COMPANY NO 2231204

STRAND ELECTORAL MANAGEMENT SERVICES LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 OCTOBER 2011

FRIDAY

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DIRECTORS' REPORT AND FINANCIAL STATEMENTS

For the year ended 31 October 2011

Company Registration Number.

2231204

Registered Office

2nd Floor

Chancery Exchange 10 Furnival Street

London EC4A 1AB

Directors:

R G Q Kellett-Clarke W S Edmondson

Secretary:

J Mackie

Solicitors:

Memery Crystal

44 Southampton Buildings

London WC2A 1AP

Auditor:

Grant Thornton UK LLP

Grant Thornton House Melton Street

Euston Square London

NW1 2EP

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

For the year ended 31 October 2011

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REPORT OF THE DIRECTORS

For the year ended 31 October 2011

The directors present their report together with financial statements for the year ended 31 October 2011

Principal activity

The principal activity of the company is the provision of electoral management services

Business review and future developments

The profit for the year after taxation amounted to £617,552 (4 month period ended 31 October 2010 £160,460).

Key financial performance indicators, including the management of profitability and working capital, monitored on an ongoing basis by management are set out below.

| Indicator | Year ended 31 October 2011 | 4 months ended 31 October 2010 | Measure |
|----------------------|----------------------------------|---|--|
| Turnover (£'000) | 1,613 | 459 | |
| Profitability ratios | | | |
| Gross margin | 86% | 82% | Gross profit as a percentage of turnover |
| Liquidity ratio | | | |
| Current ratio | 2.01 | 1.34 | Current assets divided by current liabilities |
| Other indicator | | | |
| Debtor days | - | 5 | Year end trade debtors divided by turnover, multiplied by 365 (2010 123) days. |
| Debtor days | - | 5 | turnover, multiplied by 365 |

REPORT OF THE DIRECTORS

For the year ended 31 October 2011

Directors

The names of persons who were directors at any time during the financial period and up to the date of the signing of the financial statements are listed below:

W S Edmondson R G Q Kellet-Clarke

The interests of the directors in the shares of the parent company, IDOX plc, are disclosed in that company's financial statements.

Directors' responsibilities for the financial statements

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 financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) The financial statements are required by law to 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 judgments and 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
- 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 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.

Financial risk management objectives and policies

The company uses various financial instruments which include cash, equity investments and items such as trade debtors and trade creditors that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the company's operations

The main risk arising from the company's financial instruments is credit risk. The directors review this risk on an ongoing basis. This policy has remained unchanged from previous years.

REPORT OF THE DIRECTORS

For the year ended 31 October 2011

Credit risk

The company's principal financial assets are cash and trade debtors. The credit risk associated with cash is limited as the counterparties have high credit ratings assigned by international credit-rating agencies. The principal credit risk arises therefore from its trade debtors. This risk is mitigated by the nature of the customers

In order to manage credit risk, the management review the debt ageing on an ongoing basis, together with the collection history and third party credit references where appropriate.

Liquidity risk

The company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably.

Interest rate risk

Any funds over and above the current working capital requirements of the company are invested in high interest deposit accounts.

Disclosure of information to auditors

In the case of each of the persons who were directors of the company at the date when this report was approved:

- so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware
- they have taken all steps they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditor

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487(2) of the Companies Act 2006 unless the company received notice under section 488(1) of the Companies Act 2006.

BY ORDER OF THE BOARD

W Edmondson Director

26 April 2012

REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF STRAND ELECTORAL MANAGEMENT SERVICES LIMITED

We have audited the financial statements of Strand Electoral Management Services Limited for the year ended 31 October 2011 which comprise the principal accounting policies, the profit and loss account, the balance sheet and the related notes. 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 Directors' Responsibilities Statement set out on page 2, 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www frc.org.uk/apb/scope/private cfm

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 31 October 2011 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

Million

Steve Maslin Senior Statutory Auditor for and on behalf of Grant Thornton UK LLP London 26 April 2012

PRINCIPAL ACCOUNTING POLICIES

For the year ended 31 October 2011

BASIS OF PREPARATION AND GOING CONCERN

The financial statements have been prepared under the historical cost convention, in accordance with applicable United Kingdom accounting standards and on a going concern basis since the company has received guarantees of financial support from its parent undertaking, IDOX plc, for the foreseeable future.

