

SunGard Treasury Systems U.K. Limited
Registered Number: 2893376

Annual report
for the year ended 31 December 2002



SunGard Treasury Systems U.K. Limited

Annual report for the year ended 31 December 2002

Contents

	Page
Directors' Report	1 - 2
Independent Auditors' Report	3
Profit and Loss Account	4
Balance Sheet	5
Notes to the Financial Statements	6 - 12

SunGard Treasury Systems U.K. Limited

Directors' Report for the year ended 31 December 2002

The directors present their report and the audited financial statements for the year ended 31 December 2002.

Principal activity and results and dividends

The principal activity of the company for the year ended 31 December 2002 was to act as a subcontractor to SunGard Treasury Systems Inc., a wholly-owned subsidiary of SunGard Data Systems Inc. (SDS), the company's ultimate parent. During the year under review the company provided sales, marketing and promotional services to SunGard Treasury Systems Inc. as well as support, installation and consulting services.

Turnover during the year amounted to £7,016,871 (2001: £9,254,319) and (loss)/profit after tax amounted to £(724,431) (2001: £609,403). The directors expect the level of activity to remain satisfactory for the foreseeable future.

The company's retained profit at 31 December 2002 amounted to £967,537 (2001: £1,691,968). The directors do not recommend the payment of a dividend in respect of the year ended 31 December 2002 (2001: £Nil).

Directors and directors' interests in shares of the company

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

Gregory M Pond	(resigned 29 January 2003)
Thomas J McDugall	(resigned 29 January 2003)
Michael J Ruane	
Norbert J E Raben	(resigned 3 April 2002)
Richard S Kenée	(appointed 3 April 2002)

The interests of Mr R S Kenée and Mr N Raben, who are also directors of the parent company, SunGard Holdings Limited, are shown in the annual report of that company.

SunGard Treasury Systems U.K. Limited

Directors' Report for the Year Ended 31 December 2002 (Continued)

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 confirm that suitable accounting policies have been used and applied consistently and reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the year ended 31 December 2002. The directors also confirm that applicable accounting standards have been followed and that the financial statements have been prepared on the going concern basis.

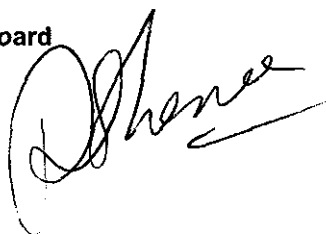
The directors are responsible for keeping proper accounting records, for taking reasonable steps to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the company's website. Information published on the Internet is accessible in many countries with different legal requirements. Legislation in the United Kingdom governing the preparation and dissemination of financial statements differs from legislation in other jurisdictions.

Auditors

Following the conversion of PricewaterhouseCoopers to a Limited Partnership from 1 January 2003, PricewaterhouseCoopers resigned on 13 February 2003 and the directors appointed its successor PricewaterhouseCoopers LLP, as auditors. PricewaterhouseCoopers LLP have indicated their willingness to continue in office and a resolution to reappoint them will be proposed at the next annual general meeting.

By Order of the Board

A handwritten signature in black ink, appearing to read 'R Kenee', written over a horizontal line.

Richard S Kenee
Director

Independent auditors' report to the members of SunGard Treasury Systems U.K. 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 2002 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

PricewaterhouseCoopers LLP

**PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
London**

24 September 2003

SunGard Treasury Systems U.K. Limited

Profit and loss account for the year ended 31 December 2002

	<i>Note</i>	2002 £	2001 £
Turnover	2	7,016,871	9,254,319
Operating expenses	3	(7,526,867)	(8,478,134)
Operating (loss)/profit		(509,996)	776,185
Interest payable and similar charges	5	(1,163)	-
Interest receivable and similar income	6	-	229,759
(Loss)/profit on ordinary activities before taxation	4	(511,159)	1,005,944
Tax on (loss)/profit on ordinary activities	8	(213,272)	(396,541)
Retained (loss)/profit for the year	13,14	(724,431)	609,403

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

The company has no recognised gains and losses other than those included in the profit and loss account above, therefore no separate statement of total recognised gains and losses has been presented.

