

Company Registration Number 07036299

**MISYS CORPORATE SECRETARY LIMITED**

Report and financial statements

for the period ended

31 May 2013



**MISYS CORPORATE SECRETARY LIMITED**  
**Company Registration Number 07036299**

**DIRECTORS' REPORT**

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The Directors presents their annual report and financial statements of the Company for the period ended 31 May 2013

**Principal activities and review of the business**

The Company is a non trading subsidiary within the Misys Group. The Company was dormant throughout the period. No significant change in the activities of the Company is envisaged in the forthcoming year.

**Directors**

The Directors who served during the period and up to the date of signing of the financial statements were as follows

N Farrimond	(resigned 6 September 2012)
J Dudley	(resigned 31 July 2013)
T Homer	
S Brain	(resigned 6 July 2012)
B Patel	(appointed 6 September 2012, resigned 31 May 2013)
J Hawkes	(appointed 31 May 2013, resigned 1 October 2013)
E Collins	(appointed 31 July 2013)

**Statement of Directors' responsibilities**

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 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,
- state whether applicable UK Accounting Standards have been followed subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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**DIRECTORS' REPORT**

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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.

**Auditors**

In accordance with section 480 of the Companies Act 2006, the Company was entitled to exemption from the requirement to have its financial statements for the period ended 31 May 2013 audited.

By order of the Board



E Collins

**Director**

20 November 2013

**MISYS CORPORATE SECRETARY LIMITED**

**BALANCE SHEET AS AT 31 MAY 2013**

	Note	2013 £	2012 £
<b>NET ASSETS</b>			
Debtors	3	<u>1</u>	<u>1</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	4	<u>1</u>	<u>1</u>

The Company has not traded during the period, consequently no profit and loss account is submitted

**The Directors**

- I confirm that for the year ended 31 May 2013 the Company was entitled to the exemption under section 480 of the Companies Act 2006 from the requirement to have its financial statements audited
- II confirm that members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act 2006
- III acknowledge their responsibility for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts

The financial statements on pages 2 and 3 were approved by the Board of Directors on 20 November 2013 and signed on its behalf by



**T Homer**  
**Director**

# MISYS CORPORATE SECRETARY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

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### 1. ACCOUNTING POLICIES

#### Accounting convention

The financial statements are prepared on the going concern basis under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies which have been applied consistently throughout the year are set out below.

### 2. CASH FLOW AND RELATED PARTY DISCLOSURES

The Company is a wholly owned subsidiary of Misys Newco 2 S à r l and is included in the consolidated financial statements of that company, which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS1 (revised 1996) 'Cash Flow Statements'.

The Company is exempt under paragraph 3(c) of FRS 8 'Related party disclosures' from disclosing transactions and balances with companies within the same group as it is a wholly owned subsidiary of Misys Newco 2 S à r l which publishes consolidated financial statements.

### 3. DEBTORS

	2013 £	2012 £
Amount due from group undertakings	<u>1</u>	<u>1</u>

Amount due from group undertaking is unsecured, interest free and repayable on demand.

### 4. CALLED UP SHARE CAPITAL

	2013 £	2012 £
<b>Authorised</b>		
1 Ordinary shares of £1 each	<u>1</u>	<u>1</u>
<b>Allotted, called up and fully paid</b>		
1 Ordinary Shares of £1 each	<u>1</u>	<u>1</u>

### 5. ULTIMATE PARENT COMPANY

The Company's immediate parent company is Misys Group Holdings Limited.

The parent company of the smallest group in which the Company is included in consolidated financial statements is that of Misys Newco 2 S à r l. The parent company of the largest group in which the Company is included in consolidated financial statements is that of Misys Newco S à r l.

Copies of the group financial statements of Misys Newco 2 S à r l and Misys Newco S à r l may be obtained from the Misys Group Secretariat, One Kingdom Street, Paddington, London W2 6BL.

The ultimate parent undertaking and controlling party is VEPF IV AIV II L P, a limited partnership incorporated in the Cayman Islands.