

FIS Business Integration (UK) Limited

Report and Financial Statements

Year ended

31 December 2016

Registered Number: 01598829



FIS Business Integration (UK) Limited

Report and financial statements for the year ended 31 December 2016

Contents

Page:

1 - 2	Directors' report
3 - 4	Independent auditor's report to the members of FIS Business Integration (UK) Limited
5	Income statement
6	Balance sheet
7	Statement of changes in equity
8 - 16	Notes to the financial statements

FIS Business Integration (UK) Limited

Directors' report for the year ended 31 December 2016

The directors present their report and the audited financial statements for the year ended 31 December 2016.

Principal activities

The principal activity of the company is the provision of services to its immediate parent company, Fidelity Information Services (Israel) Ltd.

Results and dividends

The company's profit for the financial year amounted to £12,149 (2015 loss: £8,993).

The directors do not recommend the payment of a dividend in respect of the year ended 31 December 2016 (2015: £nil) and the profit for the financial year has been transferred to reserves.

Going Concern

The financial statements have been prepared on a going concern basis which assumes that the company will continue in operational existence for the foreseeable future. The validity of this assumption depends on the continued support of the ultimate parent company. The ultimate parent undertaking has confirmed its intention to provide support for a period of at least one year from the date of signing these financial statements.

Directors

The directors of the company, who held office during the year and up to the date of signing the financial statements, were:

Martin R. Boyd

Michael P. Oates

Ann M. Vasileff (appointed on 2 December 2016)

Jason L. Couturier (resigned on 3 October 2016)

Qualifying third party indemnity provisions

The company has put in place qualifying third party indemnity provisions for all the directors of FIS Business Integration (UK) Limited. The qualifying third party indemnity provision was in place during the financial year and at the date of approval of the directors' report.

Statement of Directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law, they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

FIS Business Integration (UK) Limited

Directors' report for the year ended 31 December 2016 (continued)

Statement of Directors' responsibilities (continued)

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Disclosure of information to auditors

For persons who were directors at the time the report was approved, the following applies:

- as far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

The confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

This report has been prepared in accordance with the special provisions relating to small companies in Part 15 of the Companies Act 2006. In addition, the directors have taken the exemption not to include a strategic report in these financial statements as it is not required.

On 10 April 2017, KPMG LLP were appointed as statutory auditors of the Company. Pursuant to section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG LLP will therefore continue in office.

On behalf of the Board



Michael P. Oates

Director

Date: - 5 SEP 2017

Registered address: Level 39, 25 Canada Square, London, E14 5LQ

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FIS BUSINESS INTEGRATION (UK) LIMITED

We have audited the financial statements of FIS Business Integration (UK) Limited for the year ended 31 December 2016 set out on pages 5 to 16. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on pages 1 and 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year is consistent with the financial statements.

Based solely on the work required to be undertaken in the course of the audit of the financial statements and from reading the Directors' report:

- we have not identified material misstatements in that report; and
- in our opinion, that report has been prepared in accordance with the Companies Act 2006.

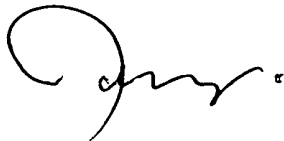
Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FIS BUSINESS INTEGRATION (UK) LIMITED (continued)

- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.



Peter Meehan (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
One Snowhill
Snow Hill Queensway
Birmingham
B4 6GH
United Kingdom

5 September 2017

FIS Business Integration (UK) Limited

Income Statement for the year ended 31 December 2016

	Note	2016 £	2015 £
Turnover	3	56,250	137,749
Cost of sales		<u>(2,207)</u>	<u>(94,831)</u>
Gross profit		54,043	42,918
Administration expenses		<u>(41,400)</u>	<u>(51,439)</u>
Operating profit / (loss)	4	12,643	(8,521)
Interest receivable and similar income	5	300	306
Interest payable and similar charges	5	<u>(794)</u>	<u>(778)</u>
Profit/(loss) on ordinary activities before taxation		12,149	(8,993)
Tax on profit on ordinary activities	6	<u>-</u>	<u>-</u>
Profit/(loss) for the financial year being total comprehensive income		<u>12,149</u>	<u>(8,993)</u>

There were no items of other comprehensive income/expense apart from the profit in the financial year.

