

SunGard Business Integration (UK) Limited
Registered Number: 01598829

Annual Reports
For the Year Ended 31 December 2003



SunGard Business Integration (UK) Limited

Company Information

Directors	Danny Barsella Hanna Helman George M Hadley Mark Rudland
Secretary	Howard Wallis
Company Number	01598829
Registered Office	Peek House 20 Eastcheap London EC3M 1EB
Auditors	PricewaterhouseCoopers LLP 1 Embankment Place London WC2N 6RH

SunGard Business Integration (UK) Limited

Contents

	Page
Director's report	3 to 4
Independent auditors' report	5
Profit and loss account	6
Balance sheet	7
Notes to the financial statements	8 to 15

SunGard Business Integration (UK) Limited

Directors' report for the year ended 31 December 2003

The Directors present their report together with the audited accounts for the year ended 31 December 2003.

Principal activities and review of the business

The Company's principal activity continued to be that of computer software marketing, selling, maintenance and support.

The director considers the state of the company's affairs to be satisfactory and that no significant changes are anticipated for the future. The loss after taxation for the year of £421,229 (2002: £845,601) has been transferred to reserves.

Dividends

The directors do not recommend a dividend.

Directors

The Directors of the company, who served during the year, were:

Danny Barsella
Hanna Helman
George M Hadley (appointed on 31 January 2004)
Richard S Kenée (resigned on 31 January 2004)
Nir Y Peleg (resigned on 1 May 2003)
Mark Rudland (appointed on 2 April 2003)

Directors' interests in shares of the company

No director has any disclosable beneficial interest in the shares of the company, the company's holding company, or a subsidiary of the company's holding company during the year or at the year-end.

The company is a wholly owned subsidiary of SunGard Business Integration Limited, a company registered in Israel (formerly Mint Software Technologies Limited).

Events since the end of the year

There were no post balance sheet events.

Political and charitable contributions

The company made no political or charitable contributions during the year.

SunGard Business Integration (UK) Limited

Statement of Directors' Responsibilities

The directors are required by UK company law to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company as at the end of the financial year and of the profit or loss of the company for that period. The directors are required to prepare the financial statements on the going concern basis unless it is inappropriate to presume that the companies will continue in business.

The directors confirm that suitable accounting policies have been used and applied consistently in the year.

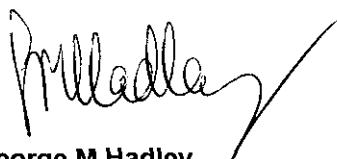
The directors also confirm that reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the year ended 31 December 2003 and applicable accounting standards have been followed.

The directors are responsible for keeping proper accounting records that 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 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

Our auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution proposing their reappointment will be made at the forthcoming annual general meeting.

By Order of the Board

A handwritten signature in black ink, appearing to read 'G. Hadley', with a long horizontal stroke extending to the right.

George M Hadley
Director

SunGard Business Integration (UK) Limited

Independent auditors' report to the members of SunGard Business Integration UK Limited

We have audited the financial statements which comprise the profit and loss account, the balance sheet and the related notes.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards issued by the Auditing Practices Board. This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or in to whose hands it may come save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

Basis of audit opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 December 2003 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP
Chartered Accountants & Registered Auditors
London

27 October 2004

SunGard Business Integration (UK) Limited

Profit and loss account for the year ended 31 December 2003

	<i>Note</i>	2003 £	2002 £
Turnover	2	1,936,347	1,990,803
Expenses		(3,075,430)	(2,840,044)
Operating loss	3	(1,139,083)	(849,241)
Interest receivable	5	10,693	3,640
Interest payable and similar charges	4	(290,096)	-
Loss on ordinary activities before taxation		(1,418,486)	(845,601)
Tax on loss on ordinary activities	6	997,257	-
Loss for the financial year after taxation	14	(421,229)	(845,601)
Retained loss brought forward		(7,148,370)	(6,302,769)
Retained loss carried forward		(7,569,599)	(7,148,370)

All operations are continuing.

The company has no recognised gains and losses other than the losses above; therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the loss on ordinary activities before taxation and the retained loss for the year stated above, and their historical cost equivalents.

The notes on pages 8 to 15 form part of these financial statements.

SunGard Business Integration (UK) Limited

Balance sheet as at 31 December 2003

	Note	2003 £	2002 £
Fixed assets			
Tangible assets	8	94,188	148,863
Current assets			
Debtors	9	661,552	447,670
Cash at bank and in hand		154,864	1,051,239
		816,416	1,498,909
Creditors - amounts falling due within one year	10	(7,632,342)	(7,948,281)
Net current liabilities		(6,815,926)	(6,449,372)
Total assets less current liabilities		(6,721,738)	(6,300,509)
Creditors - amounts falling due after more than one year	11	(627,861)	(627,861)
		(7,349,599)	(6,928,370)
Capital and reserves			
Share capital	13	220,000	220,000
Profit and loss account	14	(7,569,599)	(7,148,370)
Shareholders' deficit	15	(7,349,599)	(6,928,370)

The financial statements which comprise the profit and loss account, the balance sheet and related notes were approved by the board of directors on 26 October 2004 and were signed on its behalf by:



George M Hadley
Director

SunGard Business Integration (UK) Limited

Notes to the Financial Statements – 31 December 2003

1 Principal accounting policies

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is set out below.

