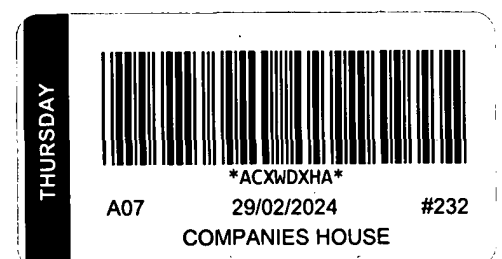


COMPANY REGISTRATION NUMBER: 06730825

**CliniSys Europe Limited**  
**Financial statements**  
**For the year ended**  
**31 December 2021**

**AMENDED**



# **CliniSys Europe Limited**

## **Financial statements**

**Year ended 31 December 2021**

---

<b>Contents</b>	<b>Page</b>
Officers and professional advisers	<b>1</b>
Strategic report	<b>2</b>
Directors' report	<b>3</b>
Independent auditor's report to the members	<b>5</b>
Statement of income and retained earnings	<b>9</b>
Statement of financial position	<b>10</b>
Notes to the financial statements	<b>11</b>

**Amended**

# **CliniSys Europe Limited**

## **Officers and professional advisers**

---

**The board of directors**

J Stipancich  
R C Crisci  
J P Conley

**Company secretary**

Squire Patton Boggs Secretarial Services Limited

**Registered office**

Squire Patton Boggs (UK) LLP  
Rutland House  
148 Edmund Street  
Birmingham  
B3 2JR

**Auditor**

Lovewell Blake LLP  
Chartered accountants & statutory auditor  
Bankside 300  
Peachman Way  
Broadland Business Park  
Norwich  
NR7 0LB

# **CliniSys Europe Limited**

## **Strategic report**

**Year ended 31 December 2021**

---

### **Introduction**

The directors present their strategic report for CliniSys Europe Limited for the year ended 31 December 2021.

The principal activity of the company during the year was that of an investment company, holding shares in a subsidiary company.

### **Business review**

The company managed its investment in its subsidiary undertaking. For this reason, the directors believe that analysis using key performance indicators for the company alone is not appropriate. The development, performance and position of the former trading subsidiary, CliniSys Information Systems (Europe) Limited, are disclosed in the strategic report of that company. The company transferred the ownership of CliniSys Information Systems (Europe) Limited to Roper International Holding Inc. which resulted in a gain of \$170,550,457.

The functional currency of the company was changed to United States dollars, primarily due to all of its main assets and income being in United States dollars.

### **Financial risk management objectives and policies**

Because the company is an investment company, its risk management objectives are to ensure the continued profitability of its subsidiary. The company monitors the profitability of the subsidiary, and is satisfied with the results to date.

This report was approved by the board of directors on .....16/2/2024..... and signed on behalf of the board by:

*John Stipancich*

J Stipancich  
Director

Registered office:  
Squire Patton Boggs (UK) LLP  
Rutland House  
148 Edmund Street  
Birmingham  
B3 2JR

# **CliniSys Europe Limited**

## **Directors' report**

### **Year ended 31 December 2021**

---

The directors present their report and the financial statements of the company for the year ended 31 December 2021.

#### **Directors**

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

J Stipancich  
R C Crisci  
J P Conley

#### **Dividends**

Particulars of recommended dividends are detailed in note 10 to the financial statements.

#### **Disclosure of information in the strategic report**

The company has chosen in accordance with Section 414C(11) of the Companies Act 2006 to prepare a strategic report.

#### **Directors' responsibilities statement**

The directors are responsible for preparing the strategic report, 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 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;
- 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.

# CliniSys Europe Limited

## Directors' report *(continued)*

Year ended 31 December 2021

---

### Auditor

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

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have 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.

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

This report was approved by the board of directors on .....16/2/2024..... and signed on behalf of the board by:

*John Stipancich*

J Stipancich  
Director

Registered office:  
Squire Patton Boggs (UK) LLP  
Rutland House  
148 Edmund Street  
Birmingham  
B3 2JR

# **CliniSys Europe Limited**

## **Independent auditor's report to the members of CliniSys Europe Limited**

**Year ended 31 December 2021**

---

### **Opinion**

We have audited the revised financial statements of CliniSys Europe Limited (the 'company') for the year ended 31 December 2021 which comprise the statement of income and retained earnings, statement of financial position and the related notes, including a summary of significant accounting policies.

