

COMPANY NUMBER. 1540180

**TIS SOFTWARE LIMITED
DIRECTORS' REPORT AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2009**



**TIS SOFTWARE LIMITED
COMPANY INFORMATION**

DIRECTORS

M E Creswell
P Lusty (resigned 18 September 2009)
G A Masom
M Johns
C Thomason

SECRETARY

M Johns

AUDITORS

Horwath Clark Whitehill LLP
Aquis House
49 – 51 Blagrove Street
Reading
Berkshire
RG1 1PL

BANKERS

Lloyds TSB Bank plc
45 High Street
Maidenhead
Berkshire
SL6 1JS

REGISTERED OFFICE

Remenham House
Regatta Place
Marlow Road
Bourne End
Buckinghamshire
SL8 5TD

**TIS SOFTWARE LIMITED
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 MAY 2009**

The directors present their report and financial statements for the year ended 31 May 2009

PRINCIPAL ACTIVITY

The principal activity of the company is the design, manufacture and supply of computer software and the provision of associated professional and maintenance services

RESULTS AND DIVIDENDS

The financial highlights for the year were

- Revenues decreased by 16% to £5.9m (2008 £6.9m)
- Operating profit was £0.5m (2008 £1.2m)
- Profit after tax of £587k (2008 £981k)
- Cash balance at the end of the year was £958k (2008 £729k)
- Bank facilities renegotiated and extended during the year

The directors do not recommend the payment of any dividends (2008 £nil)

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

Against a backdrop of turbulent economic conditions and in common with most organisations the company has faced a challenging year. Within our core markets companies have found trading conditions tough and this combined with the squeeze on credit has resulted in many companies postponing or scaling back IT projects and seeking to preserve cash. The impact of this has been that licence sales to both new and existing customers are lower than the previous year and account for the majority of the decline in revenue year on year.

During the year we took decisive action to offset the fall in revenue by reducing costs and making a limited number of redundancies. The steps taken ensured that the operating business remained profitable. In the year we generated over 50% of our income from recurring revenues and it is the predictability and security of this recurring revenue that enables us to continue investing in both enhancing our existing products and the development of new software.

During the year we also took the opportunity to renegotiate and extend our banking facilities on favourable terms and this, combined with the fact that our cash collections from customers have remained largely unaffected by the economic conditions, has enabled us to strengthen the cash position of the Company and the Group.

Although lower than the prior year the Company has continued to generate demand for the OneOffice software suite from both existing customers and new customers. We are continuing to invest in further enhancements to the OneOffice and Strategix software products and have also invested in extending the products in new areas. One of the key areas of development during the last year has been the creation of our new integrated web trading platform, OneOffice Connect Web. We have already secured our first customers for OneOffice Connect Web and expect to make further sales in the new financial year to existing customers who either need to upgrade their current online trading platform or wish to extend their current sales channels with an online trading platform.

**TIS SOFTWARE LIMITED
DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2009**

Outlook

With no evidence at the start of the new financial year of an improvement in the economic climate or trading conditions the directors took the decision to further restructure the business to reduce costs, preserve cash and protect future investment in product development. This restructuring has been completed during the first half of the financial year and the directors are confident that the Company is now stronger and better positioned for the future. The directors are encouraged that with the current challenging trading conditions the Company has continued to sign new business and extend its sales to existing customers and the directors believe that when confidence returns to the economy the Company is well positioned to take advantage of the opportunities that will arise.

The Directors view the remainder of the financial year to 31st May 2010 with confidence.

BUSINESS RISKS

In common with other companies in the computer software sector, the Company may be impacted by external market factors beyond its reasonable control. These could include:

- A further deterioration in the general economic environment or market conditions for business application software that restricts the Company's ability to close new business with the associated financial implications this could have. To mitigate this risk we seek to ensure that we maintain close and strategic relationships with our customers and in doing so minimise our reliance on new business sales.
- Advances in general technology and/or the capability of competitor products. To mitigate this risk we continue to invest in technology and application development.