The company is a wholly owned subsidiary of IDOX plc and the cash flows of the company are included in the consolidated group cash flow statement. Consequently, the company is exempt under the terms of Financial Reporting Standard 1 (revised 1996) from publishing a cash flow statement.

TURNOVER

Turnover represents the amounts receivable in respect of services provided during the year, stated net of value added tax

The company derives its revenue streams from electoral management services.

Revenue from projects is recognised over the life of the project in accordance with the stage of completion. Revenue from information solutions based managed services is recognised on a usage basis as the service is performed.

GOODWILL

Purchased goodwill representing the excess of the fair value of the consideration paid over the fair values of the identifiable net assets acquired, is capitalised and is amortised on a straight line basis over a period of 10 years, being its estimated useful life. In accordance with FRS11, goodwill is assessed for impairment when an indication of such impairment exists.

TANGIBLE FIXED ASSETS AND DEPRECIATION

Depreciation is provided using the following rates and bases so as to write off the cost or valuation of tangible fixed assets over their expected useful lives. The rates generally applicable are:

Computer equipment Computer software

25% straight line 100% straight line

PRINCIPAL ACCOUNTING POLICIES

For the year ended 31 October 2011

DEFERRED TAXATION

Deferred tax is recognised on all timing differences where the transactions or events that give the company an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised when it is more likely than not that they will be recovered Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date.

CONTRIBUTIONS TO DEFINED CONTRIBUTION PENSION SCHEMES

Contributions paid to private pension plans of certain employees are charged to the profit and loss account in the period in which they become payable. Contributions paid to the group personal pension plans of employees are charged to the profit and loss account in the period in which they become payable

FINANCIAL INSTRUMENTS

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

OPERATING LEASES

Amounts paid under operating leases are charged to the profit and loss account on a straight line basis over the lease term

PROFIT AND LOSS ACCOUNT

For the year ended 31 October 2011

| | Note | Year ended 31 October 2011 £ | 4 months ended 31 October 2010 £ |
|---|------------------|--|--|
| Turnover | | 1,612,840 | 459,136 |
| Cost of sales | | (219,518) | (84,091) |
| Gross profit | | 1,393,322 | 375,045 |
| Staff costs | 2 | (483,255) | (165,584) |
| Redundancy costs | 2 | (615) | - |
| Other operating charges | | (65,424) | 13,419 |
| Operating profit | | 844,028 | 222,880 |
| Interest receivable | 3 | 556_ | 6 |
| Profit on ordinary activities before taxation | | 844,584 | 222,886 |
| Tax on profit on ordinary activities | 4 | (227,032) | (62,426) |
| Profit for the year transferred to reserves | 10 | 617,552 | 160,460 |
| STATEMENT OF TOTAL RECOGNISED | GAINS AND LOSSES | Year ended 31 October 2011 £ | 4 months ended 31 October 2010 £ |
| Profit after tax Dividend paid Total recognised gains and losses attributable to shareholders | | 617,552 | 160,460 (260,000) (99,540) |

All operations are attributable to continuing operations. The accompanying accounting policies and notes form an integral part of these financial statements.

Strand Electoral Management Limited

Company Number 2231204

BALANCE SHEET At 31 October 2011

| | Note | 31 October 2011 £ | 31 October 2011 £ | 31 October 2010 £ | 31 October 2010 £ |
|--------------------------------|------|----------------------------|----------------------------|----------------------------|----------------------------|
| Fixed assets | | | | | |
| Tangible assets | 5 | | 6,312 | | 1,147 |
| Current assets | | | | | |
| Debtors | 6 | 1,821,989 | | 1,176,540 | |
| Cash at bank and in hand | • | - | | 37,659 | |
| - | | 1,821,989 | | 1,214,199 | |
| Creditors: amounts falling due | | .,, | | .,, | |
| within one year | 7 | (904,814) | | (912,644) | |
| Net current assets | | | 917,175 | | 301,555 |
| Net assets | | | 923,487 | | 302,702 |
| Capital and reserves | | | | | |
| Called up share capital | 8 | | 75 | | 75 |
| Share option reserve | 10 | | 3,233 | | - |
| Profit and loss account | 10 | | 920,179 | | 302,627 |
| Shareholders' funds | 11 | • | 923,487 | - | 302,702 |
| | • • | • | | - | |

The financial statements were approved by the Board of Directors on 26 April 2012.

