

**Report of the Directors and
Unaudited Financial Statements for the Year Ended 30 April 2012
for
Gulldford Midco 2 Limited**

THURSDAY



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24/01/2013
COMPANIES HOUSE

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for the Year Ended 30 April 2012**

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Guildford Mideo 2 Limited

**Company Information
for the Year Ended 30 April 2012**

DIRECTORS

N Roberts
K Crompton
R I Preedy

SECRETARY

N Roberts

REGISTERED OFFICE

Booths Park 4
Chelford Road
Knutsford
Cheshire
WA16 8GS

REGISTERED NUMBER

03665527 (England and Wales)

Guildford Midco 2 Limited (Registered number 03665527)

**Report of the Directors
for the Year Ended 30 April 2012**

The directors present their report with the financial statements of the company for the year ended 30 April 2012

REVIEW OF BUSINESS

During the year ended 30 April 2012 and the previous year the company did not trade

DIRECTORS

The directors shown below have held office during the whole of the period from 1 May 2011 to the date of this report

N Roberts
K Crompton

Other changes in directors holding office are as follows

R I Preedy was appointed as a director after 30 April 2012 but prior to the date of this report

ON BEHALF OF THE BOARD

A handwritten signature in black ink, appearing to be 'R I Preedy', with a long horizontal line extending to the right.

R I Preedy
Director

24 September 2012

Guildford Midco 2 Limited (Registered number 03665527)

**Balance Sheet
30 April 2012**

	Notes	2012 £	2011 £
CURRENT ASSETS			
Debtors	2	<u>704,524</u>	<u>704,524</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>704,524</u>	<u>704,524</u>
CAPITAL AND RESERVES			
Called up share capital	3	464,524	464,524
Share premium	4	<u>240,000</u>	<u>240,000</u>
SHAREHOLDER'S FUNDS	7	<u>704,524</u>	<u>704,524</u>

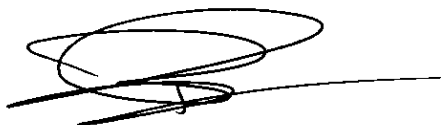
The company is entitled to exemption from audit under Section 480 of the Companies Act 2006 for the year ended 30 April 2012

The members have not required the company to obtain an audit of its financial statements for the year ended 30 April 2012 in accordance with Section 476 of the Companies Act 2006

The directors acknowledge their responsibilities for

- (a) ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company

The financial statements of Guildford Midco 2 Limited (Registered number 03665527) were approved by the Board of Directors and authorised for issue on 24 September 2012 and were signed on its behalf by



R I Preedy
Director

**Profit and Loss Account
for the Year Ended 30 April 2012**

During the financial year and the preceding financial year the company has not traded and has received no income and incurred no expenditure. Consequently, during those periods the company has made neither a profit nor a loss

The notes form part of these financial statements

**Notes to the Financial Statements
for the Year Ended 30 April 2012**

1 ACCOUNTING POLICIES

Basis of preparing the financial statements

The significant accounting policies of the company, which have been consistently applied in the current period are as follows

Accounting convention

The financial statements have been prepared under the historical cost convention and are in accordance with applicable United Kingdom accounting standards

The company was dormant throughout the current year and previous year

Cash flow statement

CSG Midco Limited, which is incorporated in the United Kingdom, prepares consolidated financial statements, in which the company is included. The company has therefore taken advantage of an exemption from preparing a Cash Flow Statement, as provided for in Financial Reporting Standard 1 (revised 1996)

2 DEBTORS AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2012 £	2011 £
Amounts owed by group undertakings	<u>704,524</u>	<u>704,524</u>

Parent and group undertakings have agreed amounts due will not be called upon within a year of the balance sheet date. Interest is receivable on the overall average intercompany balance over a de minimis limit at a rate of LIBOR + margin of 3.33% to 5.5% (2011 LIBOR + 3.28%)

3 CALLED UP SHARE CAPITAL

Allotted, issued and fully paid Number	Class	Nominal value	2012 £	2011 £
120,000	Ordinary Shares	75p	90,000	90,000
120,000	'A' Ordinary Shares	75p	90,000	90,000
300,000	'M' Ordinary Shares	75p	225,000	225,000
238 095	'C' Ordinary Shares	25p	<u>59,524</u>	<u>59,524</u>
			<u>464,524</u>	<u>464,524</u>

On a return of assets, the order of the return shall be C Ordinary, A Ordinary with Ordinary, M Ordinary and B Ordinary ranking par passu. Any balance of such assets shall be distributed par passu.

4 RESERVES

	Profit and loss account £	Share premium £	Totals £
At 1 May 2011	-	240,000	240,000
Profit for the year	-	-	-
At 30 April 2012	<u>-</u>	<u>240,000</u>	<u>240,000</u>

5 ULTIMATE PARENT COMPANY

On 21 December 2011, the entire share capital of Computer Software Holdings Limited, an intermediate parent company, was acquired by CSG Bidco Limited.

According to the register maintained by the company, discretionary fund management clients of HgCapital LLP (holding through a nominee company) held a significant interest in the ordinary shares of the company at 30 April 2012. The directors deem there not to be an ultimate controlling party as none of the individual discretionary fund management clients of HgCapital LLP has an ownership of more than 20% of the issued share capital of the company.

Notes to the Financial Statements - continued
for the Year Ended 30 April 2012

6 RELATED PARTY DISCLOSURES

The company has taken advantage of the exemption in FRS 8 not to disclose transactions or balances with entities which form part of the Group

7 RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S FUNDS

	2012 £	2011 £
Profit for the financial year	-	-
Opening shareholder's funds	<u>704,524</u>	<u>704,524</u>
Closing shareholder's funds	<u>704,524</u>	<u>704,524</u>