

REGISTERED NUMBER: 03346768 (England and Wales)

**Directors' Report and  
Financial Statements for the Year Ended 29 February 2016  
for  
5 Star Computer Systems Limited**



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for the Year Ended 29 February 2016**

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**5 Star Computer Systems Limited (Registered number: 03346768)**

**Company Information  
for the Year Ended 29 February 2016**

**DIRECTORS:**

G J Wilson  
A W Hicks

**REGISTERED OFFICE:**

Ditton Park  
Riding Court Road  
Datchet  
Berkshire  
SL3 9LL

**REGISTERED NUMBER:**

03346768 (England and Wales)

**INDEPENDENT AUDITORS:**

PricewaterhouseCoopers LLP  
Registered Auditor &  
Chartered Accountants  
The Atrium  
1 Harefield Road  
Uxbridge  
Middlesex  
UB8 1EX

**5 Star Computer Systems Limited (Registered number: 03346768)**

**Directors' Report  
for the Year Ended 29 February 2016**

The directors present their report with the audited financial statements of the Company for the year ended 29 February 2016.

**PRINCIPAL ACTIVITY**

The Company did not trade in the current year.

**REVIEW OF BUSINESS**

The Company did not trade in the current year.

On the 19 March 2015 the entire issued and to be issued share capital of Advanced Computer Software Group Limited (previously Advanced Computer Software Group Plc) ("ACS") (the ultimate holding company at that time) was acquired ("the Acquisition"), by Air Bidco Limited ("Bidco"). Bidco is ultimately owned by Vista Equity Partners Fund V, L.P, which is managed by Vista Equity Partners ("Vista").

The Acquisition was implemented by means of a scheme of arrangement (the Scheme) pursuant to Part 26 of the Companies Act 2006. Shareholders' approval of the Acquisition and the Scheme was given at a Court and general meeting of ACS held on 25 February 2015 and the Scheme was sanctioned by the High Court on 16 March 2015. ACS shares were suspended from trading on the AIM on 18 March 2015, immediately prior to the date of the Acquisition.

**DIRECTORS**

The directors who have held office during the period from 1 March 2015 to the date of this report are as follows:

V Murria - resigned 18 May 2015  
B Firth - resigned 31 March 2015  
P Gibson - resigned 9 September 2015  
B Bolin - appointed 24 June 2015 - resigned 17 December 2015  
G J Wilson - appointed 9 September 2015  
A W Hicks - appointed 17 December 2015

The directors in place during the year and also at the date of approval benefit from qualifying third party indemnity provisions provided by the parent undertaking.

**POLITICAL DONATIONS AND EXPENDITURE**

There were no political donations made during the year (2015: £nil).

**GOING CONCERN**

The directors believe that the Company remains a going concern as it has no liabilities and no committed future operating expenses. As a result, the directors continue to adopt the going concern basis in preparing the annual financial statements.

The directors have no firm plans with regards to the future of the Company.

**EMPLOYMENT POLICIES**

The Company is dormant and no longer trades. As a result, the Company no longer employs any staff and thus no employment policies have been presented.

**STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**INDEPENDENT AUDITORS**

In accordance with section 519 of the Companies Act 2006, KPMG LLP ceased to hold office as auditors on the 30 September 2015. Pursuant to Section 485 of the Companies Act 2006 by ordinary resolution of the members PricewaterhouseCoopers LLP have been appointed as auditors of the company.

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

**ON BEHALF OF THE BOARD:**



A W Hicks - Director

27 June 2016

**Directors' Responsibilities Statement  
for the Year Ended 29 February 2016**

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 prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)". 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:

- o select suitable accounting policies and then apply them consistently;
- o make judgements and accounting estimates that are reasonable and prudent;
- o state whether applicable UK Accounting Standards, including FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements; and
- o 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 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 members of  
5 Star Computer Systems Limited (Registered number: 03346768)**

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**REPORT ON THE FINANCIAL STATEMENTS**

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**Our opinion**

In our opinion, 5 Star Computer Systems Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 29 February 2016 and of its result 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.
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**What we have audited**

The financial statements, included within the Directors Report and Financial Statements (the "Annual Report"), comprise:

- the statement of financial position as at 29 February 2016;
- the statement of comprehensive income for the year then ended;
- the statement of changes in equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

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**OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006**

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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.

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**OTHER MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION**

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**Adequacy of accounting records and information and explanations received**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
  - 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.
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**Directors' remuneration**

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

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**Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: prepare financial statements in accordance with the small companies regime; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

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**RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS AND THE AUDIT**

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**Our responsibilities and those of the directors**

As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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 and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

**Independent auditors' report to the members of  
5 Star Computer Systems Limited (Registered number: 03346768) - continued**

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**RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS AND THE AUDIT - continued**

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**Our responsibilities and those of the directors - continued**

This report, including the opinions, has been prepared for and only for the parent company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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**What an audit of financial statements involves**

We conducted our audit in accordance with ISAs (UK & Ireland). 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.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.



