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Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of Company

Particulars of a mortgage or charge

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number

		6
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4314360

Name of company

* MISYS PORTFOLIO HOLDINGS LIMITED

Date of creation of the charge

19 December 2006

Description of the instrument (if any) creating or evidencing the charge (note 2)

A Deed of Admission to an Omnibus Letter of Set-Off (OLSO) dated 3rd July 1995 (the "Letter")

Amount secured by the mortgage or charge

All or any of the present and future liabilities to Lloyds TSB Bank plc ("the Bank") of the companies listed below ("the Companies") or any of them (whether such liabilities be actual, contingent, primary, collateral, several or joint and whether such accounts or liabilities be denominated in sterling and/or in a currency or currencies other than sterling): (List of companies party to the Agreement) See Attached

Names and addresses of the mortgagees or persons entitled to the charge

Lloyds TSB Bank plc		
25 Gresham Street	(30-00-02)	
London	Postcode	EC2V 7HN

Presenter's name address and
reference (if any) : RRY 20146

Lloyds TSB Bank plc Gillingham CCSC P.O. BOX 72 Bailey Drive Gillingham Business Park Kent. ME8 0LS

Time critical reference

For official Use (02/06)
Mortgage Section

FRIDAY	
	A01QBLRC
	A03 29/12/2006 237
	COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

Any sum or sums for the time being standing to the credit of any one or more of any present or future accounts of the Companies or any of them with the Bank (including any accounts held in the Bank's name with any designation which includes the name(s) of the Companies or any of them) whether such accounts be denominated in sterling or in a currency or currencies other than sterling.

NOTE: By Clause 4 of the Letter, the Companies agreed that none of them would (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Companies with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank).

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Date

On behalf of ~~[company]~~ [mortgagee/chargee]†

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† delete as appropriate

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

THE SCHEDULE

PART I - The Existing Companies

Misys plc	1360027	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys Motorscreen Limited	1319081	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Countrywide Holdings (UK) Limited (formerly Countrywide Holdings (UK) Plc	2435766	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Sesame Services Limited (formerly Misys IFA Services plc)	2338540	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Kapiti Limited	1841697	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys International Banking Systems Limited (formerly Midas-Kapiti International Limited)	971479	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Shaw Insurance Brokers Limited (formerly Shaw Insurance Services Limited)	3079792	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Summit Systems International Limited	3379663	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys Interactive Trading Limited	1811517 (in supplemental deeds dated 2nd July 1997, 30 th July 1997 and 29 th August 1997 incorrectly quoted as 3259285)	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys Holdings Limited	1752099	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys Group Holdings Limited (formerly Brokercare Limited)	3379662	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys International Banking Systems (CIS) Limited (formerly Midas Kapiti International (CIS) Limited)	3259295	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.

Misys (Jersey) Limited	69521	22 Grenville Street, St. Helier, Jersey JE4 8PX, Channel Islands.
Kindle Banking Systems Limited	1545543	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys Investment Limited	3931564	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys Portfolio Holdings Limited	4314360	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys Finance Limited	3931299	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys Services Limited	1941076	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
ACT Overseas Limited	1543895	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Seasame Group Limited (formerly Financial Options Group Limited)	3573352	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Financial Options Services Limited	2246025	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
DBS Management Limited (formerly DBS Management plc)	1451043	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
DBS Mortgage Services Limited	2692525	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Sesame Protection Services Limited (formerly DBS Protection Services Limited)	4219529	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
Misys Healthcare Systems (International) Limited	2774580	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.
i.e. Group Limited	2542977	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP.

PART II - The Further Companies

<u>Name</u>	<u>Company Number</u>	<u>Registered Office</u>
Sesame Learning Limited	3694847	Burleigh House, Chapel Oak, Salford Priors, Evesham, Worcestershire, WR11 8SP.
IDOM Consulting Limited	3283708	Burleigh House, Chapel Oak, Salford Priors, Evesham, Worcestershire, WR11 8SP.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 04314360

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS LETTER OF SET-OFF (OLSO) DATED 3RD JULY 1995 DATED THE 19th DECEMBER 2006 AND CREATED BY MISYS PORTFOLIO HOLDINGS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 29th DECEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5th JANUARY 2007.

Power



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES