

**395**

24 SEP 2003

CHWP000

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

Please complete legibly, preferably in black type, or bold black lettering

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number

4

1752299

Name of company

* insert full name of Company

NUSYS HOLDINGS LIMITED

Date of creation of the charge

11th September 2003

Description of the instrument (if any) creating or evidencing the charge (Note 2)

A Deed of Admission to
An Omnibus Letter of Set-Off dated **3 July 1995** (the "Letter")

Amount secured by the mortgage or charge

All or any of the present and future liabilities to Lloyds TSB Bank plc ("the Bank") of the companies listed below ("the Companies") or any of them (whether such liabilities be actual, contingent, primary, collateral, several or joint and whether such amounts or liabilities be denominated in sterling and/or in a currency or currencies other than sterling):

(List of companies party to the Agreement)

See Attached

Names and addresses of the mortgagees or persons entitled to the charge

Lloyds TSB Bank plc
25 Gresham Street
London

30-00-02

Postcode

EC2N 1HN

Presentor's name address and
reference (if any)

Lloyds TSB Bank plc
City Office
P.O. Box 72, Bailey Drive
Gillingham Business Park
KENT ME15 0LS

For official use
Mortgage Section



A72
COMPANIES HOUSE

0246
24/09/03

Time critical reference

Any sum or sums for the time being standing to the credit of any one or more of any present or future accounts of the Companies or any of them with the Bank (including any accounts held in the Bank's name with any designation which includes the name(s) of the Companies or any of them) whether such accounts be denominated in sterling or in a currency or currencies other than sterling.

NOTE: By Clause 4 of the Letter, the Companies agreed that none of them would (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Companies with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank).

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (Note 3)

NIL

Signed

Date

23/9/03

On behalf of ~~[]~~ [mortgagee/chargee]

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† delete as appropriate

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situated in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Deed of Assignment", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
 - a. subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - b. procuring or agreeing to procure subscriptions, whether absolute or conditional,
 for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 Cheques and Postal Orders are to be made payable to Companies House
- 6 The Registrar of Companies is -
- 7 Companies House, Crown Way, Cardiff CF14 3UZ

THE SCHEDULEPART I - The Existing Companies

| <u>Name</u> | <u>Company Number</u> | <u>Registered Office</u> |
|--|---------------------------|---|
| Misys plc | 1360027 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys Financial Systems Limited | 1519547 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys Motorscreen Limited | 1319081 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Countrywide Holdings (UK) Limited (formerly Countrywide Holdings (UK) Plc) | 2435766 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys Insurance Management Limited (formerly Countrywide Insurance Marketing Limited) | 1992860 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Sesame Services Limited (formerly Misys IFA Services Limited)(formerly Misys IFA Services plc) (formerly Countrywide Management Group Plc) | 2338540 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| MSP Systems Limited | 2062470 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys Insurance Services Limited | 2698756 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| The Insurance Marketing Network Limited | 2685380 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Kapiti Limited | 1841697 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys B & S Division Limited (formerly ACT Group Plc) | 844354 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys International Banking Systems Limited (formerly Midas-Kapiti International Limited) | 971479 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Dorquish Limited (formerly known as ACT Financial Systems Limited) | 963035 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |

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| Penta Insurance Systems Limited | 2557681 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| ACT Insurance Systems Limited | 2685165 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| Shaw Insurance Brokers Limited (formerly Shaw Insurance Services Limited) | 3079792 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| Misys Asset Management Systems Limited (formerly ACT Financial Systems Limited) | 2760212 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| Summit Systems International Limited | 3379663 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| Misys Interactive Trading Limited | 1811517 ✓ (in supplemental deeds dated 2nd July 1997, 30 th July 1997 and 29 th August 1997 incorrectly quoted as 3259285) | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| Misys Holdings Limited | 1752099 ✓ | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| ITL Information Technology Limited | 874912 ✓ | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| Mocom Systems (UK) Limited | 2196164 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| Misys Group Holdings Limited (formerly Brokercare Limited) | 3379662 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| The Frustrum Group (Europe) Limited | 2801072 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| Misys Securities Trading Systems Limited (formerly Soft Option Systems Limited) | 2396127 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |
| Misys International Banking Systems (Risk) Limited (formerly MKI Risk Limited) | 2374250 ✓ | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 8SP. |

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| Misys International Banking Systems (CIS) Limited (formerly Midas Kapiti International (CIS) Limited) | 3259295 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys (Jersey) Limited | 69521 | 22 Grenville Street, St. Helier, Jersey JE4 8PX, Channel Islands. |
| Kindle Banking Systems Limited | 1545543 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys Investment Limited | 3931564 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys Portfolio Holdings Limited | 4314360 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys Finance Limited | 3931299 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys IFA Desktop Solutions Limited | 3870713 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Misys Services Limited | 1941076 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| ACT Overseas Limited | 1543895 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Sesame Group Limited (formerly Financial Options Group Limited) | 3573352 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |
| Financial Options Services Limited | 2246025 | Burleigh House, Chapel Oak, Salford Priors, Evesham WR11 8SP. |

PART II - The Further Companies

| <u>Name</u> | <u>Company Number</u> | <u>Registered Office</u> |
|--|---------------------------|--|
| i.e. Group Limited | 2542977 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 SSP. |
| Misys Healthcare Systems (International) Limited (formerly Sunquest Europa Limited) | 02774580 | Burleigh House, Chapel Oak. Salford Priors. Evesham WR11 SSP.. |

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 01752099

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS LETTER OF SET-OFF DATED 3 JULY 1995 DATED THE 11th SEPTEMBER 2003 AND CREATED BY MISYS HOLDINGS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 24th SEPTEMBER 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th SEPTEMBER 2003 .

from



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —