

**XPEDITE SYSTEMS (UK) LIMITED**

**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 30 JUNE 2016**

**Company number 02778084**



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**Corporate information**

<b>Company number</b>	<b>02778084</b>
<b>Directors</b>	<b>Gordon Davies</b> <b>Christian Waida</b>
<b>Registered office</b>	<b>420 Thames Valley Park Drive</b> <b>Thames Valley Park</b> <b>Reading</b> <b>Berkshire</b> <b>RG6 1PT</b>
<b>Independent auditor</b>	<b>KPMG LLP</b> <b>Arlington Business Park</b> <b>Theale</b> <b>Berkshire</b> <b>RG7 4SD</b>

## **Directors' report**

The directors present their annual report and audited financial statements for the year ended 30 June 2016.

### **Business review**

Xpedite Systems (UK) Limited, "the Company", is part of a group of companies which regard Open Text Corporation (OTC) as the ultimate parent Company. The financial statements of the Company are included in the consolidated financial statements of OTC. OTC was founded in 1991. Its initial public offering was on NASDAQ in 1996 and subsequently it was listed on the Toronto Stock Exchange (TSX) in 1998. Both of these are North American stock exchanges.

### **Principal activities**

The principal activity of the Company is to provide web related communication solutions, facsimile broadcast services and other enhanced facsimile and messaging services.

The Company conducts its business activities primarily in the United Kingdom.

The directors' objectives for the Company continues to be to grow market share in all target markets; to focus resources on areas with maximum potential; to achieve a position of value while maximising revenue; to source replacement technology to ensure that such technology is capable of rapid implementation; and to adapt to changing market conditions.

Based on its size, the Company has met the requirements in Section 414B Companies Act 2016 to obtain the exemption from preparing a strategic report.

### **Results and dividends**

The results for the year are given in the profit and loss account on page 7. During the year the Company made a profit on ordinary activities before taxation of £1,221k (2015 £1,127k).

The directors do not recommend payment of a dividend (2015 - £Nil).

### **Financial risk management**

The Company makes little use of financial instruments other than an operational bank account and therefore its exposure to price risk, credit risk, and cash flow risk is not material for the assessment of the assets, liabilities, financial position and profit or loss of the Company.

### **Political and charitable contributions**

The group made no political or charitable contributions during the period (2015 - £Nil).

### **Directors**

The current directors are shown on page 2.

### **Going concern**

After making appropriate enquiries the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason the directors have adopted the going concern basis in preparing the Company's financial statements.

### **Independent Auditor**

Pursuant to Section 487 of the Companies Act, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

**Directors' report (continued)**

**Disclosure of Information to auditor**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

**Statement of directors' responsibilities in respect of the directors' report and the financial statements**

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*.

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 judgments and accounting estimates that are reasonable and prudent; 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.

That in the case of each of the persons who were directors of the Company at the date of approval of this directors' report that they confirm, that, so far as they are aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that s/he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Signed on behalf of the board of the Company on 10 February 2017

  
Gordon Davies, Director

## **Independent auditor's report to the member of Xpedite Systems (UK) Limited**

We have audited the financial statements of Xpedite Systems (UK) Limited for the year ended 30 June 2016 set out on pages 7 to 18. 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 the 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 page 4, 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](http://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 30 June 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 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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.



17 February 2017

Simon Baxter (Senior Statutory Auditor)  
for and on behalf of KPMG LLP, Statutory Auditor  
Chartered Accountants  
Arlington Business Park  
Theale  
Berkshire  
RG7 4SD

**Xpedite Systems (UK) Limited**  
**Profit and Loss Account and Other Comprehensive Income**  
**For the year ended 30 June 2016**

	Notes	2016 £	2015 £
Turnover	2	3,154,450	3,085,367
Cost of sales		<u>(717,632)</u>	<u>(1,114,448)</u>
<b>Gross profit</b>		<b>2,436,818</b>	<b>1,970,919</b>
Administrative expenses		(1,806,346)	(1,054,615)
Other operating income	3	<u>516,081</u>	<u>111,257</u>
<b>Operating profit</b>		<b>1,146,553</b>	<b>1,027,561</b>
Interest receivable and similar income	5	<u>74,460</u>	<u>99,383</u>
<b>Profit on ordinary activities before taxation</b>	4	<b>1,221,013</b>	<b>1,126,944</b>
Taxation on profit on ordinary activities	6	<u>(246,807)</u>	<u>(268,125)</u>
<b>Profit for the financial year</b>		<b>974,206</b>	<b>858,819</b>
Other comprehensive income		<u>-</u>	<u>-</u>
<b>Total comprehensive income</b>		<u><b>974,206</b></u>	<u><b>858,819</b></u>

All of the activities of the company are classed as continuing.