Alex Hookway (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Uxbridge

*28* June 2016

**5 Star Computer Systems Limited (Registered number: 03346768)**

**Statement of Comprehensive Income  
for the Year Ended 29 February 2016**

During the financial year and the preceding financial year the Company has not traded and has received no income and incurred no expenditure. Consequently, during those years the Company has made neither a surplus nor a deficit.

**Statement of Financial Position  
as at 29 February 2016**

	<b>2016 £'000</b>	<b>2015 £'000</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>== -</b>	<b>== -</b>
<b>CAPITAL AND RESERVES</b>	<b>== -</b>	<b>== -</b>

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements on pages 5 to 8 were approved by the Board of Directors on 27 June 2016 and were signed on its behalf by:



A W Hicks - Director

27 June 2016  
Registered number: 03346768

The notes on pages 8 to 9 form part of these financial statements



**Statement of Changes in Equity  
for the Year Ended 29 February 2016**

	Called up share capital £'000	Share premium account £'000	Retained earnings £'000	Total shareholders' funds £'000
<b>Balance at 1 March 2014</b>	-	14	2,926	2,940
<b>Changes in equity</b>				
Capital reduction	-	(14)	14	-
Dividends	-	-	(2,940)	(2,940)
<b>Balance at 28 February 2015</b>	-	-	-	-
<b>Changes in equity</b>				
Profit for the financial year and total comprehensive income for the year	-	-	-	-
<b>Balance at 29 February 2016</b>	-	-	-	-

The notes on pages 8 to 9 form part of these financial statements

**Notes to the Financial Statements  
for the Year Ended 29 February 2016**

**1. ACCOUNTING POLICIES**

**Basis of preparing the financial statements**

5 Star Computer Systems Limited is a company incorporated in England & Wales under the Companies Act 2006. The address of the registered office is given on the contents page and the nature of the company's operations and its principal activities are set out in the directors' report.

These financial statements were prepared in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") as issued in August 2014 and the Companies Act 2006. The amendments to FRS 102 issued in July 2015 and effective immediately have been applied. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

The financial statements have been prepared on the historical cost basis.

As the company has met the Companies Act 2006 definition of a dormant company the accounting policies applied at the date of transition under previous GAAP have been retained as permitted by paragraph 10(m) of chapter 35 of FRS 102. As a result there will be no change to amounts reported at 1 March 2014 until there is any change to those balances or the company undertakes any new transactions.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 7.

The financial statements have been prepared on the going concern basis, which the directors believe to be appropriate as the Company has no liabilities and no committed future operating expenses. It is the intention of the directors to have the Company wound up in the future.

**2. DIRECTORS' EMOLUMENTS**

The directors are also directors of other companies in the Air Newco 6 Group. These directors' services to the Company do not occupy a significant amount of their time and as such the directors do not consider that they have received any remuneration for their incidental services to the Company during the year (2015: £nil). The directors are remunerated for their services to this Company by another Group company.

**3. AUDITORS REMUNERATION**

Amounts receivable by the company's auditors and their associates in respect of the audit of these financial statements is £1,000 (2015: £1,000).

**4. CALLED UP SHARE CAPITAL**

Allotted and issued:		Nominal value:	2016	2015
Number:	Class:		£	£
1 (2015: 1)	Ordinary	£1.00	<u>1</u>	<u>1</u>

**5. DIVIDENDS**

The directors do not recommend the payment of a dividend (2015: £2,940,000).

**6. ULTIMATE CONTROLLING PARTY**

The immediate parent company is Advanced Enterprise Software Limited, a company registered in England and Wales.

The parent company of the smallest and the largest group in which the Company is included in consolidated financial statements is that of Air Newco 6 Société Anonyme à Responsabilité Limitée, a company registered in Luxembourg.

The consolidated financial statements of Air Newco Société 6 Anonyme à Responsabilité Limitée are available to the public from 19 Rue De Bitbourg, L-1273, Luxembourg.

The Ultimate holding company is Vista Fund V Limited Partnership, managed by Vista Equity Partners, which is registered with the SEC as a Registered Investment Advisor under registration number 801-73726.

**Notes to the Financial Statements - continued  
for the Year Ended 29 February 2016**

**7. ACCOUNTING ESTIMATES AND JUDGEMENTS**

**Key sources of estimation uncertainty**

The Company does not consider there to be any uncertain estimations as at balance sheet date that may have any material impact on the carrying amounts of its assets and liabilities.

**Critical accounting judgements in applying the Company's accounting policies**

The Company does not consider there to be any critical accounting judgements involved in applying the Company's accounting policies.

**8 RELATED PARTY DISCLOSURES**

The company has taken advantage of the exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.