DIRECTORS

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

M E Creswell
P Lusty (resigned 18 September 2009)
G A Masom
C Thomason
M Johns

The directors had no interest in the share capital of the company. The interests of the directors in TIS Software Holdings Limited are shown in that company's Directors' Report.

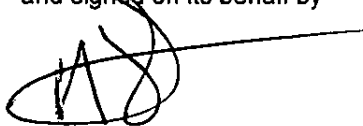
PROVISION OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- So far as that director is aware there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information.

**TIS SOFTWARE LIMITED
DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2009**

Approved by the Board on 25/02/10
and signed on its behalf by



M Johns

TIS SOFTWARE LIMITED

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 estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to assume 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.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TIS SOFTWARE LIMITED

We have audited the financial statements of TIS Software Ltd for the year ended 31st May 2009 which comprise the Profit and Loss Account, Balance Sheet and the related notes set out in pages 7 to 17

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TIS SOFTWARE LIMITED (CONTINUED)

Unqualified opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31st May 2009 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

Matters on which we are required to report by exception

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 financial statements are not in agreement with the accounting records and 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

Ian Dale (Senior statutory auditor)

for and on behalf of
Horwath Clark Whitehill LLP
Chartered Accountants
Statutory Auditor

25 Feb 2010

Aquis House
49-51 Blagrove Street
Reading
Berkshire
RG1 1PL

TIS SOFTWARE LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MAY 2009

	Notes	2009 £	2008 £
TURNOVER	2	5,849,059	6,940,217
Cost of sales		<u>(371,350)</u>	<u>(389,021)</u>
GROSS PROFIT		5,477,709	6,551,196
Administrative expenses		<u>4,938,172)</u>	<u>(5,317,442)</u>
OPERATING PROFIT		539,537	1,233,754
Interest payable	6	(53,909)	(56,715)
Interest receivable		<u>20,061</u>	<u>2,156</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		505,689	1,179,195
Tax on profit on ordinary activities	7	<u>81,246</u>	<u>(198,000)</u>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		<u>586,935</u>	<u>981,195</u>

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

There are no recognised gains or losses other than the retained profit for the year

TIS SOFTWARE LIMITED
REGISTERED NUMBER: 1540180
BALANCE SHEET
31 MAY 2009

	Notes	2009 £	2008 £
FIXED ASSETS			
Tangible assets	9	519,839	585,063
Investments	10	<u>2</u>	<u>2</u>
		<u>519,841</u>	<u>585,065</u>
CURRENT ASSETS			
Stocks	11	-	1,199
Debtors	12	5,122,131	4,683,400
Cash at bank and in hand		<u>958,422</u>	<u>729,375</u>
		6,080,553	5,413,974
CREDITORS · Amounts falling due within one year	13	<u>(2,842,940)</u>	<u>(3,199,050)</u>
NET CURRENT ASSETS		<u>3,237,613</u>	<u>2,214,924</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		3,757,454	2,799,989
CREDITORS : Amounts falling due after more than one year	14	<u>(541,865)</u>	<u>(171,335)</u>
NET ASSETS		<u>£ 3,215,589</u>	<u>£ 2,628,654</u>
CAPITAL AND RESERVES			
Called up share capital	18	887,397	887,397
Profit and loss account	19	<u>2,328,192</u>	<u>1,741,257</u>
EQUITY SHAREHOLDERS' FUNDS		<u>£ 3,215,589</u>	<u>£ 2,628,654</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 25/02/10


M Johns

TIS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2009

1 ACCOUNTING POLICIES

a) Basis of Preparation

The financial statements are prepared under the historical cost convention

b) Cash Flow Statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement

c) Related Parties Transactions

The company has taken advantage of the exemption in FRS 8 not to disclose transactions with other group companies

d) Fixed Assets

All fixed assets are initially recorded at cost

e) Depreciation

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value based on prices prevailing at the date of acquisition of each asset evenly over its expected useful life, as follows