W Edmondson Director

The accompanying accounting policies and notes form an integral part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 October 2011

1 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The profit on ordinary activities is stated after charging:

| | ended 31 October 2011 £ | ended 31 October 2010 £ |
|---|----------------------------------|----------------------------------|
| Auditor's remuneration: - Audit services | 5,000 | - |
| - Non-audit services - taxation Depreciation | 1,000 1,422 | 1,730 |

Year

4 months

2 DIRECTORS AND EMPLOYEES

| Staff costs during the year were as follows: | Year ended 31 October 2011 £ | 4 months ended 31 October 2010 £ |
|--|--|--|
| Wages and salaries Social security costs Pension costs | 413,483 50,173 19,599 483,255 | 143,267 15,744 6,573 165,584 |

During the year the company incurred redundancy payments to former staff of £615 (2010 nil)

The average number of employees of the company during the year was 8 (period ended 31 October 2010 9)

| | Year ended 31 October 2011 Number | 4 months ended 31 October 2010 Number |
|--|---|---|
| Software sales Office and administration | 2 1 5 | 2 1 6 |
| Operations | 8 | 9 |



NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 October 2011

DIRECTORS AND EMPLOYEES (CONTINUED)

The Company paid Enil directors remuneration (2010: Enil)

Remuneration of certain directors, for their services to the Idox group for the year ended 31 October 2011, was paid by IDOX Software Limited, a subsidiary of IDOX plc, as follows:

| | Year ended 2011 | Year ended 2010 |
|-----------------------|-----------------------|-----------------------|
| | £ | £ |
| Aggregate emoluments | 495,348 | 480,087 |
| Pension contributions | 29,106 | 16,250 |
| | 524,454 | 496,337 |

The comparatives above are amounts paid to the directors for their services to the Idox group for the full year ended 31 October 2010.

The amounts set out above include remuneration in respect of the highest paid director as follows:

| | 2011 £ | 2010 £ |
|-----------------------|-----------|-----------|
| Aggregate emoluments | 310,494 | 306,046 |
| Pension contributions | 22,106 | 9,750 |
| | 332,600 | 315,796 |

During the year two directors exercised share options (2010 one) The highest paid director did exercise share options in 2011 but did not exercise any in 2010.

3 INTEREST RECEIVABLE

Interest receivable

| Year | 4 months |
|----------|----------|
| ended 31 | ended 31 |
| October | October |
| 2011 | 2010 |
| £ | £ |
| 556 | 6 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 October 2011