(a) Basis of accounting

The accounts have been prepared under the historical cost convention.

(b) 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.

(c) Turnover

Turnover represents income from services provided and costs recovered during the year, excluding value added tax.

Revenue from standard software licenses is recognised on a despatch basis, provided that the Company's remaining obligations, if any, are insignificant. Revenue from projects and customisations is recognised on the basis of value of work completed. Revenue from maintenance and other services is recognised over the terms of respective contracts.

(d) Depreciation

Depreciation is calculated to write down the cost less estimated residual value of all tangible fixed assets by equal annual instalments over their expected useful lives. The rates and periods generally applicable are:

Leasehold properties	– over the shorter of the remaining lease term or 10 years
Office equipment	– 15% on cost
Fixtures and fittings	– 12.5% on cost
Computer equipment	– 20-33% on cost

SunGard Business Integration (UK) Limited

Notes to the Financial Statements – 31 December 2003

(e) Deferred Tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or right to pay less tax in the future have occurred at the balance sheet date. An asset is not recognised to the extent that the transfer of economic benefits in the future is uncertain.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

(f) Leases

Costs in respect of operating leases are charged on a straight-line basis to profit and loss account.

(g) Foreign currencies

Transactions in foreign currencies are translated at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the balance sheet date. All other exchange differences are dealt with through the profit and loss account.

(h) Pension costs

Pension commitments arising in respect of the defined contribution scheme are charged to the profit and loss account on the basis of contributions payable for the periods and any excess or deficit of funding compared with cumulative pension costs is provided on the balance sheet. The contributions to the pension scheme are recognised on an accruals basis as detailed in note 16.

2 Turnover

The geographical analysis of turnover is as follows:

	2003	2002
	£	£
World	280,109	37,539
United Kingdom	1,656,238	1,953,264
	<u>1,936,347</u>	<u>1,990,803</u>

SunGard Business Integration (UK) Limited

Notes to the Financial Statements – 31 December 2003

3 Operating loss

Operating loss is stated after charging:

	2003 £	2002 £
Depreciation	65,673	99,398
Operating Leases:		
Land and Buildings	101,496	101,174
Plant and Equipment	16,822	14,665
Pension costs	46,083	38,763
Exchange Gain	(555)	(1,179)
Auditors' remuneration:		
Audit	14,000	14,000

4 Interest payable and similar charges

	2003 £	2002 £
Interest payable on intercompany balance to parent company	290,096	-

5 Interest receivable and other income

	2003 £	2002 £
Bank interests	10,693	3,640

6 Taxation

	2003 £	2002 £
Current tax		
United Kingdom corporation tax at 30% (2002: 30%)	-	-
Consideration received for tax losses group relieved.	(997,257)	-
Total current tax	(997,257)	-

SunGard Business Integration (UK) Limited

Notes to the Financial Statements – 31 December 2003

The tax assessed for the year is different from the standard rate of corporation tax in the UK.
The differences are explained below:

	2003 £	2002 £
Loss on ordinary activities before tax	(1,418,486)	(845,601)
Loss on ordinary activities at the standard rate of corporation tax in the UK of 30%	(425,546)	(253,680)
Effect of:		
Expenses not deductible for tax purposes	6,764	6,335
Capital allowances less than depreciation	5,810	12,668
Other timing differences	-	3,600
Utilisation of tax losses by group relief	412,971	231,077
Consideration received for tax losses	(997,257)	-
Total current tax	(997,257)	-

7 Directors and employees

Staff costs including directors' remuneration, were as follows

	2003 £	2002 £
Wages and salaries (including directors' remuneration)	1,242,750	1,025,166
Social security costs	296,116	226,648
Other pension costs	46,083	38,763
	1,584,949	1,290,577

The average weekly number of employees during the year was as follows:

	2003	2002
Administration	5	1
Technical Support	8	6
Sales	6	7
Marketing	1	3
	20	17

There were no payments to directors during the year (2002: nil).