The accompanying notes on pages 10 to 18 form an integral part of these financial statements.

**Xpedite Systems (UK) Limited**  
**Balance sheet**  
**As at 30 June 2016**

	Note	2016 £	2015 £
<b>ASSETS</b>			
<b>Fixed assets</b>			
Tangible assets	7	<u>4,307</u>	<u>14,394</u>
		4,307	14,394
<b>Current assets</b>			
Debtors	8	10,079,048	4,527,581
Cash at bank and in hand		<u>1,426,144</u>	<u>4,428,930</u>
		11,505,192	8,956,511
Creditors: amounts falling due within one year	10	<u>(2,322,874)</u>	<u>(758,486)</u>
<b>Net current assets</b>		<u>9,182,318</u>	<u>8,198,025</u>
<b>Net assets</b>		<u>9,186,625</u>	<u>8,212,419</u>
<b>Capital and reserves</b>			
Called up share capital	11	6,351,711	6,351,711
Other reserves		4,057,487	4,057,487
Profit and loss account		<u>(1,222,573)</u>	<u>(2,196,779)</u>
<b>Total shareholders' funds</b>		<u>9,186,625</u>	<u>8,212,419</u>

The accompanying notes on pages 10 to 18 form an integral part of these financial statements.

These financial statements were signed on behalf of the board of directors of the Company on 10 February 2017:

  
Gordon Davies  
Director  
Company number: 02778084

**Xpedite Systems (UK) Limited**  
**Statement of changes in equity**  
**For the year ended 30 June 2016**

	Called up share capital £	Other reserves £	Profit and loss account £	Total £
<b>At 1 July 2014</b>	6,351,711	4,057,487	(3,055,598)	7,353,600
<b>Profit for the year</b>	-	-	858,819	858,819
<b>At 30 June 2015</b>	6,351,711	4,057,487	(2,196,779)	8,212,419
<b>Profit for the year</b>	-	-	974,206	974,206
<b>At 30 June 2016</b>	<u>6,351,711</u>	<u>4,057,487</u>	<u>(1,222,573)</u>	<u>9,186,625</u>

The accompanying notes on pages 10 to 18 form an integral part of these financial statements.

## Notes

forming part of the financial statements

### 1 Accounting policies

Xpedite Systems (UK) Limited is a company limited by shares and incorporated and domiciled in England and Wales, registration number 02778084. The registered office is 420 Thames Valley Park, Thames Valley Park Drive, Reading, Berkshire, RG6 1PT.

The principal accounting policies, which have been applied consistently throughout the year, are set out below.

These financial statements were prepared in accordance with Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* ("FRS 102") as issued in August 2014. The amendments to FRS 102 issued in July 2015 and effective immediately have been applied.

In accordance with Section 1.8 of FRS 102, the Company is a "qualifying entity" entitled to avail of certain disclosure exemptions (as set out in Section 1.12 of FRS 102) as it is member of a group whose parent ("Open Text Corporation") prepares publicly available consolidated financial statements in which the Company is included. These financial statements are publicly available from 275 Frank Tompa Drive, Waterloo, Ontario, N2L 0A1, Canada or at [www.opentext.com](http://www.opentext.com). The exemptions the Company has availed of are set out below:

- Reconciliation of the number of shares outstanding from the beginning to the end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of Open Text Corporation include the equivalent disclosures, the Company has also taken the exemption under FRS 102 available in respect of the following disclosures:

- The disclosures required by FRS 102.11 *Basic Financial Instruments* and FRS 102.12 *Other Financial Instruments Issues* in respect of financial instruments not falling within the fair value accounting rules of Schedule 3, paragraph 39 of the Companies Act 2014.

The Company has availed of the exemption available under "Section 33 Related Party Disclosures" of Financial Reporting Standard 102 from disclosing transactions entered into between members of the group, where the Company as a party to the transaction is a wholly owned member.

The presentation currency of these financial statements is Sterling.

In the transition to FRS 102 from old UK GAAP, the Company has made no measurement and recognition adjustments.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 12.

#### **Going concern**

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

**Notes (continued)**

**1 Accounting Policies (continued)**

**Foreign currency**

Transactions in foreign currencies are translated to the Company's functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined. Foreign exchange differences arising on translation are recognised in the profit and loss account.

