

**Company Registration Number 3258993**

**JOANNA MISYS LIMITED**

**Report and financial statements**

**31 May 2013**

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**JOANNA MISYS LIMITED**  
**Company Registration Number 3258993**

**DIRECTORS' REPORT**

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The Directors present their annual report and financial statements for the year ended 31 May 2013

**Principal activities**

The Company was dormant throughout the current and preceding financial years. No significant change in the activities of the Company is envisaged in the forthcoming year.

The Company changed its functional and presentation currency from Sterling to Euros on 1 June 2012. The comparative information has been re-presented to conform with current year's presentation.

**Directors**

The Directors who served during the year and up to the date of signing of the financial statements were as follows:

|                                  |  |
|----------------------------------|--|
| Misys Corporate Director Limited |  |
| N Farrimond                      | (resigned 6 September 2012)                        |
| T Homer                          |  |
| B Patel                          | (appointed 6 September 2012, resigned 31 May 2013) |
| S Patel                          | (appointed 16 October 2013)                        |
| J Hawkes                         | (appointed 31 May 2013, resigned 1 October 2013)   |

**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,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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 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.

**JOANNA MISYS LIMITED**  
**Company Registration Number 3258993**

**DIRECTORS' REPORT**

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**Auditors**

In accordance with section 480 of the Companies Act 2006, the Company was entitled to exemption from the requirement to have its financial statements for the year ended 31 May 2013 audited

By order of the Board



For and on behalf of  
Misys Corporate Director Limited  
Director

20 November 2013

# JOANNA MISYS LIMITED

## BALANCE SHEET AS AT 31 MAY 2013

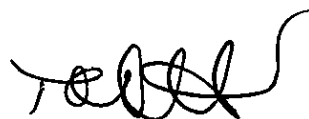
|                                       | Note | 2013<br>€'000  | 2012<br>€'000  |
|---------------------------------------|------|----------------|----------------|
| <b>NON-CURRENT ASSETS</b>             |      |                |                |
| Investments                           | 3    | <u>9,491</u>   | <u>9,491</u>   |
| <b>CURRENT ASSETS</b>                 |      |                |                |
| Debtors falling due within one year   | 4    | 7              | 7              |
| Creditors falling due within one year | 5    | <u>(9,350)</u> | <u>(9,350)</u> |
| <b>NET CURRENT LIABILITIES</b>        |      | <u>(9,343)</u> | <u>(9,343)</u> |
| <b>NET ASSETS</b>                     |      | <u>148</u>     | <u>148</u>     |
| <b>CAPITAL AND RESERVES</b>           |      |                |                |
| Called up share capital               | 6    | -              | -              |
| Profit and loss account               | 7    | 148            | 148            |
|                                       |      | <u>148</u>     | <u>148</u>     |

The Company has not traded during the current and preceding financial years, consequently no profit and loss account is submitted

The Directors

- i confirm that for the year ended 31 May 2013 the Company was entitled to the exemption under section 480 of the Companies Act 2006 from the requirement to have its financial statements audited
- ii confirm that members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act 2006
- iii acknowledge their responsibility for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts

The financial statements on pages 2 to 4 were approved by the Board of Directors on 20 November 2013, and signed on its behalf by



T Homer  
Director

## JOANNA MISYS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS

#### 1. ACCOUNTING POLICIES

##### Accounting convention

The financial statements are prepared on the going concern basis under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies which have been applied consistently throughout the year are set out below.

##### Investments

Investments are shown at cost less provision considered necessary for any impairment. The need for any impairment write down is assessed by comparison of the carrying value of the asset against the higher of net realisable value or value in use. The value in use is determined from estimated discounted future cash flows. Discount rates used are based on the cost of capital.

#### 2. CASH FLOW AND RELATED PARTY DISCLOSURES

The Company is a wholly owned subsidiary of Misys Newco 2 S à r l and is included in the consolidated financial statements of that company, which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS1 (revised 1996) 'Cash Flow Statements'.

The Company has also taken advantage of the exemption under FRS8 'Related party disclosures' not to disclose transactions with group undertakings since Misys Newco 2 S à r l is the owner of the entire equity share capital of the Company.

#### 3. INVESTMENTS

Shares in  
subsidiary  
undertakings  
€'000

Cost and net book value

9,491

Investments comprise a 37% ordinary share capital holding in Finance Information et Technologie S A , a company incorporated in France which is an intermediate holding company that is wholly owned within the Misys Newco 2 S a r l group.

In the opinion of the Directors, the value of the Company's investment is not less than the underlying net assets of the subsidiary undertaking.

The Company is a wholly owned subsidiary of Misys Newco 2 S a r l and has consequently taken advantage of Section 400 of the Companies Act 2006 not to prepare group financial statements.

#### 4. DEBTORS

2013  
€'000

2012  
€'000

Amounts falling due within one year

Amounts due from group undertakings

7

7

Amounts due from group undertakings are unsecured, interest free and repayable on demand.

# JOANNA MISYS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### 5 CREDITORS

|  | 2013<br>€'000 | 2012<br>€'000 |
|--|---------------|---------------|
| <b>Amounts falling due within one year</b> |               |               |
| Amounts due to group undertakings          | <u>9,350</u>  | <u>9,350</u>  |

Amounts due to group undertakings are unsecured, interest free and repayable on demand

### 6. CALLED UP SHARE CAPITAL

|   | 2013<br>€    | 2012<br>€    |
|---|--------------|--------------|
| <b>Authorised</b>                             |              |              |
| 1,000 (2012 1,000) Ordinary shares of £1 each | <u>1,247</u> | <u>1,247</u> |
| <b>Allotted and fully paid</b>                |              |              |
| 2 (2012 2) Ordinary shares of £1 each         | <u>2</u>     | <u>2</u>     |

### 7 PROFIT AND LOSS ACCOUNT

|                                      | €'000      |
|--------------------------------------|------------|
| At the beginning and end of the year | <u>148</u> |

### 8. ULTIMATE PARENT COMPANY

The Company's immediate parent company is Misys Holdings Limited

The parent company of the smallest group in which the Company is included in consolidated financial statements is that of Misys Newco 2 S à r l The parent company of the largest group in which the Company is included in consolidated financial statements is that of Misys Newco S à r l

Copies of the group financial statements of Misys Newco 2 S à r l and Misys Newco S à r l may be obtained from the Misys Group Secretariat, One Kingdom Street, Paddington, London W2 6BL

The ultimate parent undertaking and controlling party is VEPF IV AIV II L P , a limited partnership incorporated in the Cayman Islands