Freehold Property	-	2% per annum
Furniture, Fittings and Equipment	-	10% - 33 33% per annum
Motor Vehicles	-	25% - 33 33% per annum

f) Stock

Stock is valued at the lower of cost and net realisable value

g) Research & Development

Research and development expenditure, including, the cost of software products developed in-house, is expensed in the year in which it is incurred

h) Deferred Taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exceptions

- provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold,

TIS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2009

1 ACCOUNTING POLICIES (CONTINUED)

h) Deferred Taxation (continued)

- deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing difference reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

i) Foreign Currencies

Assets and liabilities denominated in foreign currencies have been translated at the rate of exchange ruling at the balance sheet date. Transactions completed during the accounting period are translated into Sterling at the rate of exchange ruling at the date of the transaction. All profits or losses on exchange are dealt with through the profit and loss account.

j) Operating Lease Agreements

Rentals paid under operating leases are charged in the profit and loss account on a straight line basis over the lease term. Any premium or discount on the acquisition of a lease is spread over the lease term.

k) Pension Costs

The Company operates a defined contribution pension scheme covering the majority of its employees. The costs of the pension scheme are charged in the profit and loss account as they fall due.

Outstanding contributions at the year end were £32,690 (2008 £25,949)

l) Group Financial Statements

Group financial statements have not been prepared as the company is exempt from preparing financial statements under s400 of the Companies Act 2006, on the basis that the company is a subsidiary of an EC parent company which prepares group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

2 TURNOVER

Turnover represents amounts invoiced to customers, net of VAT, for goods and services. Revenues from systems are recognised upon delivery to a customer when there are no significant vendor obligations remaining and the collection of the resulting receivable is considered probable. In circumstances where a considerable vendor obligation exists, revenue recognition is delayed until the obligation has been satisfied. Service revenue comprises revenue for maintenance, transaction processing and professional services. Maintenance and support contracts are recognised rateably over the period of the contract. Electronic data interchange and remote processing services are recognised monthly as work is performed. Professional services, such as implementation, training and consultancy, are recognised when the services are performed.

Turnover is attributable to one continuing activity, the sale of software and supporting services.

TIS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2009

2. TURNOVER (CONTINUED)

An analysis of turnover by geographical market is given below

	2009 £	2008 £
United Kingdom	5,679,644	6,831,537
Europe	92,470	77,538
Rest of the World	<u>76,945</u>	<u>31,142</u>
	<u>£ 5,849,059</u>	<u>£ 6,940,217</u>

3. OPERATING PROFIT

	2009 £	2008 £
This is stated after charging -		
Auditors' remuneration		
- audit services	14,000	11,900
- non-audit services	9,630	6,540
Depreciation on owned fixed assets	81,999	83,810
Operating lease payments		
- land and buildings	157,500	157,500
- plant and machinery	23,845	17,608
Research and development	<u>721,720</u>	<u>670,823</u>

4. STAFF COSTS

	2009 £	2008 £
Wages and salaries	3,072,763	3,207,824
Social security costs	374,280	398,852
Other pension costs	<u>132,174</u>	<u>146,443</u>
	<u>£3,579,217</u>	<u>£3,753,119</u>

The monthly average number of employees during the year was as follows

	2009 No	2008 No
Programming and engineering staff	49	54
Sales and marketing staff	6	7
Administrative and management	<u>9</u>	<u>10</u>
	<u>64</u>	<u>71</u>

TIS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2009

5 DIRECTORS' EMOLUMENTS

	2009 £	2008 £
Emoluments	<u>£ 550,734</u>	<u>£ 619,235</u>
Value of company pension contributions to money purchase schemes	<u>£ 44,800</u>	<u>£ 54,581</u>
	2009 No.	2008 No
Members of money purchase pension scheme	<u>4</u>	<u>6</u>

The amounts in respect of the highest paid director are as follows

	2009 £	2008 £
Emoluments	<u>£ 164,072</u>	<u>£ 126,144</u>
Value of company pension contributions to money purchase schemes	<u>£ 15,625</u>	<u>£ 14,063</u>

6. INTEREST PAYABLE

	2009 £	2008 £
Bank interest payable	51,729	54,639
Interest on other loans	<u>2,180</u>	<u>2,076</u>
	<u>£ 53,909</u>	<u>£ 56,715</u>