**Classification of financial instruments issued by the Company**

Financial Instruments Issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and
- (b) where the instrument will or may be settled in the entity's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the entity's own equity instruments or is a derivative that will be settled by the entity exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the entity's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

**Basic financial instruments**

**Trade and other debtors/creditors**

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition, they are measured at transaction price less any impairment losses. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs.

**Interest-bearing borrowings classified as basic financial instruments**

Interest-bearing borrowings are recognised at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost less any impairment losses.

**Cash and cash equivalents**

Cash and cash equivalents comprise cash balances and deposits.

**Notes (continued)**

**1 Accounting Policies (continued)**

**Tangible fixed assets**

Tangible fixed assets are stated at cost less depreciation and accumulated impairment losses. Cost represents purchase price together with any incidental costs of acquisition.

Where parts of an item of tangible fixed assets have different useful lives, they are accounted for as separate items of tangible fixed assets.

The Company assesses at each reporting date whether tangible fixed assets are impaired.

Depreciation is charged to the profit and loss account on a straight-line basis over the estimated useful lives of each part of an item of tangible fixed assets. Leased assets are depreciated over the shorter of the lease term and their useful lives. The estimated useful lives are as follows:

Computer equipment	- 3 years
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Depreciation methods, useful lives and residual values are reviewed if there is an indication of a significant change since last annual reporting date in the pattern by which the Company expects to consume an asset's future economic benefits.

**Impairment**

**Financial assets (including trade and other debtors)**

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the entity would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

**Non-financial assets**

The carrying amounts of the entity's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss.

**Notes (continued)**

**1 Accounting Policies (continued)**

***Impairment (continued)***

An impairment loss is reversed if and only if the reasons for the impairment have ceased to apply.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

***Turnover***

Turnover represents amounts receivable for goods and services provided in the normal course of business, net of trade discounts, VAT and other sales related taxes.

The Company derives its revenue from the provision of facsimile broadcasting services and messages services. Revenue is recognised when the broadcast or message service has been delivered. Income from the provision of teleconferencing and web related communication solutions services is recognised at the point of delivery of the service, provided all obligations relating to the provision of services are complete.

***Other operating income***

Other operating income relates to exchange gains arising from trading transactions. Foreign currency gains and losses are reported on a net basis.

***Expenses***

***Interest receivable***

Interest receivable and similar income include interest receivable on operating bank accounts, intercompany trade and loan balances.

Interest income is recognised in profit or loss as they accrue.

***Management charges***

The Company incurs management charges from group companies in respect of costs incurred on its behalf.

***Taxation***

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

**Notes (continued)**

**1 Accounting Policies (continued)**

**Taxation (continued)**

Deferred tax is provided on timing differences which arise from the inclusion on income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

**2 Turnover**

Rendering of services by activity:	2016	2015
	£	£
Cloud Services Revenues	<u>3,154,450</u>	<u>3,085,367</u>

By geographic market:	2016	2015
	£	£
United Kingdom	2,995,936	2,960,226
EMEA	140,658	102,219
Asia Pacific	16,736	21,518
Americas	1,120	1,404
	<u>3,154,450</u>	<u>3,085,367</u>

**3 Other operating income**

	2016	2015
	£	£
Foreign currency translation	<u>516,081</u>	<u>111,257</u>

**4 Profit on ordinary activities**

The profit on ordinary activities before taxation is stated after:	2016	2015
	£	£
Depreciation	10,086	56,717
Auditor's remuneration for the audit of the Company's annual account	<u>17,820</u>	<u>14,282</u>

The auditor provides no other services to the Company.

The directors did not receive any emoluments in respect of their services to the Company. The directors are remunerated by other group companies and their services to the Company are not significant. No amounts have been recharged to the Company. There are no employees in the company during the financial year (2015: none).

Notes (continued)

5 Interest receivable and similar income	2016	2015
	£	£
Interest receivable with group undertakings	74,460	99,383
	<u>74,460</u>	<u>99,383</u>

6 Taxation on profit on ordinary activities

(a) Analysis of charge in the year

	2016		2015
	£	£	£
Current tax:			
UK corporation tax	208,381		197,696
Under provision in prior year	<u>6</u>		<u>23,347</u>
Total tax	208,387		221,043
Foreign tax	2,560		-
Deferred tax:			
Origination and reversal of timing differences	<u>35,860</u>		<u>47,082</u>
Total deferred tax (note 9)	35,860		47,082
Taxation on profit on ordinary activities	<u>246,807</u>		<u>268,125</u>

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is lower (2015: lower) than the standard rate of corporation tax in the UK of 20% (2015 - 20.75%).

