

**SunGard Consulting Services (UK) Limited**

**Registered Number: 2486794**

**Annual Report**

**For the Year Ended 31 December 2009**

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**SunGard Consulting Services (UK) Limited**  
**Annual Report for the year ended 31 December 2009**

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# **SunGard Consulting Services (UK) Limited**

## **Directors' report for the year ended 31 December 2009**

The Directors present their report and the audited financial statements for the year ended 31 December 2009

### **Principal activities**

The Company's principal activity is computer software consultancy and support services. The directors believe the future development of the company will remain the same.

### **Business review**

Turnover during the year decreased by 13% to £4,012,941 (2008 £4,628,566)

### **Results and dividends**

Loss after tax amounted to £(386,579) (2008 profit of £609,188). The company's retained profit at 31 December 2009 amounted to £1,853,416 (2008 £2,239,995). The directors do not recommend the payment of a dividend (2008 £nil) and the retained profit has been transferred to reserves.

### **Future developments**

The directors consider the state of the company's affairs to be satisfactory and that no significant changes are anticipated for the future.

### **Financial risk management**

The directors' financial risk management objective is to maximise financial assets and minimise financial liabilities whilst not engaging in speculation. The financial risks faced by the company include

- interest rates earned on cash and short-term investments,
- liquidity of investments, and
- foreign currency fluctuations

The directors manage each of the above mentioned financial risks as follows

- continual review of short-term investments to ensure the maximum rates of return are being achieved,
- only short-term third party investments are entered into,
- active review and approval of the parties to significant commercial contracts where payment is not anticipated in advance, and
- hold cash and short-term investments in the currencies of anticipated expenditure

### **Key performance indicators**

The directors of SunGard UK Holdings Limited manage the group's operations on a divisional basis. For this reason, the company's directors believe that analysis using key performance indicators for the company is not necessary or appropriate for an understanding of the development, performance or position of the business of the company. The performance of the group's divisions is discussed in the directors' report on the accounts of SunGard UK Holdings Limited which can be obtained from 25 Canada Square, London, E14 5LQ.

# **SunGard Consulting Services (UK) Limited**

## **Directors' report for the year ended 31 December 2009 (Continued)**

### **Directors**

The directors of the company, who served during the year, were as follows

Dean B Gluyas

Didier Neyrat

Michael J Ruane (resigned 27 January 2010)

Victoria E Silbey

On 8 March 2010, Eric G Erickson was appointed as an additional director

### **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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is appropriate 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 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.

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

- so far as the director is aware, there is no relevant audit information of which the company's auditors are 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 auditors are aware of that information.

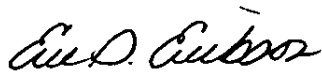
## **SunGard Consulting Services (UK) Limited**

### **Directors' report for the year ended 31 December 2009 (Continued)**

#### **Auditors**

Our auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office. The auditors will be proposed for re-appointment in accordance with Section 485 of the Companies Act 2006.

#### **By Order of the Board**



**Eric G. Erickson**  
**Director**

14 SEP 2010

## **Independent auditors' report to the members of SunGard Consulting Services (UK) Limited**

We have audited the financial statements of SunGard Consulting Services (UK) Limited for the year ended 31 December 2009 which comprise the Profit and loss account, the Balance sheet, and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). These financial statements have been prepared under the accounting policies set out therein.

### **Respective responsibilities of directors and auditors**

As described more fully in the Statement of directors' responsibilities set out on page 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 the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). These standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report including the opinions has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

### **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 2009 and of its loss for the year ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

## **SunGard Consulting Services (UK) Limited**

### **Opinion on other matter prescribed by the Companies Act 2006**

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

### **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
- 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

**Fiona Kelsey (Senior Statutory Auditor)**  
**PricewaterhouseCoopers LLP**  
**Chartered Accountants and Statutory Auditors**  
**London**  
**14/9/2010**

