

**DYNAMICS RESEARCH CORPORATION**

Two Tech Drive  
Andover, Massachusetts 01810-2434

To Former Shareholders of Dynamics Research Corporation:

On January 31, 2014, the acquisition of Dynamics Research Corporation (“DRC”) by Engility Corporation (“Engility”) was completed when Engility Solutions, Inc. (“Merger Sub”), a wholly-owned subsidiary of Engility, was merged with and into DRC and DRC became a wholly-owned subsidiary of Engility (the “Merger”), pursuant to an Agreement and Plan of Merger by and among Engility, Merger Sub and DRC (the “Merger Agreement”). At the effective time of the Merger, each share of DRC common stock, \$0.10 par value per share (“DRC Common Stock”), then outstanding (other than those held by Engility or Merger Sub or held by DRC as treasury shares, and other than Shares with respect to which appraisal rights, if any, were available) was cancelled and converted into the right to receive \$11.50 per share, to the seller in cash, without interest and subject to any required withholding taxes (the “Merger Consideration”). The offer by Merger Sub, pursuant to the Merger Agreement and the related letter of transmittal (together, the “Offer”), to purchase all outstanding shares of Common Stock (the “Shares”), which was consummated prior to the Merger, and the Merger are described more fully in the Tender Offer Statement on Schedule TO and the Recommendation Statement on Schedule 14D-9, each as amended from time to time and filed with the Securities and Exchange Commission (the “SEC”) by Engility, Merger Sub and DRC. Copies of such filings, as well as all other public filings made by DRC, are available at the SEC’s website at [www.sec.gov](http://www.sec.gov) and from the “Financial Information” section of DRC’s legacy website at [www.drc.com](http://www.drc.com).

As a result of the Merger following the consummation of the Offer, the holders of Shares no longer have any rights with respect to such shares other than:

- (1) the right to receive the Merger Consideration; or
- (2) if available, the right to exercise appraisal rights and rights to payment of the fair value for Shares under the provisions of Part 13 of the Massachusetts Business Corporation Act (as set forth in the Notice of Merger and Appraisal Rights, If Any accompanying this letter (the “Notice”), Engility, Merger Sub and the Board of Directors of DRC prior to the consummation of the Offer and the Merger believed you did not have any such rights as a result of the Offer, and Engility and DRC believe you do not have any such rights as a result of the Merger).

**TO RECEIVE THE MERGER CONSIDERATION**

To receive the Merger Consideration, please follow the instructions set forth in the enclosed Letter of Transmittal from the Paying Agent, American Stock Transfer & Trust Company. The completed Letter of Transmittal, together with all of the DRC stock certificates being surrendered, should be returned to American Stock Transfer and Trust Company, in the enclosed envelope with one of the following addresses:

**By Hand or Overnight to:**  
**American Stock Transfer and Trust Company,**  
**LLC**  
**Operations Center**  
**Attn: Reorganization Department**  
**6201 - 15<sup>th</sup> Avenue**  
**Brooklyn, NY 11219**

**By Mail to:**  
**American Stock Transfer and Trust Company,**  
**LLC**  
**Operations Center**  
**Attn: Reorganization Department**  
**PO Box 2042**  
**New York, NY 10272-2042**

If you have any questions about the Letter of Transmittal or the process to receive the Merger Consideration, please call American Stock Transfer and Trust Company at 1-877-248-6417 (toll-free) or 1-718-921-8317.

By completing and returning the Letter of Transmittal, together with your DRC stock certificates, you are effectively waiving the right to exercise appraisal rights and rights to obtain payment of the fair value of your Shares, if any such rights were and are available.

**TO EXERCISE APPRAISAL RIGHTS, IF ANY**

Former DRC shareholders who believe they have appraisal rights and rights to obtain payment of the fair value of their Shares under Part 13 of the MBCA and wishing to exercise such rights should follow the instructions set forth in the Notice. A completed Shareholder Certification Form (as defined in the Notice), together with all of the stock certificates representing Shares for which appraisal rights and rights to receive payment of the fair value thereof are being asserted, should be returned to DRC as set forth in the Notice.

By asserting appraisal rights and rights to obtain payment of the fair value of Shares, if any such rights are available, you will not be able to receive the Merger Consideration unless you timely withdraw from the appraisal process by notifying DRC in writing prior to April 7, 2014 or you otherwise lose such rights or DRC agrees to your later withdrawal, as provided in Part 13 of the MBCA.

Sincerely,

Dynamics Research Corporation