

FINANCIAL STATEMENTS UNAUDITED

For the Year ended 31 December 2018

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DIRECTORS' REPORT

The directors present their report with the financial statements of the company for the year ended 31 December 2018.

The company has no employees. The directors are employed by other group undertakings.

R Wooldridge (resigned 3 September 2018) N Wilson (appointed 3 September 2018) J Harston (appointed 5 November 2018) R Atlas (appointed 3 September 2018)

Change of Ownership

On 16 May 2018, Antidote Bidco Limited, a UK company owned and controlled by certain funds managed by Vista Equity Partners Management LLC ("Vista") acquired 100% of the share capital of Allocate Topco Limited, the ultimate parent company of the group at the time.

Vista are a US-based, leading investment firm focused on software, data and technology-enabled businesses. The investment by Vista will support the Group's next phase of development, product innovation and global expansion.

Vista's global experience of providing product and operational expertise to its portfolio will benefit the Group, its employees, and most importantly, its customers in the years ahead.

At the time of the acquisition HgCapital, the incumbent, was given an option to co-invest with Vista on a 50/50 basis. HgCapital exercised their option and re-invested on 30 August 2018.

This report was approved by the board of directors and signed on behalf of the board by:

J HARSTON DIRECTOR

 $\frac{20}{2}$ February 2019

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 December 2018

During the year ended 31 December 2018, the company did not trade and received no income and incurred no expenditure.

Consequently, during the year ended 31 December 2018, the company made neither a profit nor a loss and had no recognised gains or losses.

BALANCE SHEET AS AT 31 December 2018

	Note	2018 £	2017 £
Current assets Debtors	2	116,540	116,540
Net current assets	-	116,540	116,540
Total assets	-	116,540	116,540
Capital and reserves Called up share capital Profit and loss account	3 4	13,200 103,340	13,200 103,340
Shareholders' deficit	=	116,540	116,540

The above company was dormant throughout the year ending 31 December 2018.

For the year ended 31 December 2018, the Company was entitled to exemption from audit under the Section 480 of the Companies Act 2006.

No members have required the Company to obtain an audit of its accounts for the year in question, in accordance with Section 476.

The directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of accounts.

These financial statements were approved by the directors and signed on P February 2019:

J HARSTON DIRECTOR

February 2019

Company registration no: 06754608

The accompanying accounting policies and notes form an integral part of these financial statements. Company no 06754608

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 December 2018

1 Accounting policies

Basis of preparation

The financial statements have been prepared on a going concern basis, under the historical cost convention and in accordance with United Kingdom applicable accounting standards.

2	Debtors
_	Deptors

	2018 £	2017 £
Amounts owed by group undertaking	<u>116,540</u>	116,540

Amounts owed by group undertaking are unsecured, interest free and have no fixed date of repayment.

3 Share capital

	£	£
Allotted, called up and unpaid		
1,320,000 Ordinary shares of £0.01 each	13,200	13,200

2018

2017

4 Reserves

	2018 £	2017 £
At 1 January	103,340	103,340
Profit for the year		-
At 31 December	103,340	103,340

5 Ultimate parent undertaking

At 31 December 2018, the company's immediate parent company was Allocate Software Limited, whose ultimate parent company is Antidote Investor Holdco Limited.

According to the register, a number of limited partnerships which are managed by Hg Pooled Management Limited ("HgCapital") (holding through a nominee company) or Vista Equity Partners ("Vista") held a significant interest in the ordinary shares of the company at 26 October 2018. The directors deem there not to be an ultimate controlling party as none of the limited partners in the limited partnerships holding an interest in the company and managed by HgCapital or Vista has an ownership interest of more than 20% of the issued share capital of the company.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 December 2018

From 1 June 2017 to 16 May 2018 the funds with significant interest were all managed by HgCapital. From 16 May 2018 to 30 August 2018 the funds with significant interest were all managed by Vista. From 30 August 2018 onwards, the funds with significant interest were managed by either Vista or HgCapital. The largest group in which the results of the company are consolidated is that headed by Allocate Topco Limited. There are no further groups in which the results of the company are consolidated. The consolidated financial statements of Allocate Topco Limited are available to the public and can be obtained from the company's registered office at 1 Church Road, Richmond, TW9 2QE.