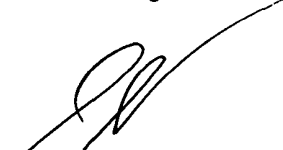
The notes on pages 8 to 16 form part of these financial statements.

FIS Business Integration (UK) Limited

Balance sheet As at 31 December 2016

		2016 £	2015 £
	Note		
Current assets			
Debtors	7	36,310	-
Creditors: amounts falling due within one year	8	(173,915)	(149,754)
Net current liabilities		<u>(137,605)</u>	<u>(149,754)</u>
Net liabilities		<u>(137,605)</u>	<u>(149,754)</u>
 Capital and reserves			
Called up share capital	10	220,002	220,002
Share premium account		9,770,204	9,770,204
Accumulated losses		<u>(10,127,811)</u>	<u>(10,139,960)</u>
Total equity		<u>(137,605)</u>	<u>(149,754)</u>

The financial statements were authorised for issue by the Board of Directors on **- 5 SEP 2017** and were signed on its behalf.



Michael P. Oates
Director
FIS Business Integration (UK) Limited
Registered number: 01598829

The notes on pages 8 to 16 form part of these financial statements.

FIS Business Integration (UK) Limited

Statement of changes in equity

For the year ended 31 December 2016

	Called up share capital £	Share premium account £	Accumulated losses	Total equity £
1 January 2016	220,002	9,770,204	(10,139,960)	(149,754)
Profit for the financial year	-	-	12,149	12,149
Total comprehensive income for the financial year	-	-	12,149	12,149
31 December 2016	220,002	9,770,204	(10,127,811)	(137,605)

For the year ended 31 December 2015

	Called up share capital £	Share premium account £	Accumulated losses £	Total equity £
1 January 2015	220,002	9,770,204	(10,130,967)	(140,761)
Loss for the financial year	-	-	(8,993)	(8,993)
Total comprehensive expense for the financial year	-	-	(8,993)	(8,993)
31 December 2015	220,002	9,770,204	(10,139,960)	(149,754)

The notes on pages 8 to 16 form part of these financial statements.

FIS Business Integration (UK) Limited

Notes forming part of the financial statements for the year ended 31 December 2016

1 Accounting policies

The financial statements have been prepared in accordance with Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The company has adopted FRS 102 in these financial statements as issued in August 2014. The amendments to FRS 102 issued in July 2015 have been applied.

A summary of the more significant accounting policies, which have been applied consistently, is set out below:

(a) Going concern

The financial statements have been prepared on a going concern basis which assumes that the company will continue in operational existence for the foreseeable future. The validity of this assumption depends on the continued support of the ultimate parent company. The ultimate parent undertaking has confirmed its intention to provide such support for a period of at least one year from the date of signing these financial statements.

If the company was unable to continue in operational existence for the foreseeable future, adjustments would have to be made to reduce the balance sheet value of assets to their recoverable amounts, to provide for further liabilities that might arise, and to reclassify fixed assets as current assets.

(b) Basis of accounting

These financial statements have been prepared on a going concern basis, under the historical cost convention.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 2.

(c) Exemptions for qualifying entities under FRS 102

The Company's ultimate parent undertaking, Fidelity National Information Services, Inc. includes the Company in its consolidated financial statements. The consolidated financial statements of Fidelity National Information Services, Inc. are prepared in accordance with U.S. Generally Accepted Accounting Principles and are available to the public and may be obtained from 601 Riverside Avenue, Jacksonville, FL 32204. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- No cash flow statement has been presented as the ultimate parent company, Fidelity National Information Services, Inc., includes the company's cash flows in its own consolidated financial statements;

FIS Business Integration (UK) Limited

Notes forming part of the financial statements for the year ended 31 December 2016 (continued)

1 Accounting policies (continued)

(c) Exemptions for qualifying entities under FRS 102 (continued)

- Disclosures in respect of the company's financial instruments and share-based payment arrangements have not been presented as equivalent disclosures have been provided in the parent company's financial statements; and
- No disclosure has been given for the aggregate remuneration of the key management personnel of the parent company as their remuneration is included in the totals for the group as a whole.

(d) Foreign currency

The company's functional and presentation currency is the pound sterling.

Income and expenses denominated in foreign currencies are translated at the spot rate. Monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling on the balance sheet date. The gains or losses on translation are recorded in the income statement.

(e) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents the amount receivable for goods supplied or services rendered, net of returns, discounts and rebates allowed by the company and value added taxes.

The company provides services to other companies. Revenue is recognised in the accounting period in which the services are rendered when the outcome of the contract can be estimated reliably.

Interest income is recognised using the effective interest rate method.

(f) Taxation

Taxation expense comprises the current and deferred tax recognised in the reporting period. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current or deferred taxation assets and liabilities are measured on a non-discounted basis.

Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws enacted or substantively enacted at the balance sheet date.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

FIS Business Integration (UK) Limited

Notes forming part of the financial statements for the year ended 31 December 2016 (continued)

1 Accounting policies (continued)

(f) Taxation (continued)

Deferred tax

Timing differences arise when items of income and expenditure are included in tax computations in periods which are different to their inclusion in the financial statements. Except as otherwise required by accounting standards, full provision without discounting is made for all deferred taxation timing differences which have arisen but not reversed at the balance sheet date. A deferred tax asset is recognised only to the extent that it is probable that it will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax assets and liabilities are measured at the tax rate that is expected to apply to the period when the asset is realised or the liability is settled, based on the rates that have been enacted or substantively enacted at the balance sheet date.

(g) Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

(h) Provisions and contingencies

Provisions

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount of the obligation can be estimated reliably.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provision is not made for future operating losses.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as a finance cost.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as a finance cost.

FIS Business Integration (UK) Limited

Notes forming part of the financial statements for the year ended 31 December 2016 (continued)

1 Accounting policies (continued)

(h) Provisions and contingencies (continued)

Contingencies

Contingent liabilities, arising as a result of past events, are not recognised when (i) it is not probable that there will be an outflow of resources or that the amount cannot be reliably measured at the reporting date or (ii) when the existence will be confirmed by the occurrence or non-occurrence of uncertain future events not wholly within the company's control. Contingent liabilities are disclosed in the financial statements unless the probability of an outflow of resources is remote.

Contingent assets are not recognised. Contingent assets are disclosed in the financial statements when an inflow of economic benefits is probable.

(i) Financial instruments

The company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

Financial assets

Basic financial assets, including trade and other receivables, cash and bank balances, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest rate method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment had not previously been recognised. The impairment reversal is recognised in profit or loss.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

Financial liabilities

Basic financial liabilities, including trade and other payables, bank loans, loans from fellow group companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction (such as bank loans and overdrafts), where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

FIS Business Integration (UK) Limited

Notes forming part of the financial statements for the year ended 31 December 2016 (continued)

1 Accounting policies (continued)

(i) Financial instruments (continued)

Financial liabilities (continued)

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

(j) Distributions to equity holders

Dividends and other distributions to company's shareholders are recognised as a liability in the financial statements in the period in which the dividends and other distributions are approved by the company's shareholders. These amounts are recognised in the statement of changes in equity.

(k) Related party transactions

The company has taken advantage of the exemption available under FRS 102, section 33.1A, not to disclose transactions with wholly-owned members of the Fidelity National Information Services, Inc. group.

2 Critical accounting judgements and estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

FIS Business Integration (UK) Limited

Notes forming part of the financial statements
for the year ended 31 December 2016 (continued)

3 Turnover

Geographical analysis of revenue by destination:

	2016	2015
	£	£
United Kingdom	-	95,157
Rest of World	56,250	42,592
	<u>56,250</u>	<u>137,749</u>

Analysis of revenue by classes of continuing business:

	2016	2015
	£	£
Support fees	-	95,157
Product sales	-	42,592
Services	56,250	-
	<u>56,250</u>	<u>137,749</u>

4 Operating profit / (loss)

Operating profit / (loss) is stated after charging / (crediting):