4 TAX ON PROFIT ON ORDINARY ACTIVITIES

| | Year | 4 months |
|--|--|---|
| | ended 31 | ended 31 |
| | October | October |
| | 2011 | 2010 |
| | £ | £ |
| The tax charge is made up as follows: | | |
| UK corporation tax | 227,749 | 64,199 |
| Adjustments in respect of prior years | (820) | |
| The state of the s | 226,929 | 64,199 |
| Deferred tax arramation and reversal of timing differences | 522 | (4.773) |
| Deferred tax - origination and reversal of timing differences | | (1,773) |
| Adjustments in respect of prior years | (419) | |
| | 103 | (1,773) |
| Tax charge on profit on ordinary activities | 227,032 | 62,426 |
| | | |
| | Year | 4 months |
| | ended 31 | ended 31 |
| | ended 31 October | ended 31 October |
| | ended 31 October 2011 | ended 31 October 2010 |
| Factors affecting the tax charge for the period: | ended 31 October | ended 31 October |
| Factors affecting the tax charge for the period: Profit on ordinary activities before taxation | ended 31 October 2011 | ended 31 October 2010 |
| · | ended 31 October 2011 £ | ended 31 October 2010 £ |
| Profit on ordinary activities before taxation | ended 31 October 2011 £ | ended 31 October 2010 £ |
| Profit on ordinary activities before taxation Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 27% (2010: 28%) Effects of | ended 31 October 2011 £ 844,584 | ended 31 October 2010 £ 222,886 |
| Profit on ordinary activities before taxation Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 27% (2010: 28%) Effects of Expenses not deductible for tax purposes | ended 31 October 2011 £ 844,584 228,037 | ended 31 October 2010 £ 222,886 |
| Profit on ordinary activities before taxation Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 27% (2010: 28%) Effects of Expenses not deductible for tax purposes Difference between depreciation and capital allowances | ended 31 October 2011 £ 844,584 228,037 203 (32) | ended 31 October 2010 £ 222,886 62,408 |
| Profit on ordinary activities before taxation Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 27% (2010: 28%) Effects of Expenses not deductible for tax purposes Difference between depreciation and capital allowances Other timing differences | ended 31 October 2011 £ 844,584 228,037 | ended 31 October 2010 £ 222,886 62,408 |
| Profit on ordinary activities before taxation Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 27% (2010: 28%) Effects of Expenses not deductible for tax purposes Difference between depreciation and capital allowances Other timing differences Difference in tax rates | ended 31 October 2011 £ 844,584 228,037 203 (32) (459) | ended 31 October 2010 £ 222,886 62,408 |
| Profit on ordinary activities before taxation Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 27% (2010: 28%) Effects of Expenses not deductible for tax purposes Difference between depreciation and capital allowances Other timing differences | ended 31 October 2011 £ 844,584 228,037 203 (32) | ended 31 October 2010 £ 222,886 62,408 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 October 2011

TAX ON PROFIT ON ORDINARY ACTIVITIES (CONTINUED)

| Provision for deferred tax | | |
|---------------------------------------|----------|----------|
| | Year | 4 months |
| | ended 31 | ended 31 |
| | October | October |
| | 2011 | 2010 |
| Deferred tax | £ | £ |
| Accelerated capital allowances | 37 | 428 |
| Other timing differences | (422) | (916) |
| Provision for deferred tax | (385) | (488) |
| | Year | 4 months |
| | ended 31 | ended 31 |
| | October | October |
| | 2011 | 2010 |
| | £ | £ |
| At 1 November 2010 | (488) | 1,285 |
| Adjustment for the year | 522 | (1,773) |
| Adjustments in respect of prior years | (419) | - |
| At 31 October 2011 (see note 6) | (385) | (488) |
| · · · · · · · · · · · · · · · · · · · | | |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 October 2011

5 TANGIBLE FIXED ASSETS

| | Computer equipment £ | Computer Software £ | Total £ |
|-----------------------------------|----------------------------|---------------------------|------------|
| Cost | | | |
| As at 1 November 2010 | 1,197 | 4,653 | 5,850 |
| Additions | 6,587 | • | 6,587 |
| Disposals | - | (4,653) | (4,653) |
| At 31 October 2011 | 7,784 | | 7,784 |
| Depreciation | | | |
| At 1 November 2010 | 50 | 4,653 | 4,703 |
| Charge for the year | 1,422 | - | 1,422 |
| Disposals | - | (4,653) | (4,653) |
| At 31 October 2011 | 1,472 | | 1,472 |
| Net book amount at 31October 2011 | 6,312 | <u> </u> | 6,312 |
| Net book amount at 31October 2010 | 1,147 | | 1,147 |

6 DEBTORS

| 2011 | 2010 |
|-----------|----------------------------|
| £ | £ |
| - | 19,270 |
| 1,748,116 | 1,092,907 |
| 385 | 488 |
| 73,488 | 63,875 |
| 1,821,989 | 1,176,540 |
| | 1,748,116 385 73,488 |

