

COMPANY REGISTRATION NUMBER 03341304

MRI SOFTWARE LIMITED
FINANCIAL STATEMENTS
31 DECEMBER 2015



COVENEY NICHOLLS PARTNERSHIP LLP

Chartered Accountants & Statutory Auditor
The Old Wheel House
31/37 Church Street
Reigate
Surrey
UK
RH2 0AD

MRI SOFTWARE LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2015

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MRI SOFTWARE LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

The board of directors	P Ghilani M J Vantusko
Company secretary	M J Vantusko
Registered office	Dashwood House, Level 17 Suite 1701 69 Old Broad Street London EC2M 1QS
Auditor	Coveney Nicholls Partnership LLP Chartered Accountants & Statutory Auditor The Old Wheel House 31/37 Church Street Reigate Surrey UK RH2 0AD
Bankers	Barclays Bank plc PO Box 32016 London NW1 2ZH

MRI SOFTWARE LIMITED
DIRECTORS' REPORT
YEAR ENDED 31 DECEMBER 2015

The directors present their report and the financial statements of the company for the year ended 31 December 2015.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company is to provide property management software solutions to customers worldwide. MRI Software Limited supplies business management software solutions designed to provide to commercial and residential real estate owners, operators, and investors with an end-to-end core solution that integrates all key real estate operations. MRI offers a full range of solutions from desktop software to SaaS (Software as-a-Service), as well as professional services, such as training, data conversion, maintenance, support, implementation and consulting to the office, industrial, retail, and residential real estate segments.

The company was acquired by Intuit Inc. in July 2002 and has operated in conjunction with Intuit Inc. to provide property management software solutions to customers worldwide. On 15 January 2010 the ownership of the global business of Intuit Real Estate Solutions was sold by Intuit Inc. to Vista Equity Partners. On 22 June 2015 99.7% of company equity interest was acquired by GI Partners from Vista Equity Partners. There have been internal changes as a result of the sale, but business operations in the UK have remained largely unchanged.

The company changed its name from Intuit Real Estate Solutions Limited to MRI Software on 15 January 2010. The on-going principal activities of the company during the period included the development, marketing and licensing of property management software products and solutions to customers in Europe, Africa and the Middle East. In addition, the company provides consulting and support services to customers.

The regional office for the EMEA market is based near London and has business relationships with service partners across the region.

During the period the company has continued to address product development and enhancements to meet the needs of our customers. Our windows and web-based products for commercial property and asset management are capable of working in any real estate market.

DIRECTORS

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

W L Roselli III
P Ghilani
M J Vantusko

M J Vantusko was appointed as a director on 1 September 2015.

W L Roselli III retired as a director on 1 September 2015.

Each of the persons who is a director at the date of approval of this report confirm that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

MRI SOFTWARE LIMITED

DIRECTORS' REPORT *(continued)*

YEAR ENDED 31 DECEMBER 2015

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Registered office:
Dashwood House, Level 17
Suite 1701
69 Old Broad Street
London
EC2M 1QS

Signed by order of the directors



M J Vantusko
Company Secretary

Approved by the directors on ...11/9/2016...

MRI SOFTWARE LIMITED
STATEMENT OF DIRECTORS' RESPONSIBILITIES
YEAR ENDED 31 DECEMBER 2015

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 year.

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 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.

MRI SOFTWARE LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
MRI SOFTWARE LIMITED
YEAR ENDED 31 DECEMBER 2015

We have audited the financial statements of MRI Software Limited for the year ended 31 December 2015. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective January 2015) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders 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 Statement of Directors' Responsibilities 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

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. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; 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.

MRI SOFTWARE LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
MRI SOFTWARE LIMITED *(continued)*
YEAR ENDED 31 DECEMBER 2015

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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report and take advantage of the small companies exemptions from the requirement to prepare a strategic report.