These revised financial statements replace the original financial statements approved by the directors on 30 August 2022. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice). The revised financial statements have been prepared under the Companies (Revision of Defective Accounts and Reports) Regulations 2008 and accordingly do not take account of events which have taken place after the date the original financial statements were approved.

In our opinion the financial statements:

- give a true and fair view, seen as at the date of the original financial statements were approved, of the state of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice seen as at the date the original financial statements were approved;
- have been prepared in accordance with the requirements of the Companies Act 2006 as they have effect under the Companies (Revision of Defective Accounts and Reports) Regulations 2008.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the revised financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the revised financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Conclusions relating to going concern**

In auditing the revised financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the revised financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the original financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

### **Emphasis of matter**

We draw attention to note 4 to these revised financial statements which describes the need for revision of the functional currency of the company. The original financial statements were approved on 30 August 2022 and our previous audit report was signed on 30 August 2022. We have not performed a subsequent events review for the period from the date of our previous auditor's report to the date of this report. Our opinion is not modified in this respect.

# **CliniSys Europe Limited**

## **Independent auditor's report to the members of CliniSys Europe Limited**

*(continued)*

**Year ended 31 December 2021**

---

### **Other information**

The revised other information comprises the information included in the annual report, other than the revised financial statements and our auditor's report thereon. The directors are responsible for the revised other information. Our opinion on the revised financial statements does not cover the revised other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the revised financial statements, our responsibility is to read the revised other information and, in doing so, consider whether the revised other information is materially inconsistent with the revised financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the revised financial statements or a material misstatement of the revised other information. If, based on the work we have performed, we conclude that there is a material misstatement of this revised other information, we are required to report that fact.

We have nothing to report in this regard.

### **Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the revised strategic report and the revised directors' report for the financial year for which the revised financial statements are prepared is consistent with the revised financial statements; and
- the revised strategic report and the revised directors' report have been prepared in accordance with applicable legal requirements.

In our opinion, the original financial statements for the year ended 31 December 2021 failed to comply with the requirements of the Companies Act 2006 in the respects identified by the directors in note 4 to the revised financial statements.

### **Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the revised strategic report or the revised directors' report.

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 revised financial statements are not in agreement with the accounting records and the 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.



# **CliniSys Europe Limited**

## **Independent auditor's report to the members of CliniSys Europe Limited** (continued)

**Year ended 31 December 2021**

---

### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the revised financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of revised financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the revised financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the revised financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these revised financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- Enquiry of management and those charged with governance;
- Enquiry of entity staff compliance functions to identify any instances of non-compliance with laws and regulations;
- Reviewing revised financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations; and
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the revised financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the revised financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the revised financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

We are also required to report whether in our opinion the original financial statements failed to comply with the requirements of the Companies Act 2006 in the respects identified by the directors. The audit of revised financial statements includes the performance of procedures to assess whether the revisions made by the directors are appropriate and have been properly made.

# **CliniSys Europe Limited**

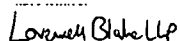
## **Independent auditor's report to the members of CliniSys Europe Limited** (continued)

**Year ended 31 December 2021**

---

### **Use of our report**

This report is made solely to the company's members, as a body, in accordance with the Companies (Revision of Defective Accounts and Reports) Regulations 2008. Our audit work has been undertaken so that we might state to the company's members 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 members as a body, for our audit work, for this report, or for the opinions we have formed.



Simon Watson FCCA (Senior Statutory Auditor)

For and on behalf of  
Lovewell Blake LLP  
Chartered accountants & statutory auditor  
Bankside 300  
Peachman Way  
Broadland Business Park  
Norwich  
NR7 0LB  
19/2/2024

# CliniSys Europe Limited

## Statement of income and retained earnings

Year ended 31 December 2021

	Note	2021 \$	2020 \$
Foreign currency gain		53,845	—
Gain on disposal of investment		170,550,457	—
<b>Operating profit</b>	<b>5</b>	<b>170,604,302</b>	<b>—</b>
Income from shares in group undertakings	<b>7</b>	<b>4,142,550</b>	<b>40,199,475</b>
Other interest receivable and similar income	<b>8</b>	<b>1,219,797</b>	<b>—</b>
<b>Profit before taxation</b>		<b>175,966,649</b>	<b>40,199,475</b>
Tax on profit	<b>9</b>	<b>(228,664)</b>	<b>—</b>
<b>Profit for the financial year and total comprehensive income</b>		<b>175,737,985</b>	<b>40,199,475</b>
Dividends paid and payable	<b>10</b>	<b>(4,242,550)</b>	<b>(40,199,475)</b>
<b>Retained earnings at the start of the year</b>		<b>5,505,305</b>	<b>5,505,305</b>
<b>Retained earnings at the end of the year</b>		<b>177,000,740</b>	<b>5,505,305</b>

All the activities of the company are from continuing operations.