The deferred tax asset is due after more than one year.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 October 2011

| 7 | CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR |
|---|--|
| / | CREDITURS: AMOUNTS FALLING DUE WITHIN ONE YEAR |

| | 2011 | 2010 |
|---|---------|---------|
| | £ | £ |
| Trade creditors | - | 3,747 |
| Social security and other taxes | 18,029 | 13,232 |
| Corporation tax | 234,550 | 64,199 |
| Other creditors | 1,852 | 231,492 |
| Accruals and deferred income | 600,227 | 599,974 |
| Amounts owed to other group companies | 50,156 | • |
| - · · · · · · · · · · · · · · · · · · · | 904,814 | 912,644 |

8 SHARE CAPITAL

| | 2011 | 2010 |
|--|------|------|
| | £ | £ |
| Authorised, allotted, called up and fully paid | | |
| 75 ordinary shares of £1 each | 75 | 75 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 October 2011

9 SHARE OPTIONS

IDOX plc, the ultimate parent of the Company, has made awards of share options over its 1p ordinary shares to employees of the group. Under 'FRS 20 Share Based Payments' those share options which had not vested before 1 November 2006, have been fair valued according to the measurement criteria of FRS 20 An allocation of the share option charge has been made to the Company based on the provision of services from employees for whom share options have been granted.

All share options are exercisable at a price equal to the average market price of the Company's shares on the date of grant. The vesting period is usually one to three years and the options are settled in equity on exercise.

The following disclosures present aggregate information on those share options granted by Idox plc and under which the measurement and recognition criteria of FRS 20 Share Based Payments' apply.

| | 2011 | | 201 | 2010 | |
|--|-------------|-------|------------|-------|--|
| | | WAEP | | WAEP | |
| | No | Pence | No | Pence | |
| Outstanding at the beginning of the year | 23,522,393 | 9.55 | 15,717,027 | 8.13 | |
| Granted during the year | 13,725,000 | 19.81 | 8,105,366 | 10.25 | |
| Exercised during the year | (8,245,385) | 7 95 | (300,000) | 7 5 | |
| Outstanding at the end of the year | 29,002,008 | 14.86 | 23,522,393 | 9 55 | |
| Exercisable at the end of the year | 13,945,648 | 12.31 | 15,922,578 | 8 92 | |

The share options outstanding at the end of the year have a weighted average remaining contractual life of 7 years. The share options exercised during the year had a weighted average share price of 7 95p.

The fair values were calculated using the Black-Scholes Pricing Model and the following information

| Date of issue | Number granted | Weighted average share price | Weighted average exercise price | Expected volatility | Expected life | Risk free rate | Expected dividend yield | Weighted average fair value at grant date |
|------------------|-------------------|---------------------------------------|---------------------------------|---------------------|------------------|----------------------|-------------------------------|---|
| | No. | pence | pence | % | Years | % | % | £ |
| Mar 11 | 12,400,000 | 17.46 | 20.0 | 40 | 10 | 4.65 | 06 | 0 09 |
| Mar 11 | 1,325,000 | 17.46 | 18.0 | 40 | 10 | 4.65 | 0 6 | 0 09 |

Expected volatility was determined by calculating the historical volatility of the company's share price over the previous 3 years. The expected life used in the model has been adjusted, based on the management's best estimate, for the effects of non-transferability, exercise restrictions and behavioural considerations.

Based on the above share option details and model inputs the Company recognised total expenses of £3,233 (2010 £nil) in relation to its proportionate share of equity settled share based payment transactions during the year.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 October 2011

10 RESERVES

| | Share option reserve £ | Profit and loss account £ |
|-----------------------------|---------------------------------|------------------------------------|
| At 1 November 2010 | - | 302,627 |
| Share option reserve charge | 3,233 | - |
| Profit for the year | • | 617,552 |
| At 31 October 2011 | 3,233 | 920,179 |

11 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

| £ | £ |
|---|----|
| Profit for the year/(period) 617,552 160,46 | 0 |
| Dividend paid - (260,00 | 0) |
| Share options charge 3,233 | - |
| Opening shareholders' funds 302,702 402,24 | 2 |
| Closing shareholders' funds 923,487 302,70 | 2 |

12 CONTINGENT LIABILITIES

The company is party to an intercompany guarantee held over the IDOX plc group of companies. At the year end, the amount of external borrowings held by the group, which were subject to this guarantee, amounted to £2 4m (2010: £2.9m).