SunGard Business Integration (UK) Limited

Notes to the Financial Statements – 31 December 2003

8 Tangible fixed assets

	Short leasehold land and buildings £	Furniture and equipment £	Fixtures and fitting £	Computer equipment £	Total £
Cost					
At 1 January 2003	49,376	46,242	20,450	317,340	433,408
Additions	-	-	-	10,998	10,998
Disposals	-	-	-	-	-
At 31 December 2003	49,376	46,242	20,450	328,338	444,406
Depreciation					
At 1 January 2003	9,034	24,044	14,474	236,993	284,545
Charge for the year	4,938	5,642	2,347	52,746	65,673
Disposals	-	-	-	-	-
At 31 December 2003	13,972	29,686	16,821	289,739	350,218
Net book value					
At 31 December 2003	35,404	16,556	3,629	38,599	94,188
At 31 December 2002	40,342	22,198	5,975	80,347	148,863

9 Debtors

	2003	2002
	£	£
Trade debtors	512,805	276,562
Accrued income	90,493	111,513
Prepayments	58,254	59,595
	661,552	447,670

Prepayments and accrued income include £12,600 (2002: £12,600) of amounts falling due after more than one year.

SunGard Business Integration (UK) Limited

Notes to the Financial Statements – 31 December 2003

10 Creditors: amounts falling due within one year

	2003 £	2002 £
Trade creditors	809	9,976
Amounts owed to group undertakings	7,166,648	7,582,633
Other taxes and social security	81,281	39,914
Accruals and deferred income	383,604	315,758
	7,632,342	7,948,281

The bank has a fixed and floating charge over all the assets of the company.

11 Creditors: amounts falling due after one year

	2003 £	2002 £
Group loans – subordinated	627,861	627,861

None of the loans are repayable by instalments. These loans, which are loans from the company's parent company, are interest free and have no fixed repayment terms.

12 Deferred tax

Amount provided and unprovided in respect of deferred tax are as follows:

	Provided		Unprovided	
	2003 £	2002 £	2003 £	2002 £
Accelerated capital allowances	-	-	(16,583)	(16,583)
Short term timing differences	-	-	-	-
Tax losses	-	-	(660,935)	(660,935)
Total Deferred tax	-	-	(677,518)	(677,518)

The deferred tax asset in respect of unutilised tax losses has not been recognised as there is insufficient evidence that it will be recoverable.

SunGard Business Integration (UK) Limited

Notes to the Financial Statements – 31 December 2003

13 Share capital

	2003 £	2002 £
Authorised equity shares		
220,000 ordinary shares of £1 each	220,000	220,000
Allotted equity shares		
220,000 allotted, called up and fully paid ordinary shares of £1 each	220,000	220,000

14 Reserves

	Profit and loss account 2003 £	Profit and loss account 2002 £
Opening reserves	(7,148,370)	(6,302,769)
Loss for the financial year	(421,229)	(845,601)
Closing reserves	(7,569,599)	(7,148,370)

15 Reconciliation of shareholders' deficit

	2003 £	2002 £
Loss for the financial year	(421,229)	(845,601)
Decrease in the shareholders' funds	(421,229)	(845,601)
Opening shareholders' funds	(6,928,370)	(6,082,769)
Closing shareholders' funds	(7,349,599)	(6,928,370)

16 Pension scheme

The employers of the company are members of the SunGard Group Pension Scheme which is a defined contribution scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The charge to the profit and loss account of £46,083 (2002: £38,763) represents the contributions payable to the pension scheme in respect of the accounting period. At 31 December 2003 there were no amounts accrued in respect of pension contributions (2002: nil).

SunGard Business Integration (UK) Limited

Notes to the Financial Statements – 31 December 2003

17 Financial commitments under operating leases

At 31 December 2003 the company had annual commitments under non-cancellable operating leases as set out below:

	Land and buildings		Other	
	2003	2002	2003	2002
	£	£	£	£
Operating leases which expire:				
Within one year	-	-	-	-
Between two and five years	82,140	82,140	7,455	7,455
After five years	-	-	-	-
	82,140	82,140	7,455	7,455

18 Contingent liabilities and capital commitments

There were no contingent liabilities at the balance sheet date (2002: nil).

19 Cash flow statement and related party transactions

The company is a wholly-owned subsidiary of SunGard Business Integration Limited, a company registered in Israel (formerly Mint Software Technologies Limited) which is a wholly-owned subsidiary of SunGard Data Systems Inc., and is included in the consolidated financial statements of SunGard Data Systems Inc., which are publicly available.

The company is exempt under the terms of Financial Reporting Standard no 1 (revised 1996) from publishing a cash flow statement. The company is also exempt under the terms of Financial Reporting Standard No 8 from disclosing related party transactions with entities that are part of the SunGard Data Systems Inc. group or investees of the SunGard Data Systems Inc group.

20 Ultimate parent company

The directors regard SunGard Business Integration Limited, a company registered in Israel (formerly Mint Software Technologies Limited) as the intermediate parent company. The ultimate parent company is SunGard Data Systems Inc., a company incorporated in the United States of America, whom the directors consider to be the ultimate controlling party. Copies of the consolidated financial statements of SunGard Data Systems Inc. may be obtained from 1285 Drummers Lane, Wayne, Pennsylvania 19087, USA.