2 0 9 7 4

Ross Systems Limited

Report & Financial Statements

Year Ended

30 June 2005

Ross Systems Limited

Annual report and financial statement for the year ended 30 June 2005

Contents

Page:

2	Report of the directors
3	Balance sheet
4	Notes forming part of the financial statements

Directors

Franciscus Leonardus Lodewijk Arthur Masseur

Robert William Taylor

Secretary

Eloise Antoine

Registered Office

Pioneer House, 7 Rushmills, Northampton, NN4 7YB

Company Number

0202594

Ross Systems Limited

Report of the directors for the year ended 30 June 2005

The directors present their report together with the financial statements for the year ended 30 June 2005.

Results and principal activities

The Company has not traded during the financial year and accordingly no profit and loss account is attached. The directors believe that the company will remain dormant for the foreseeable future.

Directors

The directors of the company during the year were:

F. Masseur

R.B. Webster

No director had any beneficial interest in the share capital of the company.

All the directors were also directors of the UK holding company, Ross Systems (UK) Limited. Their interests in the shares of other group companies are disclosed in the directors' reports of those companies.

On behalf of the board

F. Masseur
Director

28 April 2006

Ross Systems Limited

Balance sheet at 30 June 2005

	Note	2005 £	2004 £
Current assets			
Debtors	2	**100,180**	100,180
Capital and reserves			
Called up share capital	3	**10,000**	10,000
Profit and loss account		**90,180**	90,180
Equity shareholders' funds		**100,180**	100,180

The directors have taken advantage of the exemption conferred by section 249AA(1) not to have these financial statements audited and confirm that no notice has been deposited under section 249B(2) of the Companies Act 1985. The directors acknowledge their responsibilities for:

(a) Ensuring the company keeps accounting records which comply with section 221 of the Companies Act 1985; and

(b) Preparing financial statements which give a true and fair view of the state of affairs of the company as at 30 June 2005 and of its profit for the year then ended in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act 1985 relating to the financial statements, so far as applicable to the company.

The company, whose ultimate parent company is Ross Systems Inc., was dormant within the meaning of section 249AA of the Companies Act 1985 throughout the year.

The financial statements were approved by the Board on 28 April 2006.

F. Masseur
Director

The notes on page 4 form part of these financial statements

Ross Systems Limited

Notes forming part of the financial statements for the year ended 30 June 2005

1. Accounting policies

The financial statements have been prepared under the historical cost convention.

2. Debtors

	2005	2004
	£	£
Amounts receivable after more than one year		
Amounts owed by group undertakings	100,180	100,180

3. Share capital

	Authorised		Allotted, called up and fully paid	
	2005	2004	2005	2004
	£	£	£	£
Equity share capital				
Ordinary shares of £1 each	**10,000**	10,000	**10,000**	10,000

4. Ultimate parent company and parent undertaking of a larger company

The ultimate holding company is Ross Systems Inc., which is incorporated in the USA.

The company's immediate holding company is Ross Systems (UK) Limited, which is registered in England and Wales.

The largest group in which the results of the company are consolidated is that headed by Ross Systems Inc. incorporated in the state of Delaware, USA. The consolidated accounts of Ross Systems Inc. are available to the public and may be obtained from the corporate headquarters at:

Concourse Corporate Center Two
Two Concourse parkway
Suite 800
Atlanta
Georgia 30328
USA