MR JC MABEY (Senior Statutory
Auditor)
For and on behalf of
COVENEY NICHOLLS PARTNERSHIP LLP
Chartered Accountants
& Statutory Auditor

The Old Wheel House
31/37 Church Street
Reigate
Surrey
UK
RH2 0AD

11/8/2016

MRI SOFTWARE LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 31 DECEMBER 2015

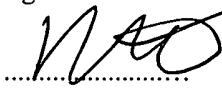
	Note	2015 £	2014 £
TURNOVER		2,392,560	2,380,805
Cost of sales		<u>511,872</u>	<u>419,484</u>
GROSS PROFIT		1,880,688	1,961,321
Selling / Admin expenses		<u>1,843,853</u>	<u>1,902,620</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		36,835	58,701
Tax on profit on ordinary activities	3	<u>14,081</u>	<u>(1,180)</u>
PROFIT FOR THE FINANCIAL YEAR		<u>22,754</u>	<u>59,881</u>

MRI SOFTWARE LIMITED**BALANCE SHEET****31 DECEMBER 2015**

	Note	2015 £	£	2014 £	£
FIXED ASSETS					
Tangible assets	5		—		—
CURRENT ASSETS					
Debtors	6	480,271		450,278	
Cash at bank		996,016		2,508,123	
		<u>1,476,287</u>		<u>2,958,401</u>	
CREDITORS: Amounts falling due within one year	8	<u>1,134,631</u>		<u>2,358,343</u>	
NET CURRENT ASSETS			<u>341,656</u>		<u>600,058</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>341,656</u>		<u>600,058</u>
CAPITAL AND RESERVES					
Called up equity share capital	12		50,000		50,000
Profit and loss account	13		291,656		550,058
SHAREHOLDERS' FUNDS			<u>341,656</u>		<u>600,058</u>

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and with the Financial Reporting Standard for Smaller Entities (effective January 2015).

These accounts were approved by the directors and authorised for issue on 11/9/2016 and are signed on their behalf by:


.....
M J Vantusko

Company Registration Number: 03341304

MRI SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2015

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015).

Turnover

Turnover represents the value of software products sold and the provision of related consultation, implementation, support and maintenance services income stated net of VAT in respect of continuing activities earned during the period.

Revenue recognition

Revenue is recognised when it is probable that the economic benefits will flow to the company, and when the revenue can be measured reliably, on the following basis:

Sale of software products and the provision of related consultation, implementation, support and maintenance services.

Maintenance, SaaS, and Subscription License Revenue is recognised ratably over the period during which the services are expected to be performed or the post-contract customer support period, whichever is longer, once the software has been delivered and the provision of both services has commenced, if all of the other basic revenue recognition criteria, persuasive evidence of an arrangement, fixed or determinable price and collectability have been met, as further explained in the accounting policy for "multiple elements arrangements" below:

Maintenance service fee income

Revenue is recognised on a time proportion basis over the term of the relevant agreement

Consultancy service fee income

Revenue is recognised on an accrual basis, when the services are rendered.

Multiple element arrangements

Revenue arrangements with multiple elements, including arrangements to sell products and services in which the company is obligated to deliver to its customers multiple products and/or services, are allocated and deferred revenue for the undelivered elements based on its vendor specific objective evidence ("VSOE"). VSOE is generally the price charged when that element is sold separately.

In situations where VSOE exists for all elements (delivered and undelivered), the company allocates the total revenue to be earned under the arrangement among the various elements, based on their relative fair value for transaction. Where VSOE exists only for the undelivered elements, the company defers the full fair value of the undelivered elements and recognises the difference between the total arrangements fee and the amount deferred for the undelivered elements as revenue. If VSOE does not exist for undelivered elements that are services, then the company recognises the entire arrangement fee ratably over the service period. If VSOE does not exist for undelivered elements that are specified products or features, the company defers revenue until the earlier of the delivery of all elements or the point at which the company determines VSOE for these undelivered elements.

MRI SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2015

1. ACCOUNTING POLICIES *(continued)*

The company recognises revenue related to the delivered products or services only if (1) the revenue recognition criteria are met, (2) any undelivered products or services are not essential to the functionality of the delivered products and services, (3) payment for the undelivered products or services is not contingent upon delivery of the remaining products or services, and (4) it has an enforceable claim to receive the amount due in the event that it does not deliver the undelivered products or services.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Fixtures & Fittings	-	33% per annum straight line
Equipment	-	33% per annum straight line

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

Deferred taxation

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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions:

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that 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 differences can be deducted.

MRI SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2015

1. ACCOUNTING POLICIES *(continued)*

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

2. OPERATING PROFIT

Operating profit is stated after charging:

	2015	2014
	£	£
Auditor's fees	9,975	9,485
Net loss on foreign currency translation	<u>34,941</u>	<u>13,918</u>

MRI SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2015

3. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2015 £	2014 £
Current tax:		
In respect of the year:		
UK Corporation tax based on the results for the year at 20.17% (2014 - 20%)	13,081	(2,400)
Total current tax	13,081	(2,400)
Deferred tax:		
Origination and reversal of timing differences (note 7)		
Capital allowances	1,000	1,220
Tax on profit on ordinary activities	14,081	(1,180)

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 20.17% (2014 - 20%).

	2015 £	2014 £
Profit on ordinary activities before taxation	36,835	58,701
Profit on ordinary activities by rate of tax	7,431	11,740
Expenses not deductible for tax purposes	677	1,746
Capital allowances for period in excess of depreciation	(1,009)	(1,220)
Adjustments to tax charge in respect of previous periods	(21)	-
Provision disallowed for tax purposes	6,003	(14,666)
Total current tax (note 3(a))	13,081	(2,400)

4. DIVIDENDS

Equity dividends

	2015 £	2014 £
Paid during the year		
Equity dividends paid of £5.623 (2014 - £nil) per ordinary share of £1 each	281,156	-

MRI SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2015

5. TANGIBLE ASSETS

	Fixtures & Fittings £	Equipment £	Total £
COST			
At 1 January 2015	29,826	12,924	42,750
Disposals	(29,826)	(12,924)	(42,750)
At 31 December 2015	<u>—</u>	<u>—</u>	<u>—</u>
DEPRECIATION			
At 1 January 2015	29,826	12,924	42,750
On disposals	(29,826)	(12,924)	(42,750)
At 31 December 2015	<u>—</u>	<u>—</u>	<u>—</u>
NET BOOK VALUE			
At 31 December 2015	<u>—</u>	<u>—</u>	<u>—</u>
At 31 December 2014	<u>—</u>	<u>—</u>	<u>—</u>

6. DEBTORS

	2015 £	2014 £
Trade debtors	469,423	429,924
Corporation tax repayable	—	2,400
Prepayments and accrued income	6,293	12,399
Deferred taxation (note 7)	4,555	5,555
	<u>480,271</u>	<u>450,278</u>

7. DEFERRED TAXATION

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

	2015 £	2014 £
Included in debtors (note 6)	4,555	5,555

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

	2015 £	2014 £
Balance brought forward	5,555	6,775
Profit and loss account movement arising during the year	(1,000)	(1,220)
Balance carried forward	<u>4,555</u>	<u>5,555</u>

MRI SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2015

7. DEFERRED TAXATION *(continued)*

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

	2015	2014
	£	£
Excess of depreciation over taxation allowances	4,555	5,555
	<u>4,555</u>	<u>5,555</u>

8. CREDITORS: Amounts falling due within one year

	2015	2014
	£	£
Trade creditors	64,586	7,092
Amounts owed to group undertakings	277,120	1,502,274
Other creditors including taxation and social security:		
Corporation tax	10,681	—
PAYE and social security	39,169	16,453
VAT	53,433	48,755
Other creditors	9,607	5,730
Accruals and deferred income	680,035	778,039
	<u>792,925</u>	<u>848,977</u>
	<u>1,134,631</u>	<u>2,358,343</u>

9. PENSIONS

The defined contribution pension scheme charge to the profit and loss account and included in wages and salaries was £15,223 (2014 - £9,832) for the year.

The total outstanding at the end of the period was £6,840 (2014 - £3,262).

10. COMMITMENTS UNDER OPERATING LEASES

At 31 December 2015 the company had aggregate annual commitments under non-cancellable operating leases as set out below.

