

Company Registration Number 2350437

**MISYS NOMINEES LIMITED**

**Report and Financial Statements**

**31 May 1997**



# MISYS NOMINEES LIMITED

## DIRECTORS' REPORT

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The Directors present their annual report and audited financial statements for the year ended 31 May 1997.

### PRINCIPAL ACTIVITY

The company acts as a nominee shareholder within the Misys group.

The Company has not traded during the year, consequently, no profit and loss account is submitted.

### DIRECTORS AND THEIR INTERESTS

The Directors who served during the year and the interests of those serving at the end of the year in the shares of the ultimate parent company, Misys plc, were as follows:

		Misys plc	
		Ordinary shares of 5p each	
		1997	1996
J K Lomax	(resigned 30 October 1996)	n/a	*
P S S Macpherson		*	*
R K Graham		*	*
J G Beasley		*	*

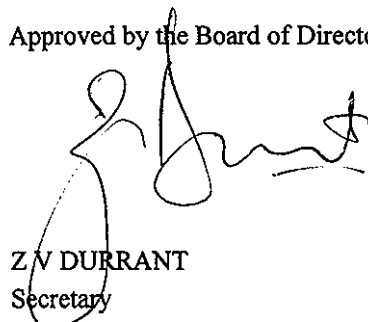
No Director had any interest in shares of the Company or any other group undertakings except as disclosed above.

\* J K Lomax, P S S Macpherson, R K Graham and J G Beasley are directors of the ultimate parent company, Misys plc, and their interests in shares, share option schemes and share incentive plan of Misys plc are shown in the financial statements of that company.

### AUDITORS

Deloitte & Touche have expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors on 28 July 1997 and signed on its behalf by



Z V DURRANT  
Secretary

## **MISYS NOMINEES LIMITED**

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

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The Directors are required to prepare financial statements which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit or loss of the Company for the year to that date. The requirements are specified in the Companies Act 1985 and in applicable accounting standards. It is also the Directors' responsibility to:

maintain adequate accounting records;

safeguard the assets of the Company;

prevent and detect fraud and other irregularities;

prepare financial statements on the going concern basis, unless it is inappropriate;

The Directors confirm that suitable accounting policies consistently applied and supported by reasonable and prudent judgements and estimates have been used in the preparation of the financial statements and that applicable accounting standards have been followed.

**AUDITORS' REPORT TO THE MEMBERS OF**  
**MISYS NOMINEES LIMITED**

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We have audited the financial statements on pages 4 and 5 which have been prepared under the accounting policies set out on page 5.

**Respective responsibilities of directors and auditors**

As described on page 2 the Company's Directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

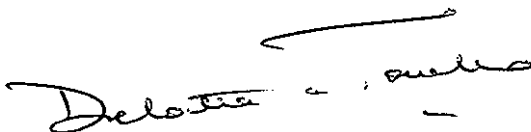
**Basis of opinion**

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 affairs of the company as at 31 May 1997 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Deloitte & Touche  
Chartered Accountants and Registered Auditors  
Colmore Gate  
2 Colmore Row  
Birmingham  
B3 2BN

15 January 1998

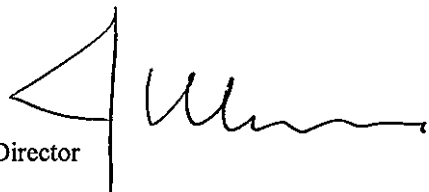
**MISYS NOMINEES LIMITED**  
**BALANCE SHEET**  
**31 May 1997**

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	Note	1997 £	1996 £
<b>CURRENT ASSETS</b>			
Debtors	2	100	100
		<u>          </u>	<u>          </u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	3	100	100
		<u>          </u>	<u>          </u>

Approved by the Board of Directors on 28 July 1997 and signed on its behalf by

J K LOMAX, Director



**MISYS NOMINEES LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 May 1997**

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**1. ACCOUNTING POLICIES**

**Accounting convention**

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards.

**2. DEBTORS**

	1997	1996
	£	£
Amounts owed by group undertakings	100	100

**3. CALLED UP SHARE CAPITAL**

	1997	1996
	£	£
Authorised, allotted and fully paid 100 Ordinary shares of £1 each	100	100

**4. PROFIT AND LOSS ACCOUNT**

The company did not trade during the year, consequently, no profit and loss account is submitted.

**5. ULTIMATE PARENT COMPANY**

The Company's ultimate parent company is Misys plc, a company registered in England. Copies of the group financial statements of Misys plc may be obtained from The Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff CF4 3UZ.