENEFITS:					
Beginning of Year		2,785,455	1,333,369	816,755	248,273
End of Year		$2,644,233	$1,258,281	$755,779	$311,752

INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in Registration Statement No. 333-00757 of Computer Sciences Corporation Outsourcing Inc. Hourly Savings Plan on Form S-8 of our report dated May 22, 1996, appearing in this Annual Report on Form 11-K of Computer Sciences Corporation Outsourcing Inc. Hourly Savings Plan for the year ended December 31, 1995.

DELOITTE & TOUCHE LLP

Los Angeles, California
June 24, 1996

1995
FORM 5500 ITEM 27(a)
COMPUTER SCIENCES CORPORATION
EIN 88-0276684
CSC OUTSOURCING INC. HOURLY SAVINGS PLAN

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR OR SIMILAR PARTY	(c) DESCRIPTION OF INVESTMENT, INCLUDING MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR OR MATURITY VALUE			(d) COST	(e) CURRENT VALUE
	Canada Life Insurance Company	Guaranteed Investment Contract	5.75%	3/31/98	$ 48,285	$ 48,285
	Pacific Mutual Life Insurance	Guaranteed Investment Contract	6.85%	3/31/98	117,103	117,103
	Protective Life Insurance Company	Guaranteed Investment Contract	5.66%	9/30/98	37,242	37,242
	Provident National Assurance Company	Guaranteed Investment Contract	7.80%	9/30/97	623,190	623,190
	Providian Corporation	Guaranteed Investment Contract	5.08%	12/31/97	272	272
	Prudential Insurance Company	Guaranteed Investment Contract	5.77%	3/31/98	70,248	70,248
	The Hartford Life Insurance Company	Guaranteed Investment Contract	7.80%	6/30/98	1,361,217	1,361,217
	Mellon Bank N.A.	Mutual Fund - Government Bond Fund			968,620	993,410
	Brinson Trust Company, Inc.	Mutual Fund - U.S. Equity Portfolio			712,141	1,048,069
*	Computer Sciences Corporation	Common Stock			144,613	340,923
	Brinson Trust Company, Inc.	U.S. Cash Management Fund			1	1
	Mellon Bank N.A.	Mellon Bank Temporary Investment Fund			23	23
*	Bank of New York	BNY Short-Term Money Market Fund			8,111	8,111
TOTAL ASSETS HELD FOR INVESTMENT PURPOSES					$4,091,066	$4,648,094

* represent party in interest

1995
FORM 5500 ITEM 27(d)
COMPUTER SCIENCES CORPORATION
EIN 88-0276684
CSC OUTSOURCING INC. HOURLY SAVINGS PLAN

SCHEDULE OF REPORTABLE TRANSACTIONS

SINGLE TRANSACTIONS IN EXCESS OF 5%

(a) IDENTITY OF PARTY INVOLVED	(b) DESCRIPTION OF ASSET	(c) PURCHASE PRICE	(g) COST OF ASSET	TRANSACTION DATE	(h) CURRENT VALUE OF ASSET ON TRANSACTION DATE	(i) NET GAIN OR (LOSS
Mellon Capital Management	Short-Term Money Market Fund					
- Sales			$800,183	$800,183	$800,183	
Mellon Capital Management	Mutual Fund - Bond Fund					
- Purchases		$800,183		800,183	800,183	
- Sales			$835,306	815,289	835,306	$20,017

1995
FORM 5500 ITEM 27(d)
COMPUTER SCIENCES CORPORATION
EIN 88-0276684
CSC OUTSOURCING INC. HOURLY SAVINGS PLAN

SCHEDULE OF REPORTABLE TRANSACTIONS

SERIES TRANSACTIONS IN THE AGGREGATE IN EXCESS OF 5%

(a) IDENTITY OF PARTY INVOLVED	(b) DESCRIPTION OF ASSET	(c) PURCHASE PRICE	(g) COST OF ASSET	TRANSACTION DATE	(h) CURRENT VALUE OF ASSET ON TRANSACTION DATE	(i) NET GAIN OR (LOSS)
Bank of New York	BNY Short-Term Money Market Fund					
- Purchases		$1,006,249		$1,006,249	$1,006,249	
- Sales			$1,043,924	1,043,924	1,043,924	
Mellon Capital Management	Short-Term Money Market Fund					
- Purchases		1,010,489		1,010,489	1,010,489	
- Sales			1,010,537	1,010,537	1,010,537	
Mellon Capital Management	Mutual Fund - Bond Fund					
- Purchases		909,460		909,460	909,460	
- Sales			1,238,708	1,204,623	1,238,708	$34,085
The Hartford Life Insurance Co.	Guarantee Insurance Contract					
- Purchases		115,052		115,052	115,052	
- Sales			301,344	301,344	301,344	

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Act of 1934, the Computer Sciences Corporation Retirement Committee has duly caused this annual report to be signed on its behalf by the undersigned thereunto duly authorized.

Computer Sciences Corporation Outsourcing, Inc.
Hourly Savings Plan

Date: June 26, 1996

By: /s/ Leon J. Level

Leon J. Level
Chairman,
Computer Sciences Corporation
Retirement Plans Committee