7. TAX

	2009 £	2008 £
(a) Tax on profit on ordinary activities		
The tax charge is made up as follows		
UK Corporation Tax		
UK corporation tax charge on profit for the year	14,500	198,000
Adjustments in respect of previous periods	<u>(95,746)</u>	<u>-</u>
Total tax (credit)/charge for the year	<u>£ (81,246)</u>	<u>£ 198,000</u>

TIS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2009

7. TAX (CONTINUED)

	2009 £	2008 £
(b) Factors affecting current tax charge.		
The differences are reconciled below		
Profit on ordinary activities before taxation	<u>£ 505,689</u>	<u>£ 1,179,195</u>
Profit on ordinary activities multiplied by standard rate of Corporation Tax in the UK of 21.00% (2008 29.67%)	106,195	349,827
Expenses not deductible for tax purposes	3,091	6,277
Depreciation in excess of capital allowances	853	(5,304)
Group relief claimed before payment	(73,057)	(163,145)
Short term timing differences	1,012	10,345
Adjustments in respect of previous periods	(95,746)	-
Additional deduction for R&D expenditure	<u>(23,594)</u>	<u>-</u>
Total current tax	<u>£ (81,246)</u>	<u>£ 198,000</u>
(c) Deferred tax	2009 £	2008 £
The deferred tax asset not recognised in the financial statements is as follows		
Capital allowances in advance of depreciation	20,363	26,490
Other timing differences	<u>20,280</u>	<u>25,821</u>
	<u>£ 40,643</u>	<u>£ 52,311</u>

8. DIVIDENDS

No dividend has been recommended for the year ended 31 May 2009

9. TANGIBLE FIXED ASSETS

	Freehold property £	Fixtures & Fittings £	Total £
COST.			
At 31 May 2008	717,140	697,617	1,414,757
Additions	-	16,775	16,775
Disposals	<u>-</u>	<u>(27,506)</u>	<u>(27,506)</u>
At 31 May 2009	<u>717,140</u>	<u>686,886</u>	<u>1,404,026</u>
DEPRECIATION			
At 31 May 2008	297,557	532,137	829,694
Provided during the year	10,600	71,399	81,999
Disposals	<u>-</u>	<u>(27,506)</u>	<u>(27,506)</u>
At 31 May 2009	<u>308,157</u>	<u>576,030</u>	<u>884,187</u>
NET BOOK VALUES			
At 31 May 2009	<u>£ 408,983</u>	<u>£ 110,856</u>	<u>£ 519,839</u>
At 31 May 2008	<u>£ 419,583</u>	<u>£ 165,480</u>	<u>£ 585,063</u>

TIS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2009

10. INVESTMENTS

	Shares in subsidiary undertakings £
Cost	
At 31 May 2008 and 31 May 2009	<u>£ 133,719</u>
Provision	
At 31 May 2008 and 31 May 2009	<u>£ 133,717</u>
Net book value	
At 31 May 2008 and 31 May 2009	<u>£ 2</u>

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows -

Name of company	Country of registration or incorporation	Holding	Proportion of voting rights	Nature of Business
Strategix Software plc	England and Wales	Ordinary	100%	Dormant
Strategix-ASP com Limited*	England and Wales	Ordinary	100%	Dormant
TIS Software (EBT) Limited	England and Wales	Ordinary	100%	Corporate Trustee

* The company's 100% holding in the shares in this company is in part held indirectly through its ownership of TIS Software (EBT) Limited

11 STOCKS

	2009 £	2008 £
Finished goods	<u>£ -</u>	<u>£ 1,199</u>

12. DEBTORS

	2009 £	2008 £
Trade debtors	928,738	961,763
Amounts owed by group undertakings	4,028,205	3,476,932
Other debtors	233	253
Prepayments and accrued income	<u>164,955</u>	<u>244,452</u>
	<u>£ 5,122,131</u>	<u>£ 4,683,400</u>