	2016	2015
	£	£
Foreign exchange (gains) / losses	(1,727)	5,730
Auditor's remuneration for audit services	<u>7,170</u>	<u>8,726</u>

5 Interest

	2016	2015
	£	£
Interest receivable and similar income		
Bank interest receivable	300	300
Cash pooling interest receivable	-	6
	<u>300</u>	<u>306</u>
	2016	2015
	£	£
Interest payable and similar charges		
Bank interest payable	600	600
Cash pooling interest payable	194	178
	<u>794</u>	<u>778</u>

FIS Business Integration (UK) Limited

Notes forming part of the financial statements
for the year ended 31 December 2016 (continued)

6 Tax on profit on ordinary activities

Tax expense included in the income statement:

	2016	2015
	£	£
<i>UK corporation tax</i>		
Current tax on profits of the year	-	-

Reconciliation of tax charge:

The tax assessed for the year is lower (2015: higher) than the standard rate of corporation tax in the United Kingdom applied to profit/(loss) on ordinary activities before taxation. The differences are explained below:

	2016	2015
	£	£
Profit/(Loss) on ordinary activities before tax	12,149	(8,993)
Profit/(Loss) on ordinary activities at the standard rate of corporation tax in the United Kingdom of 20.00% (2015: 20.25%)	2,430	(1,821)
Effects of:		
Accelerated capital allowances	(584)	(722)
Group relief surrendered for nil consideration	-	2,543
Brought forward tax loss utilised	(1,846)	-
Tax charge for the year	-	-

Factors that may affect current and total tax charges:

A reduction in the UK corporation tax rate from 21% to 20% (effective from 1 April 2015) was substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly.

7 Debtors

	2016	2015
	£	£
Amounts owed by group undertaking	35,437	-
Other debtors	873	-
	36,310	-

All amounts shown under debtors fall due for payment within one year.

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

FIS Business Integration (UK) Limited

Notes forming part of the financial statements for the year ended 31 December 2016 (continued)

8 Creditors: amounts falling due within one year

	2016 £	2015 £
Bank loans and overdrafts	25	25
Amounts owed to group undertakings	17,325	1,745
Loans owed to group undertakings	144,083	129,726
Other creditors	-	1,726
Accruals and deferred income	12,482	16,532
	<u>173,915</u>	<u>149,754</u>

Loans owed to group undertakings of £144,083 (2015: £129,726) relates to an unsecured revolving cash pooling arrangement agreed to on 30 June 2011. Interest accrues on a daily basis and is payable on 31 December each year, unless agreed otherwise. The applicable rate of interest is equal to the Bank of England base rate minus 25 basis points. During 2015 and up to 4 August 2016, the rate applied was 0.25%, from 4 August 2016 the rate became 0%. On 7 November 2016, the rate changed to 3% to reflect the rate charged by the Bank of America on loans owed by group undertakings.

All other amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

9 Deferred tax asset

Amounts unrecognised in respect of deferred tax are as follows:

	2016 £	2015 £
Accelerated depreciation	2,263	2,921
Tax losses	186,904	199,559
	<u>189,167</u>	<u>202,480</u>

The deferred tax asset has not been recognised as there is insufficient evidence that it will be recoverable.

10 Called up share capital

	2016 £	2015 £
<i>Allotted, called up and fully paid</i>		
220,002 (2015: 220,002) ordinary shares at £1 each	<u>220,002</u>	<u>220,002</u>

FIS Business Integration (UK) Limited

Notes forming part of the financial statements for the year ended 31 December 2016 (continued)

11 Controlling parties

The directors regard Fidelity Information Services (Israel) Ltd., a company registered in Israel, as the immediate parent company.

Fidelity National Information Services, Inc., a company incorporated in the United States of America, is the undertaking that heads the smallest and largest group of companies for which consolidated financial statements are prepared. The directors consider Fidelity National Information Services, Inc. to be the ultimate controlling party and ultimate parent company.

Copies of the financial statements of Fidelity National Information Services, Inc. can be obtained from 601 Riverside Avenue, Jacksonville, Florida 32204, USA.