

Registered no 3953511

Capgemini Oldco Limited

Annual report for the year ended 31 December 2009

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**Annual report  
for the year ended 31 December 2009**

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**Directors' report for the year ended 31 December 2009**

The directors present their annual report with the unaudited accounts of the company for the year ended 31 December 2009

**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 is dormant and has not traded during the year

**Directors and their interests**

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

P Spence  
C Hodgson  
T Deans

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

By order of the Board

A handwritten signature in black ink, appearing to read 'Julie Pereira', with a long horizontal stroke extending from the end of the signature.

J Pereira  
**Secretary**

## **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 2009 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 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.

**By order of the Board**

A handwritten signature in black ink, appearing to be 'T Deans', with a stylized, flowing script.

T Deans  
**Director**

**Balance sheet as at 31 December 2009**

	Notes	2009 £'000	2008 £'000
<b>Fixed assets</b>			
Investments	5	32,077	32,077
<b>Net assets</b>		<b>32,077</b>	<b>32,077</b>
<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 2009 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies

Members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibility for

- (i) ensuring the company keeps accounting records which comply with section 386, 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 393, 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 13 July 2010 and were signed on its behalf by



T Deans  
Director

## **Notes to the financial statements for the year ended 31 December 2009**

### **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 2006 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 480 of the Companies Act 2006, 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 (2008 £nil). No directors have retirement benefits accruing (2008 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 (2008 nil).

## **5 Fixed asset investments**

	<b>£'000</b>
<b>Cost at 1 January and 31 December 2009</b>	<b>32,077</b>

The investment represents a holding of 19.0% (2008: 19.0%) in Capgemini UK plc, another group company incorporated in the United Kingdom

## **6 Called up share capital**

	<b>2009 £'000</b>	<b>2008 £'000</b>
<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**

	<b>Share premium £'000</b>	<b>Profit and loss account £'000</b>
<b>At 1 January and 31 December 2009</b>	<b>16,268</b>	<b>5,470</b>

## **8 Reconciliation of movements in shareholder's funds**

	<b>2009 £'000</b>	<b>2008 £'000</b>
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 2009 or 2008.

### **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.