# SunGard Consulting Services (UK) Limited

## Profit and loss account for the year ended 31 December 2009

	<i>Note</i>	<b>2009 £</b>	<b>2008 £</b>
<b>Turnover</b>	<b>2</b>	<b>4,012,941</b>	<b>4,628,566</b>
<b>Cost of sales</b>		<b>(2,839,866)</b>	<b>(2,544,865)</b>
<b>Gross profit</b>		<b>1,173,075</b>	<b>2,083,701</b>
<b>Administrative expenses</b>		<b>(1,554,373)</b>	<b>(1,866,329)</b>
<b>Operating (loss)/profit</b>	<b>5</b>	<b>(381,298)</b>	<b>217,372</b>
<b>Interest receivable and similar income</b>	<b>6</b>	<b>401</b>	<b>45,025</b>
<b>Interest payable and similar charges</b>		<b>(77)</b>	<b>-</b>
<b>(Loss)/profit on ordinary activities before taxation</b>		<b>(380,974)</b>	<b>262,397</b>
<b>Tax on loss/profit on ordinary activities</b>	<b>7</b>	<b>(5,605)</b>	<b>346,791</b>
<b>(Loss)/profit for the financial year</b>	<b>13, 14</b>	<b>(386,579)</b>	<b>609,188</b>

There is no difference between the loss for the year stated above and its historical cost equivalent

There are no recognised gains or losses other than those included above and, therefore, no separate statement of total recognised gains and losses has been presented

The results above relate entirely to continuing activities

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



# SunGard Consulting Services (UK) Limited

## Balance sheet as at 31 December 2009

	<i>Note</i>	2009 £	2008 £
<b>Fixed Assets</b>			
Tangible fixed assets	8	12,208	15,673
<b>Current Assets</b>			
Debtors amounts falling due after more than one year	9	225,399	225,399
Debtors amounts falling due within one year	9	1,850,395	2,242,863
Cash at bank and in hand		1,031,357	571,829
		3,107,151	3,040,091
<b>Creditors amounts falling due within one year</b>	10	(1,207,599)	(757,425)
<b>Net current assets</b>		1,899,552	2,282,666
<b>Total assets less current liabilities</b>		1,911,760	2,298,339
<b>Net assets</b>		1,911,760	2,298,339
<b>Equity shareholders' funds</b>			
Called up share capital	12	58,344	58,344
Profit and loss account	14	1,853,416	2,239,995
<b>Total equity shareholders' funds</b>	13	1,911,760	2,298,339

The financial statements which comprise the Profit and loss account, the Balance sheet and related notes were approved by the board of directors on **14 SEP 2010** and were signed on its behalf by



**Eric G. Erickson**  
Director

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

# **SunGard Consulting Services (UK) Limited**

## **Notes to the financial statements for the year ended 31 December 2009**

### **1. Principal accounting policies**

The financial statements are prepared in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. A summary of the significant accounting policies, which have been applied consistently, is set out below.

#### **(a) Basis of accounting**

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

#### **(b) Tangible fixed assets**

Fixed assets are shown at cost less accumulated depreciation.

Depreciation is calculated to write-off the cost to the company of fixed assets on a straight-line basis over the expected useful lives of the assets concerned. The principal annual rates for this purpose are:

Computer and office equipment      20% - 33%

#### **(c) Foreign currencies**

Income and expenses denominated in foreign currencies are translated at the monthly average exchange rate. Monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the balance sheet date. Profits and losses on exchange for the year, both realised and unrealised, are included in the result for the year.

#### **(e) Pensions**

Contributions are made to a defined contribution pension scheme operated by SunGard Systems Ltd (a group company). 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 15.

#### **(f) Taxation**

Corporation tax expense represents the sum of the tax currently payable and deferred tax.

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items credited or debited directly to equity, in which case the tax is also recognised directly in equity.

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.

# SunGard Consulting Services (UK) Limited

## Notes to the financial statements for the year ended 31 December 2009

### (g) Financial instruments

Financial Instruments are included in the balance sheet on the historical cost basis

### (h) Share based payments

In accordance with FRS 20 the fair value of equity-settled share based payments to employees is determined at the date of the grant and is expensed on a straight-line basis over the vesting period based on the Group's estimate of shares or options that will eventually vest. In the case of options granted, fair value is measured by a Black-Scholes pricing model. Further details are set out in Note 16

### (i) Cost of sales and administration expenses

The cost of sales and administrative expenses disclosures have been re-analysed resulting in a change to the comparative figures in order to provide more accurate management information. This additional analysis has no effect on the profit for the prior year.