13 CAPITAL COMMITMENTS

The company had no capital commitments at 31 October 2011 or 31 October 2010.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 October 2011

14 OPERATING LEASE COMMITMENTS

At the Balance Sheet date the company had annual commitments under non-cancellable operating leases are as follows:

| | Land & b | Land & buildings | |
|----------------------------|-----------|------------------|--|
| | 2011 £ | 2010 £ | |
| Leases expiring: | | | |
| Within one year | 7,283 | - | |
| Between two and five years | • | - | |
| Over five years | - | - | |
| • | 7,283 | - | |

15 PENSIONS

Contributions paid to the IDOX plc group personal pension plan, to which all qualifying employees are entitled to join, are charged to the profit and loss account in the period in which they become payable

16 TRANSACTIONS WITH DIRECTORS AND OTHER RELATED PARTIES

As a wholly owned subsidiary of IDOX plc the company is exempt from the requirements of FRS 8 Related Party Disclosures to disclose transactions with other members of the group headed by IDOX plc on the grounds that accounts are publicly available from Companies House

17 CONTROLLING RELATED PARTY

The directors consider that the ultimate parent undertaking of this company is IDOX plc

IDOX plc is the company's controlling related party by virtue of its 100% shareholding in the company.

The largest and smallest group of undertakings for which group accounts have been drawn up is that headed by IDOX plc. Copies of the group accounts can be obtained at 2nd Floor, Chancery Exchange, 10 Furnival Street, London, EC4A 1AB.

18 POST BALANCE SHEET EVENTS

On 1 November 2011 the trade and assets of Strand Electoral Management Limited were hived into IDOX Software Limited. Both companies are fully owned and controlled by IDOX plc.

DETAILED PROFIT AND LOSS ACCOUNT

For the year ended 31 October 2011

| | Year | 4 months |
|--------------------------------|-------------|-----------|
| | ended 31 | ended 31 |
| | October | October |
| | 2011 | 2010 |
| | £ | £ |
| Revenue | 1,612,840 | 459,136 |
| Direct costs | | |
| Cost of sales recharged | (219,518) | (84,091) |
| Administrative costs | (548,738) | (152,159) |
| | | |
| Profit before tax for the year | 844,584 | 222,886 |
| • | | |

THIS PAGE DOES NOT FORM PART OF THE AUDITED FINANCIAL STATEMENTS

DETAILED PROFIT AND LOSS ACCOUNT

For the year ended 31 October 2011

| Administrative costs | Year ended 31 October 2011 £ | 4 months ended 31 October 2010 £ |
|-----------------------------|--|--|
| Salaries | 404,268 | 143,267 |
| NIC | 50,173 | 15,744 |
| Benefits | 9,215 | - |
| Pension | 19,599 | 6,573 |
| Redundancy | 615 | - |
| Travel and subsistence | 4,944 | 2,342 |
| Rent and rates | 33,423 | 4,034 |
| Insurance | 747 | - |
| Electricity and gas | 4,357 | 689 |
| Telephone | 1,962 | 1,304 |
| Repairs and renewals | 1,062 | (2,174) |
| Stationery | 121 | 133 |
| Postage | - | 41 |
| Computer and internet costs | 1,597 | 2,414 |
| Sundnes | 176 | 32 |
| Shared services charge | - | (24,004) |
| Marketing | 4,629 | - |
| Legal and professional | 1,785 | - |
| Audit fees | 5,000 | - |
| Bank charges | 966 | 41 |
| Share option costs | 3,233 | |
| Bank interest receivable | (556) | (6) |
| Depreciation | 1,422 | 1,729 |
| · | 548,738 | 152,159 |

THIS PAGE DOES NOT FORM PART OF THE AUDITED FINANCIAL STATEMENTS