The notes on pages 6 to 12 form part of these financial statements.

SunGard Treasury Systems U.K. Limited

Balance sheet as at 31 December 2002

	Note	2002 £	2001 £
Tangible fixed assets	9	606,506	737,763
Current assets			
Debtors	10	2,463,287	1,873,580
Cash at bank and in hand		18,106	47,856
		2,481,393	1,921,436
Creditors: amounts falling due within one year	11	(556,114)	(967,131)
Net current assets		1,925,279	954,305
Total assets less current liabilities		2,531,785	1,692,068
Provisions for liabilities and charges	12	(1,564,148)	-
Net assets		967,637	1,692,068
Capital and reserves			
Called up share capital	13	100	100
Profit and loss account	15	967,537	1,691,968
Total equity shareholders' funds	14	967,637	1,692,068

The financial statements which comprise the profit and loss account, the balance sheet and related notes were approved by the board of directors on 16 September 2003 and were signed on its behalf by:



Richard S Kenne
Director

The notes on pages 6 to 12 form part of these financial statements.

SunGard Treasury Systems U.K. Limited

Notes to the Financial Statements – 31 December 2002

1 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) Changes in accounting policies

The company has adopted FRS 19 "Deferred tax" in the financial statements. The adoption of this new accounting standard has not resulted in any changes to the financial information presented.

(b) Basis of accounting

The financial statements are prepared under the historical cost convention.

(c) Cash flow statement

The cash flows of the company are included in the consolidated cash flow statement of SunGard Data Systems Inc., of which the company is a wholly owned subsidiary. Consequently, the company is exempt under the provisions of Financial Reporting Standard 1 from publishing a cash flow statement.

(d) Tangible fixed assets

Tangible 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 as follows:

Leasehold improvements	-	10 years or the life of the lease if shorter
Furniture and fixtures	-	5 years
Computer equipment	-	3 years

(e) Foreign exchange

Income and expenses denominated in foreign currencies are translated at actual exchange rates at the date of transaction. Assets and liabilities denominated in foreign currencies are translated at the rate ruling on the balance sheet date. Profits and losses on exchange for the year, both realised and unrealised, are included in the results for the year.

(f) Leases

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

SunGard Treasury Systems U.K. Limited

Notes to the Financial Statements – 31 December 2002

(g) Pensions

Contributions are made to a defined contribution pension scheme operated by SunGard Systems Limited (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 16.

(h) 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.

2 Turnover

Turnover, which excludes value-added tax and trade discounts, represents the invoiced value of goods and services supplied and relates substantially to sales to the parent company. All turnover was derived from the sale of computer support, consulting and installation services and the provision of marketing and promotional services.

3 Net operating expenses

Net operating expenses, which are all administrative expenses, comprise:

	2002 £	2001 £
Personnel expenses (note 7)	3,730,406	5,547,374
Other administrative expenses	2,622,120	2,930,760
	6,352,526	8,478,134

SunGard Treasury Systems U.K. Limited

Notes to the Financial Statements – 31 December 2002

4 (Loss)/profit on ordinary activities before taxation

(Loss)/profit on ordinary activities before taxation is stated after charging/(crediting):

	2002 £	2001 £
Auditor's remuneration		
Audit fees	12,584	12,573
Non-audit services	-	-
Depreciation	249,794	233,245
Operating lease rentals – land and buildings	566,516	190,802
Provision for onerous lease	1,564,148	-
Exchange (gains)/losses	-	(29,804)

5 Interest payable and similar charges

	2002 £	2001 £
Other interest payable	1,163	-

6 Interest receivable and similar income

	2002 £	2001 £
Other income	-	170,000
Other pension costs	-	59,759
	-	229,759

Other income relates to the repayment of a rent deposit upon assigning one of the company's leases.

7 Employee information

Employment costs for all employees were as follows:

	2002 £	2001 £
Wages and salaries	3,219,170	4,698,095
Social security costs	366,723	650,215
Other pension costs	144,513	199,064
	3,730,406	5,547,374

The directors did not receive any remuneration for their activities (2001: Nil).