## 2. Turnover

Turnover represents the total invoice value, excluding value added tax, of goods sold and services rendered during the period. Turnover on supplied services is recognised when the service has been performed. Revenue from other services is recognised over the terms of respective contracts.

Turnover attributable to geographic regions of continuing business in which the customer is based

	2009	2008
	£	£
UK	2,980,651	4,150,264
Europe	361,089	198,162
Rest of World	671,201	280,140
	<b>4,012,941</b>	<b>4,628,566</b>

There is no material difference between turnover by origin and by destination

## 3. Directors' emoluments

	2009	2008
	£	£
Aggregate emoluments	-	193,000
Company pension contributions to money purchase schemes	-	7,675
Other benefits	-	1,593
	-	<b>202,268</b>

No emoluments were paid to the directors of SunGard Consulting Services (UK) Limited in the year ended 31 December 2009. The directors are employees of SunGard Data Systems Inc or other group companies and are remunerated for their services to the group as a whole.

# SunGard Consulting Services (UK) Limited

## Notes to the financial statements for the year ended 31 December 2009

### 4. Employee information

The average weekly number of persons (including executive directors) employed during the year was 27 (2008 34)

Employment costs for all employees included above were as follows

	2009 £	2008 £
Wages and salaries	2,258,016	2,405,062
Social security costs	324,215	368,393
Other pension costs (Note 15)	104,282	111,646
Cost of employee share schemes (Note 16)	24,639	21,827
	2,711,152	2,906,928

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

	2009	2008
Management and administration	-	1
Support	27	33
	27	34

### 5. Operating (Loss)/profit

Operating (loss)/profit is stated after charging

	2009 £	2008 £
Exchange loss	16,184	159,085
Auditors' remuneration		
- audit fee	8,500	7,800
Depreciation on owned tangible fixed assets	10,240	12,568

### 6. Interest

	2009 £	2008 £
Interest receivable and similar income		
Bank interest receivable	401	45,025
	401	45,025
Interest payable and similar charges.		
Bank interest payable	(77)	-
	(77)	-

# SunGard Consulting Services (UK) Limited

## Notes to the financial statements for the year ended 31 December 2009

### 7. Tax on profit on ordinary activities

The tax assessed for the year is higher (2008 lower) than the standard effective rate of corporation tax in the UK for the year ended 31 December 2009 of 28% (2008 28.5%) The differences are explained below

	2009 £	2008 £
<b>Current tax</b>		
United Kingdom corporation tax at 28% (2008 30% for 3 months and 28% for 9 months)	-	-
Adjustment in respect of prior years	-	(339,920)
<b>Total current tax</b>	<b>-</b>	<b>(339,920)</b>
<b>Deferred Tax</b>		
Origination and reversal of timing differences (note 11)	5,605	(6,871)
<b>Total deferred tax</b>	<b>5,605</b>	<b>(6,871)</b>
<b>Tax on profit on ordinary activities</b>	<b>5,605</b>	<b>(346,791)</b>

The tax assessed for the year is different from the standard rate of corporation tax in the UK

The differences are explained below:

	2009 £	2008 £
(Loss)/profit on ordinary activities before tax	(380,974)	262,397
(Loss)/profit on ordinary activities at the standard rate of corporation tax in the UK of 30% for 3 months and 28% for 9 months of the financial year (2008 30%)	(106,673)	74,783
Effect of		
Expenses not deductible for tax purposes	2,903	4,344
Accelerated capital allowances in excess of depreciation	-	1,375
Other short term timing differences	(5,605)	4,874
Over provision for previous years	-	(339,920)
Group relief surrendered/(claimed) for nil consideration	109,375	(85,376)
<b>Total current tax</b>	<b>-</b>	<b>(339,920)</b>

## SunGard Consulting Services (UK) Limited

### Notes to the financial statements for the year ended 31 December 2009

#### 8. Tangible fixed assets

	Computer Equipment £	Office Equipment £	Total £
<b>Cost</b>			
At 1 January 2009	52,320	1,460	53,780
Additions	6,775	-	6,775
<b>At 31 December 2009</b>	<b>59,095</b>	<b>1,460</b>	<b>60,555</b>
<b>Depreciation</b>			
At 1 January 2009	36,647	1,460	38,107
Charge for year	10,240	-	10,240
<b>At 31 December 2009</b>	<b>46,887</b>	<b>1,460</b>	<b>48,347</b>
<b>Net book amount</b>			
<b>At 31 December 2009</b>	<b>12,208</b>	<b>-</b>	<b>12,208</b>
<b>Net book amount</b>			
At 31 December 2008	15,673	-	15,673

#### 9. Debtors

	2009 £	2008 £
<b>Amounts falling due within one year</b>		
Trade debtors	357,251	149,806
Amounts owed from parent and fellow subsidiary undertakings	1,226,039	1,878,599
Prepayments and accrued income	262,575	204,323
Deferred tax (Note 11)	4,530	10,135
	<b>1,850,395</b>	<b>2,242,863</b>
<b>Amounts falling due after more than one year</b>		
Amounts owed from parent and fellow subsidiary undertakings	225,399	225,399
	<b>225,399</b>	<b>225,399</b>

All balances owed by other group undertakings are non-interest bearing and repayable on demand

# SunGard Consulting Services (UK) Limited

## Notes to the financial statements for the year ended 31 December 2009

### 10. Creditors

	2009 £	2008 £
<b>Amounts falling due within one year:</b>		
Trade creditors	190,782	34,187
Amounts owed to parent and fellow subsidiary undertakings	736,231	416,893
Corporation tax	-	-
Other taxation and social security costs	7,233	130,188
Accruals and deferred income	273,353	176,157
	<b>1,207,599</b>	<b>757,425</b>

All balances owed to other group undertakings are non-interest bearing and repayable on demand

### 11. Deferred tax

Amount provided in respect of deferred taxes are as follows:

<b>Deferred tax assets</b>	<b>2009 £</b>	<b>2008 £</b>
Accelerated capital allowances	4,530	1,452
Short term timing differences	-	5,419
	<b>4,530</b>	<b>6,871</b>
<b>Deferred tax</b>		<b>2009 £</b>
Brought forward as at 1 January 2009		10,135
Transferred to Profit and loss account		(5,605)
<b>Carried forward as at 31 December 2009</b>		<b>4,530</b>

### 12. Called up share capital

	2009 £	2008 £
<b>Authorised</b>		
100,000 ordinary shares of 58p each (US \$1)	58,344	58,344
<b>Allotted, called up and fully paid</b>		
100,000 ordinary shares of 58p each (US \$1)	58,344	58,344

## SunGard Consulting Services (UK) Limited

### Notes to the financial statements for the year ended 31 December 2009

#### 13. Reconciliation of movements in shareholders' funds

	2009 £	2008 £
Opening shareholders' funds at start of year	2,298,339	1,689,151
(Loss)/profit for the financial year	(386,579)	609,188
<b>Closing shareholders' funds at end of year</b>	<b>1,911,760</b>	<b>2,298,339</b>

#### 14. Profit and loss account

	2009 £	2008 £
Opening balance as at 1 January	2,239,995	1,630,807
(Loss)/profit for the financial year	(386,579)	609,188
<b>Closing balance as at 31 December</b>	<b>1,853,416</b>	<b>2,239,995</b>

#### 15. Pension scheme

The employees of the company are members of the SunGard Retirement Benefits 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 £104,282 (2008 £111,646) represents the contributions payable to the pension scheme in respect of the accounting period. At 31 December 2009 there were no accruals in respect of pension contributions (2008 Nil).

Any outstanding or prepaid contributions are borne by SunGard Systems Ltd which is the group operator for the scheme.

#### 16. Share based payments

The Company adopted FRS 20, "Share-Based Payments", on 1 January 2006 and recorded share-based payment expense for all awards granted after 7 November 2002 and still outstanding as of adoption date.

SunGard Capital Corp and SunGard Capital Corp II (holding companies for SunGard Data Systems Inc referred to as the "Parent Companies") have granted options to employees of SunGard Consulting Services (UK) Limited to acquire their shares.