TIS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2009

13. CREDITORS· Amounts falling due within one year

	2009 £	2008 £
Bank loans and overdrafts	306,250	208,696
Trade creditors	189,263	211,101
Corporation tax	57,663	198,000
Other taxation and social security	302,859	430,794
Other creditors	32,690	21,781
Accruals and deferred income	<u>1,954,215</u>	<u>2,128,678</u>
	<u>£ 2,842,940</u>	<u>£ 3,199,050</u>

The bank loans and overdrafts are secured by a fixed and floating charge over all the company's assets

14 CREDITORS· Amounts falling due after more than one year

	2009 £	2008 £
Loans (note 16)	521,452	151,184
Deferred income	<u>20,413</u>	<u>20,151</u>
	<u>£ 541,865</u>	<u>£ 171,335</u>

The loans are secured by a fixed and floating charge over all the assets of the company

15. LOANS

	2009 £	2008 £
Amounts falling due		
- in one year or less	306,250	208,696
- in more than one but not more than two years	103,750	156,522
- in more than two but not more than five years	108,750	-
- in more than five years	<u>348,534</u>	<u>-</u>
	867,284	365,218
Less unamortized issue costs	<u>(39,582)</u>	<u>(5,338)</u>
	<u>£ 827,702</u>	<u>£ 359,880</u>

The bank loans include a two year term loan and a 15 year mortgage

The two year term loan is repayable in 24 month instalments. Interest accrues at Lloyds TSB Bank base rate plus 1.75% and is paid monthly in arrears. The last repayment on the loan is August 2010.

The fifteen year mortgage is secured against the freehold property and repayable in monthly instalments. Interest on the mortgage accrues at Lloyds TSB Bank base rate plus 1.75% and is paid monthly in arrears. The last repayment of the mortgage is in August 2023.

TIS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2009

16. CONTINGENT LIABILITIES

The company is part of a group cross guarantee with TIS Software Holdings Limited and Smartpoint Technologies Limited on liabilities due to Lloyds TSB Bank plc. The amount due at 31 May 2009 by the group is £827,702. At 31 May 2009 the amounts due are solely due by TIS Software Limited.

17. COMMITMENTS UNDER OPERATING LEASES

At 31 May 2009 the company had annual commitments under non-cancellable operating leases as set out below:

	Land and buildings	Other	Land and buildings	Other
	2009		2008	
	£	£	£	£
Operating leases which expire				
- within one year	-	5,867	-	-
- in two to five years	157,500	8,245	157,500	22,913
- in over five years	-	-	-	-
	<u>£ 157,500</u>	<u>£ 14,112</u>	<u>£ 157,500</u>	<u>£ 22,913</u>

18. SHARE CAPITAL

			2009	2008
			£	£
Authorised				
'A' Ordinary shares of £1 each			992,000	992,000
'B' Ordinary shares of £1 each			<u>8,000</u>	<u>8,000</u>
			<u>£1,000,000</u>	<u>£1,000,000</u>
Allotted, called up and fully paid				
		2009		2008
	No	£	No	£
'A' Ordinary shares of £1 each	879,597	879,597	879,597	879,597
'B' Ordinary shares of £1 each	7,800	<u>7,800</u>	7,800	<u>7,800</u>
		<u>£ 887,397</u>		<u>£ 887,397</u>

TIS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2009

19. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENT ON RESERVES

	Share capital	Profit & loss account	Total shareholders' funds
	£	£	£
At 1 June 2007	887,397	760,062	1,647,459
Profit for the year	<u>-</u>	<u>981,195</u>	<u>981,195</u>
At 31 May 2008	887,397	1,741,257	2,628,654
Profit for the year	<u>-</u>	<u>586,935</u>	<u>586,935</u>
At 31 May 2009	<u>£ 887,397</u>	<u>£ 2,328,192</u>	<u>£ 3,215,589</u>

20. ULTIMATE PARENT COMPANY

The company's immediate and ultimate parent undertaking is TIS Software Holdings Limited, copies of whose consolidated financial statements are available from Remenham House, Regatta Place, Marlow Road, Bourne End, Buckinghamshire SL8 5TD