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| Our ref: SDS Consultancy Your ref:  Information Processing LtdEveleigh HouseGrove StreetBathBA1 5LR  | RedactedGroup ManagerCommercial & Procurement4 SouthLateral8 City WalkLeeds LS11 9AT1st February 2016 |

**OFFICIAL**

**SDS Consultancy**

Dear Sirs

On behalf of Highways England Company Limited, Highways England accepts your GCloud offering dated 11 January 2016 for the above contract.

This letter and the documents listed below (in no order of precedence) form a binding contract between Highways England Company Limited and yourselves:

1. G-Cloud 7 Call-Off Agreement and Terms v1.0 SDS Consultancy Issue 2 - IPL Signed Version
2. SDS Consultancy Specification v1.0
3. IPL GCloud offering dated 11.01.16 (IPL Resource Schedule for SDS Consultancy v1.0, IPL Response for SDS Consultancy Issue 1, IPL Form of Key Staff Schedule for SDS Consultancy Issue 1)
4. Highways England Fair Payment Charter
5. Highways England Anti-Fraud Code of Conduct
6. Highways England Anti-Bribery Code of Conduct
7. Anti-collusion Certificate
8. Form of Tender

The maximum aggregate contract price is £234,135.The operative period of the contract will be 24 months. The contract commencement date shall be 1st February 2016.

Any contractual queries should be directed to Redacted at Redacted

Invoices should be forwarded directly to Highways England, FS Payments Team, The Cube, 199 Wharfside Street, Birmingham, B1 1RN quoting your Blanket Purchase Agreement (BPA) number and any other appropriate reference to be agreed during implementation. You will be notified of your BPA number at a later date.

Do not issue any invoices until you have been notified of your BPA number. You must display the BPA number on all invoices. Failure to do so will result in payment delays.

You must treat this letter in confidence until Highways England makes a public announcement. If you are planning to issue a press release regarding this Contract please seek approval from Highways England prior to publication. Press notice enquiries should be directed to Redacted

Yours faithfully

Redacted