

Registered no 3953511

Capgemini Oldco Limited

Annual report for the year ended 31 December 2007

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**Annual report  
for the year ended 31 December 2007**

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## **Directors' report for the year ended 31 December 2007**

The directors present their report and the unaudited financial statements for the year ended 31 December 2007

### **Principal activities**

The company is a non-trading intermediate holding company and, accordingly, does not trade within its own right

### **Review of business and future developments**

The company has been dormant throughout the whole of the year under the meaning of section 249AA of the Companies Act 1985

### **Results and dividends**

Retained profit for the year was £nil (2006 £nil) The directors do not recommend the payment of a dividend (2006 £nil)

### **Directors and their interests**

The directors of the company, who have served throughout the year, unless otherwise stated, were as follows

P Spence  
C Hodgson  
M Porter

No director had any interest in the share capital of the company The company is a wholly owned subsidiary of Cap Gemini S A , a company incorporated outside Great Britain and as permitted by The Companies (Disclosure of Directors' Interests) (Exceptions) Regulations 1985, no disclosure is made of any interests of the directors in the shares or share options of Cap Gemini S A

### **Auditors**

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their reappointment will be proposed at the annual general meeting

By order of the Board



J Pereira  
**Secretary**  
29 September 2008

## **Statement of directors' responsibilities**

Company law requires the directors to prepare financial statements for each financial year that 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. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue in business.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2007 and that applicable accounting standards have been followed.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

**By order of the Board**

C Hodgson

**Director**

29 September 2008

**Balance sheet as at 31 December 2007**

	Notes	2007 £'000	2006 £'000
<b>Fixed assets</b>			
Investments	5	32,077	32,077
<b>Net assets</b>			
		32,077	32,077
<b>Capital and reserves</b>			
Called up share capital	6	10,339	10,339
Share premium	7	16,268	16,268
Profit and loss account	7	5,470	5,470
<b>Equity shareholder's funds</b>	8	<b>32,077</b>	<b>32,077</b>

For the year ended 31 December 2007 the company was entitled to the exemption under section 249AA(1) of the Companies Act 1985

Members have not required the company to obtain an audit in accordance with section 249(B)(2) of the Companies Act 1985

The directors acknowledge their responsibility for

- (i) ensuring the company keeps accounting records which comply with section 221, and
- (ii) preparing accounts which give a true and fair view of the state of affairs of the company at the end of the financial year, and of its profit or loss for the financial year, in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company

The financial statements on pages 4 to 7 were approved by the board of directors on 26 September 2008 and were signed on its behalf by



C Hodgson  
Director

## **Notes to the financial statements for the year ended 31 December 2007**

### **1 Accounting policies**

These financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 1985 and applicable accounting standards. The principal accounting policies are set out below.

#### **Fixed asset investments**

Investments are stated at their original cost plus related expenses, unless the directors believe that this is in excess of the recoverable value in which case an impairment provision will be made for the difference.

#### **Taxation**

Corporation tax is provided at amounts expected to be paid or recovered using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

#### **Deferred taxation**

Deferred taxation is provided or recognised on the liability method in respect of timing differences between profit as computed for taxation purposes and profit as stated in the accounts on a full provision basis in accordance with FRS 19 "Deferred tax". Deferred taxation assets and liabilities are not discounted.

### **2 Cash flow statement and related party disclosures**

The company is a wholly owned subsidiary of Cap Gemini S A, a company incorporated in France, and is included in the consolidated financial statements of Cap Gemini S A 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). The company is also exempt under the terms of FRS 8 from disclosing related party transactions with entities that are part of the Cap Gemini S A group or investees of the Cap Gemini S A group.

### **3 Profit and loss account**

The company has been dormant throughout the whole of the year under the definition of section 249AA of the Companies Act 1985, accordingly no separate profit and loss account has been presented in these financial statements.

### **4 Directors emoluments and employee information**

No directors were remunerated by the company during the current year (2006 £nil). No directors have retirement benefits accruing (2006 nil).

The emoluments of the non-executive directors are paid by the ultimate parent company. Their services to this company and to a number of fellow subsidiaries are of a non-executive nature and their emoluments are deemed to be wholly attributable to their services to the ultimate parent company. Accordingly, the above details include no emoluments for non-executive directors.

The company had no other employees during the year (2006 nil).

## 5 Fixed asset investments

	£'000
Cost at 1 January and 31 December 2007	32,077

The investment represents a holding of 19.0% (2006 19%) in Capgemini UK plc, another group company incorporated in the United Kingdom

## 6 Called up share capital

	2007 £'000	2006 £'000
<b>Authorised:</b>		
100,000,000,001 ordinary shares of £0.01 each	1,000,000	1,000,000
<b>Allotted and fully paid:</b>		
1,033,938,857 ordinary shares of £0.01 each	10,339	10,339

## 7 Reserves

	Share premium £'000	Profit and loss account £'000
At 1 January and 31 December 2007	16,268	5,470

## 8 Reconciliation of movements in shareholder's funds

	2007 £'000	2006 £'000
Retained profit for the year	-	-
Net addition to shareholder's funds	-	-
Opening shareholder's funds	32,077	32,077
Closing shareholder's funds	32,077	32,077

## 9 Contingent liabilities

The company is registered with HM Customs & Excise as a member of a group for VAT purposes and, as a result, is jointly and severally liable on a continuing basis for amounts owing by any other member of that group in respect of VAT

## **10 Related parties**

The company has taken advantage of the exemptions in FRS 8 not to disclose transactions with other group companies. There have been no transactions between Capgemini Oldco Limited and its directors or director related parties in 2007 or 2006.

## **11 Parent undertakings and ultimate controlling party**

The company's immediate parent company is Cap Gemini S A. The ultimate parent undertaking and the parent of the largest group for which group financial statements are prepared is Cap Gemini S A, a company incorporated in France. Copies of the annual report and accounts of Cap Gemini S A can be obtained by writing to Cap Gemini S A, 11 Rue de Tilsitt, 75017 Paris, France.