	2015	2014
	£	£
Operating leases which expire:		
Within 1 year	—	12,300
	<u>—</u>	<u>12,300</u>

MRI SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2015

11. RELATED PARTY TRANSACTIONS

MRI Software Limited is a wholly owned subsidiary and its results are contained in consolidated accounts of its parent company.

During the year the company paid a transfer pricing charge of £1,133,614 (2014 - £1,573,334) and was recharged expenses of £11,174 (2014 - £nil) by MRI Software LLC, the immediate parent company. A loan was also made to MRI Software LLC during the year of £186,924. At the year end an amount of £434,753 (2014 - £1,501,290) was owed to MRI Software LLC.

During the year the company recharged expenses of £159,392 (2014 - £nil) to Cougar Software Limited, a group company. The company was recharged expenses of £1,759 (2014 - £nil) by Cougar Software Limited. At the year end an amount of £157,633 (2014 - £nil) was due from Cougar Software Limited.

MRI Software Limited was recharged expenses of £nil (2014 - £nil) by Management Reports International PTY Limited, a group company. At the year end an amount of £nil (2014 - £984) was owed to Management Reports International PTY Limited.

12. SHARE CAPITAL**Authorised share capital:**

	2015	2014
	£	£
50,000 Ordinary shares of £1 each	<u>50,000</u>	<u>50,000</u>

Allotted, called up and fully paid:

	2015	2014
	No.	No.
	£	£
Ordinary shares of £1 each	<u>50,000</u>	<u>50,000</u>

13. PROFIT AND LOSS ACCOUNT

	2015	2014
	£	£
Balance brought forward	550,058	490,177
Profit for the financial year	22,754	59,881
Equity dividends	<u>(281,156)</u>	—
Balance carried forward	<u>291,656</u>	<u>550,058</u>

14. ULTIMATE PARENT COMPANY

The company is a wholly owned subsidiary of MRI Software LLC, a limited liability company incorporated in Delaware, USA, the immediate parent company. The ultimate parent company is MRI Intermediate Holdings LLC, a limited liability company incorporated in Delaware, USA. The ultimate controlling party is GI Partners, who own 99.7% of MRI Intermediate Holdings LLC.

MRI SOFTWARE LIMITED
MANAGEMENT INFORMATION
YEAR ENDED 31 DECEMBER 2015

**The following pages do not form part of the statutory financial statements
which are the subject of the independent auditor's report on pages 5 to 6.**

MRI SOFTWARE LIMITED
DETAILED PROFIT AND LOSS ACCOUNT
YEAR ENDED 31 DECEMBER 2015

	2015 £	2014 £
TURNOVER	2,392,560	2,380,805
Purchases	<u>511,872</u>	<u>419,484</u>
GROSS PROFIT	1,880,688	1,961,321
OVERHEADS		
Selling / Admin expenses	<u>1,843,853</u>	<u>1,902,620</u>
PROFIT ON ORDINARY ACTIVITIES	<u>36,835</u>	<u>58,701</u>

MRI SOFTWARE LIMITED
NOTES TO THE DETAILED PROFIT AND LOSS ACCOUNT
YEAR ENDED 31 DECEMBER 2015

	2015		2014
	£	£	£
ADMINISTRATIVE EXPENSES			
Personnel costs			
Wages and salaries	471,250		313,994
Establishment expenses			
Rent	11,860		10,325
Insurance	11,750		9,655
	<u>23,610</u>		<u>19,980</u>
General expenses			
Travel and subsistence	33,151		14,996
Telephone	9,702		4,476
Computer expenses	4,646		3,135
Equipment leasing charges	–		1,211
Printing, stationery and postage	1,694		1,949
Staff training	–		407
Sundry expenses	2,936		3,537
Advertising	26,699		–
Entertaining	3,245		72
Legal and professional fees	50,559		13,347
Transfer pricing charge	1,133,614		1,573,344
Auditors remuneration	11,330		11,095
	<u>1,277,576</u>		<u>1,627,569</u>
Financial costs			
Bad debts written off	34,813		(74,887)
Bank charges	1,663		2,046
Foreign currency gains/losses	34,941		13,918
	<u>71,417</u>		<u>(58,923)</u>
	<u><u>1,843,853</u></u>		<u><u>1,902,620</u></u>