SunGard Treasury Systems U.K. Limited

Notes to the Financial Statements – 31 December 2002

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

	2002 Number	2001 Number
Sales	10	10
Operations	48	66
	58	76

8 Tax on (loss)/profit on ordinary activities

The tax charge is based on the (loss)/profit on ordinary activities for the year and comprises:

	2002 £	2001 £
United Kingdom corporation tax at 30% (2001: 30%)	213,272	396,541

The difference between the tax assessed for the year and the standard rate of corporation tax in the UK can be explained as follows:

	2002 £	2001 £
(Loss)/profit on ordinary activities	(511,159)	1,005,944
Tax on ordinary activities at the standard rate of corporation tax in the UK of 30%	(153,348)	301,783
Depreciation in excess of capital allowance	24,842	-
Utilisation of current year losses	128,506	-
Adjustments in respect of prior periods	213,272	94,758
Total current tax	213,272	396,541

SunGard Treasury Systems U.K. Limited

Notes to the Financial Statements – 31 December 2002

9 Tangible fixed assets

	Leasehold Improvements £	Furniture and fixtures £	Computer Equipment £	Total £
Cost				
At 1 January 2002	455,995	201,844	377,572	1,035,411
Additions – at cost	-	3,850	115,292	119,142
Disposals	-	-	(605)	(605)
At 31 December 2002	455,995	205,694	492,259	1,153,948
Depreciation				
At 1 January 2002	46,203	45,972	205,473	297,648
Charge for year	93,872	31,523	124,769	250,164
Disposals	-	-	(370)	(370)
At 31 December 2002	140,075	77,495	329,872	547,442
Net book value				
At 31 December 2002	315,920	128,199	162,387	606,506
Net book value				
At 31 December 2001	409,792	155,872	172,099	737,763

10 Debtors

Amounts falling due within one year:	2002 £	2001 £
Amounts due from group companies	2,299,428	1,516,092
Trade debtors	-	-
Other debtors	84,740	145,908
Prepayments and accrued income	79,119	211,580
	2,463,287	1,873,580

11 Creditors

Amounts falling due within one year:	2002 £	2001 £
Trade creditors	52,413	273,346
Corporation tax payable	168,965	295,693
Accruals and other creditors	334,736	398,092
	556,114	967,131

SunGard Treasury Systems U.K. Limited

Notes to the Financial Statements – 31 December 2002

12 Provisions for liabilities and charges

	2002 £	2001 £
At 1 January	-	-
Charged to the profit and loss account	1,564,148	-
31 December	1,564,148	-

The company currently has a vacant building at 30 Charles II Street, London. The company has been unable to sublet the building and therefore has made a provision for the remainder of the annual expenses relating to this property until the lease expires on 20 November 2008.

13 Reconciliation of movements in equity shareholders' funds

	2002 £	2001 £
At 1 January	1,692,068	1,082,665
(Loss)/profit for the year	(724,431)	609,403
At 31 December	967,637	1,692,068

14 Profit and loss account

	2002 £	2001 £
At 1 January	1,691,968	1,082,565
Retained (loss)/profit for the year	(724,431)	609,403
At 31 December	967,537	1,691,968

15 Other financial commitments

At 31 December 2002 the company had annual commitments under non-cancellable operating leases as follows:

	2002 Land and Buildings £	2001 Land and Buildings £
Operating leases which expire:		
Within one year	-	-
Within two to five years	975,150	809,500
	975,150	809,500

SunGard Treasury Systems U.K. Limited

Notes to the Financial Statements – 31 December 2002

16 Pension scheme

The company operates a defined contribution pension scheme for its employees. 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 £144,513 (2001: £199,064) represents the contributions payable to the pension scheme in respect of the accounting period.

17 Ultimate parent company

The ultimate and immediate UK parent company is SunGard Holdings Limited, a company registered in England and Wales.

The ultimate parent company is SunGard Data Systems Inc., a company incorporated in the United States of America, which the directors also 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.

18 Related party transactions

The company has taken advantage of the exemption in Financial Reporting Standard 8 from disclosing related party transactions on the grounds that the consolidated accounts of the ultimate parent company are publicly available.