The notes on pages 11 to 16 form part of these financial statements.

# CliniSys Europe Limited

## Statement of financial position

31 December 2021

	Note	2021 \$	2020 \$
<b>Fixed assets</b>			
Investments	11	–	14,449,543
<b>Current assets</b>			
Debtors	12	186,160,334	40,537
<b>Creditors: Amounts falling due within one year</b>	13	(4,447,679)	(4,272,860)
<b>Net current assets/(liabilities)</b>		<u>181,712,655</u>	<u>(4,232,323)</u>
<b>Total assets less current liabilities</b>		<u>181,712,655</u>	<u>10,217,220</u>
<b>Capital and reserves</b>			
Called up share capital	14	4,711,915	4,711,915
Profit and loss account	15	<u>177,000,740</u>	<u>5,505,305</u>
<b>Shareholders funds</b>		<u>181,712,655</u>	<u>10,217,220</u>

These financial statements were approved by the board of directors and authorised for issue on 16/2/2024....., and are signed on behalf of the board by:

*John Stipancich*

J Stipancich  
Director

Company registration number: 06730825

The notes on pages 11 to 16 form part of these financial statements.

# **CliniSys Europe Limited**

## **Notes to the financial statements**

**Year ended 31 December 2021**

---

### **1. General information**

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Squire Patton Boggs (UK) LLP, Rutland House, 148 Edmund Street, Birmingham, B3 2JR.

### **2. Statement of compliance**

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

### **3. Accounting policies**

#### **Basis of preparation**

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in United States dollars, which is the functional currency of the entity.

#### **Disclosure exemptions**

The entity satisfies the criteria of being a qualifying entity as defined in FRS 102. Its financial statements are consolidated into the financial statements of Roper Industries Inc. which can be obtained from the Roper Industries Inc. website at [www.ropertech.com](http://www.ropertech.com). As such, advantage has been taken of the following disclosure exemptions available under paragraph 1.12 of FRS 102:

- (a) No cash flow statement has been presented for the company.
- (b) No disclosure has been given for the aggregate remuneration of key management personnel.

#### **Consolidation**

The entity has taken advantage of the exemption from preparing consolidated financial statements contained in Section 401 of the Companies Act 2006 on the basis that it is a wholly owned subsidiary undertaking of another company incorporated outside the EEA.

# **CliniSys Europe Limited**

## **Notes to the financial statements** *(continued)*

**Year ended 31 December 2021**

---

### **3. Accounting policies** *(continued)*

#### **Judgements and key sources of estimation uncertainty**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

#### **Significant judgements**

The judgements (apart from those involving estimations) that management has made in the process of applying the entity's accounting policies and that have the most significant effect on the amounts recognised in the financial statements are as follows:

#### **Valuation of investments**

The company considers the valuation of the investments it holds and whether there are any indicators of impairment. Where an indication of impairment is identified this is recognised as an expense through the statement of comprehensive income.

#### **Income tax**

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current and deferred taxation assets and liabilities are not discounted.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

No payments are received from group companies whom available corporation tax losses are surrendered to.

#### **Foreign currencies**

Foreign currency transactions are initially recorded in the functional currency, by applying the spot exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the reporting date, with any gains or losses being taken to the profit and loss account.

#### **Investments**

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

# CliniSys Europe Limited

## Notes to the financial statements *(continued)*

Year ended 31 December 2021

---

### 4. Reason for amending the financial statements

These accounts are amended accounts for the year ended 31 December 2021. These are now the statutory accounts and have been prepared as they were at the date of the original accounts.

The original financial statements did not comply with the requirements of the Companies Act 2006 due to not showing a true and fair view. The company's assets and income changed primarily to be denoted in United States dollars. The company's functional currency therefore became United States dollars from 24 September 2021 which is reflected in these revised financial statements. The presentation currency of these revised financial statements has been reflected from 1 January 2021 including comparatives. All amounts are therefore shown in United States dollars whereas they were previously denoted in sterling representing significant amendments to all amounts stated.

### 5. Operating profit

Operating profit or loss is stated after crediting:

	2021	2020
	\$	\$
Foreign exchange differences	(53,845)	-

Audit fees are borne by the trading subsidiary, CliniSys Information Systems (Europe) Limited. No recharge is made for such costs.