Reconciliation of current tax charge

Profit on ordinary activities before taxation	1,221,013	1,126,944
Current tax at 20% (2015 - 20.75%)	<u>244,203</u>	<u>233,841</u>

Effects of:

Expenses not deductible for tax purposes	30	-
Capital allowances for period in excess of depreciation	8	10,937
Under provision in prior year	6	23,347
Impact of overseas tax rates	<u>2,560</u>	<u>-</u>
Total tax (note 6(a))	<u>246,807</u>	<u>268,125</u>

Notes (continued)

**7 Tangible assets**

	Equipment £	Total £
<b>Cost</b>		
At 1 July 2015	690,765	690,765
Disposals	<u>(203,436)</u>	<u>(203,436)</u>
At 30 June 2016	<u>487,329</u>	<u>487,329</u>
<b>Accumulated depreciation</b>		
At 1 July 2015	676,371	676,371
Charge for the year	10,087	10,087
Disposals	<u>(203,436)</u>	<u>(203,436)</u>
At 30 June 2016	<u>483,022</u>	<u>483,022</u>
<b>Net book amount</b>		
At 30 June 2016	<u>4,307</u>	<u>4,307</u>
At 30 June 2015	<u>14,394</u>	<u>14,394</u>

<b>8 Debtors</b>	2016 £	2015 £
Trade debtors	696,979	616,908
Amounts owed by group undertakings	9,210,419	3,703,163
Deferred tax asset	<u>171,650</u>	<u>207,510</u>
	<u>10,079,048</u>	<u>4,527,581</u>

Amounts owed by group undertakings include a loan of £5m which is due on demand with a maturity date of 31 May 2021 and annual interest rate of 1 year GBP Libor plus 2.5%.

**Notes (continued)**

**9 Deferred tax asset**

The deferred tax included in the Balance sheet is as follows:

	2016	2015
	£	£
Included in debtors (note 8)	<u>171,650</u>	<u>207,510</u>

The movement in the deferred taxation account during the year was:

	30 June 2016	30 June 2015
	£	£
At 1 July 2015	207,510	254,592
Profit and loss account movement arising during the year (see note 6)	<u>(35,860)</u>	<u>(47,082)</u>
At 30 June 2016	<u>171,650</u>	<u>207,510</u>

The balance of the deferred taxation account consists of the tax effect of timing differences in respect of:

Capital allowances in excess of depreciation	<u>171,650</u>	<u>207,510</u>
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The deferred tax asset has been recognised as the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted.

**10 Creditors: amounts falling due within one year**

	2016	2015
	£	£
Trade creditors	56,468	60,261
Amounts owed to group undertakings	1,919,503	449,227
Other taxes	106,576	82,452
Corporation tax	164,018	103,391
Accruals and deferred income	<u>76,309</u>	<u>63,155</u>
	<u>2,322,874</u>	<u>758,486</u>

**Notes (continued)**

**11 Called up share capital**

**Authorised share capital:**

	30 June 2016 Number	30 June 2015 Number	30 June 2016 £	30 June 2015 £
Ordinary shares of £1 each	<u>22,195,040</u>	<u>22,195,040</u>	<u>22,195,040</u>	<u>22,195,040</u>

**Allotted, called up and fully paid:**

	30 June 2016 Number	30 June 2015 Number	30 June 2016 £	30 June 2015 £
Ordinary shares of £1 each	<u>6,351,711</u>	<u>6,351,711</u>	<u>6,351,711</u>	<u>6,351,711</u>

**12 Accounting estimates and judgements**

In the opinion of the directors, there are no significant sources of estimation uncertainty at the balance sheet date that may cause material adjustment to the carrying amounts of assets or liabilities within the next financial year.

**13 Ultimate parent company and controlling party**

The directors regard Open Text UK Limited to be the immediate parent undertaking. The directors also regard Open Text Corporation, a company registered in Canada, as the ultimate parent company and controlling party, and the largest group for which consolidated financial statements, which include Open Text UK Limited, are available. The consolidated financial statements can be found at [www.opentext.com](http://www.opentext.com). Open Text Corporation is located at 275 Frank Tompa Drive, Waterloo, Ontario, N2L 0A1, Canada.