Awards of time-based and performance-based options have been granted to purchase "Units" in the Parent Companies. Each "Unit" consists of 1.3 shares of Class A common stock and 0.1444 shares of Class L common stock of SunGard Capital Corp and 0.05 shares of preferred stock of SunGard Capital Corp II. Beginning in 2008, hybrid equity awards generally were granted, which awards are composed of restricted stock units ("RSUs") for Units and options to purchase Class A common stock in SunGard Capital Corp. All awards are granted at fair market value on the date of grant.



## SunGard Consulting Services (UK) Limited

### Notes to the financial statements for the year ended 31 December 2009

#### 16. Share based payments (continued)

Time-based options vest over five years as follows 25% one year after date of grant, and 1/48th of the remaining balance each month thereafter for 48 months Time-based RSUs vest over five years as follows 10% one year after date of grant, and 1/48th of the remaining balance each month thereafter for 48 months Performance-based options and RSUs vest upon the attainment of certain annual or cumulative earnings goals based on Internal EBITA (defined as income from operations before amortisation of acquisition-related intangible assets, stock compensation expense and certain other items) targets for the Company during a specified performance period, generally five years Time-based and performance-based options can partly or fully vest upon a change of control and certain other termination events, subject to certain conditions, and expire ten years from the date of grant Once vested, time-based and performance-based RSUs become payable in shares upon the first to occur of a change of control, separation from service without cause, or the date that is five years after the date of grant

At 31 December 2009 and 2008, options to purchase approximately 8,392 (2008 8,392) units of the Parent Companies were outstanding at an exercise price of \$18 (2008 \$18)  
In 2008, 12,917 RSUs were granted at \$23.05 per unit

Also in 2008, options to purchase 32,529 shares of Class A common stock of SunGard Capital Corp were issued The fair value of options on Class A shares granted in 2009 using the Black-Scholes pricing model and the related assumptions used in the calculation are as follows

	2009	2008
Share price at grant date (\$)	N/A	\$2.10
Exercise price (\$)	N/A	\$2.10
Expected volatility	N/A	84%
Option life (years)	N/A	10
Expected life (years)	N/A	5.0
Risk free rate	N/A	2.7%
Expected dividends expressed as a dividend yield	N/A	0%
Weighted average fair value per option (\$)	N/A	\$1.42

The fair value of each option award is estimated on the date of grant using the Black-Scholes option-pricing model Since SunGard Capital Corp and SunGard Capital Corp II are not publicly traded, they utilise equity valuations performed by an external valuation firm based on (a) stock market valuations of public companies in comparable businesses, (b) recent transactions involving comparable companies and (c) any other factors deemed relevant The risk-free rate for periods within the contractual life of the option is based on the U.S. Treasury yield curve in effect at the time of grant Expected volatilities are based on implied volatilities from market comparisons of certain publicly traded companies and other factors The expected term of stock options granted is derived from historical experience and expectations and represents the period of time that stock options granted are expected to be outstanding The requisite service period is generally five or six years from the date of grant

## **SunGard Consulting Services (UK) Limited**

### **Notes to the financial statements for the year ended 31 December 2009**

#### **16. Share based payments (continued)**

The total non-cash charge in respect of employee share option plans for the year was £21,827 (2008 £21,827) all of which related to equity settled share based payment transactions and this charge has been included in the profit and loss account within administration expenses

For time-based options the share option charge is recognised based on a graded-vesting attribution approach

#### **17. Cash flow statement and related party transactions**

The company is a wholly-owned subsidiary of SunGard Holdings Limited which is a wholly-owned subsidiary of SunGard Data Systems Inc , and its results are included in the consolidated financial statements of SunGard Data Systems Inc , which are publicly available. Consequently 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

#### **18. Ultimate parent company**

The directors regard SunGard Holdings Limited, a company registered in England and Wales, as the immediate parent company. The directors consider SunGard Data Systems Inc to be the ultimate controlling party and ultimate parent company. SunGard Consulting Services (UK) Limited's accounts have been included in the consolidated financial statements of SunGard Data Systems Inc. Copies of the financial statements of SunGard Data Systems Inc can be obtained from 680 East Swedesford Road, Wayne, Pennsylvania 19087, USA