### 6. Staff costs

The average number of persons employed by the company during the year, including the directors, amounted to:

	2021	2020
	No.	No.
Administrative staff	3	3

### 7. Income from shares in group undertakings

	2021	2020
	\$	\$
Income from group undertakings	4,142,550	40,199,475

### 8. Other interest receivable and similar income

	2021	2020
	\$	\$
Interest from group undertakings	1,219,797	-

# CliniSys Europe Limited

## Notes to the financial statements *(continued)*

### Year ended 31 December 2021

#### 9. Tax on profit

##### Major components of tax expense

	2021 \$	2020 \$
<b>Current tax:</b>		
UK current tax expense	228,664	—
<b>Tax on profit</b>	<u>228,664</u>	<u>—</u>

##### Reconciliation of tax expense

The tax assessed on the profit on ordinary activities for the year is lower than (2020: lower than) the standard rate of corporation tax in the UK of 19% (2020: 19%).

The differences are explained below:-

	2021 \$	2020 \$
Profit on ordinary activities before taxation	175,966,649	40,199,475
Profit on ordinary activities by rate of tax	33,423,433	8,022,984
Income not taxable	(33,194,769)	(8,022,984)
<b>Tax on profit</b>	<u>228,664</u>	<u>—</u>

#### 10. Dividends

Dividends paid during the year (excluding those for which a liability existed at the end of the prior year):

	2021 \$	2020 \$
Equity dividends on ordinary shares	<u>4,242,550</u>	<u>40,199,475</u>

#### 11. Investments

	Shares in group undertakings \$
<b>Cost</b>	
At 1 January 2021	14,449,543
Disposals	(14,449,543)
<b>At 31 December 2021</b>	<u>—</u>
<b>Impairment</b>	
At 1 January 2021 and 31 December 2021	<u>—</u>
<b>Carrying amount</b>	
At 31 December 2021	<u>—</u>
At 31 December 2020	<u>14,449,543</u>



# CliniSys Europe Limited

## Notes to the financial statements *(continued)*

Year ended 31 December 2021

---

### 11. Investments *(continued)*

The company owned 100% of the issued share capital of CliniSys Information Systems (Europe) Limited which was transferred to Roper International Holding Incorporated.

The former subsidiary, which is a company registered in England and Wales, is principally engaged in the development, marketing, selling and servicing of communication and patient database software to hospitals. The registered address of the subsidiary is Rutland House, 148 Edmund Street, Birmingham, B3 2JR.

### 12. Debtors

	2021	2020
	\$	\$
Amounts owed by group undertakings	<u>186,160,334</u>	<u>40,537</u>

### 13. Creditors: Amounts falling due within one year

	2021	2020
	\$	\$
Amounts owed to group undertakings	4,219,015	4,272,860
Corporation tax	228,664	—
	<u>4,447,679</u>	<u>4,272,860</u>

### 14. Called up share capital

Issued, called up and fully paid

	2021		2020	
	No.	\$	No.	\$
Ordinary shares of £1 each translated as shares of \$1.3649 each	<u>3,452,205</u>	<u>4,711,915</u>	<u>3,452,205</u>	<u>4,711,915</u>

The share capital of the company is made up of 3,452,205 Ordinary £1 shares. The company changed its functional currency to United States dollars as per note 4, and as such, the share capital of the company was translated to United States dollars as at 1 January 2021.

### 15. Reserves

Called up share capital - This represents the nominal value of shares that have been issued.

Profit and loss account - This reserve records retained earnings and accumulated losses.

### 16. Related party transactions

The company has taken advantage of the exemption conferred in FRS 102 from the requirement to disclose transactions with fellow wholly owned companies within the Roper Industries Inc. group, on the basis that its results are consolidated in the financial statements of the ultimate parent undertaking, which are publicly available.

# **CliniSys Europe Limited**

## **Notes to the financial statements** *(continued)*

**Year ended 31 December 2021**

---

### **17. Controlling party**

The immediate parent undertaking and controlling party is Roper International Holding Inc., a company incorporated in United States of America.

The ultimate parent undertaking and controlling party is Roper Technologies Inc., a company incorporated in the United States of America. Roper Technologies Inc. is the parent undertaking of the largest and smallest group of undertakings to consolidate these financial statements at 31 December 2021. The consolidated financial statements of Roper Technologies Inc. can be obtained from the Roper Technologies Inc. website at [www.ropertech.com](http://www.ropertech.com).