

Extract from meeting of the Audit Committee of Misys plc held on 19 July 2004

“Draft Policy on Whistle Blowing. The Company Secretary presented for adoption a draft policy on whistle blowing, noting the Combined Code’s guidance on the matter. The policy was adopted and the Committee agreed to support its adoption by the full Board. The Company Secretary was authorised to make minor amendments and, if later the Company decided to use a third party service to receive communications under the policy, to amend the wording to reflect that as well.”

Extract from meeting of Misys plc on 20 July 2004

“Whistleblowing policy – The Board adopted the policy which was tabled at the meeting following its approval by the Audit Committee on 19 July 2004.”

MISYS GROUP POLICY.

‘Whistleblowing’

Statement of principle by the Audit Committee on behalf of the Misys plc Board

We believe strongly that our current reputation is the foundation of the Company’s future and therefore if we jeopardise or weaken that reputation in any way, we are reducing the future value of the Company. Our business model places as much autonomy as close to the Customer as possible, requiring our people not only to use sound judgement and display maturity, but also to act with the utmost integrity.

As a matter of principle therefore, Misys encourages its employees to raise any concerns they have regarding Company practice or the individual practice of any of its employees in carrying out their role. In so doing the employee should have the assurance that the issue will be fairly dealt with as a matter of urgency, and that every effort will be made to protect the identity of the individual who has raised the concern.

To this end, our philosophy should be to encourage the airing of genuine concerns that any individual may have about suspected malpractice within the organisation. This may include a whole host of issues ranging from conduct likely to bring the Company into disrepute, breaches of internal policies, rules and regulations, criminal offences or breaches of civil law, endangerment of the health and safety of any person, or environmental damage, through to the deliberate concealment of any malpractice or wrongdoing being committed or likely to be committed.

The procedure for raising a concern

Each business may have a local implementation plan developed to respond best to its own particular circumstances. However, these local policies must include the following matters:

Raising a concern

If an employee has a genuine concern, he/she should inform their immediate manager and / or Head of Department / Director of their concern. If the concern involves the immediate manager or Head of Department / Director, or for any reason the employee would prefer them not to be told, they may raise the matter directly with their boss's boss, and on up the organisation until it reaches a Main Board Director. Alternatively, the employee may contact the office of the General Counsel & Company Secretary of Misys plc.

Advice

If the employee wishes to take advice before raising a concern, in the UK they may contact the independent charity 'Public Concern at Work', on 0207 404 6609. They provide free, confidential advice on such matters, although be aware that this is for advice only and is not a "gateway" to allow the employee to disclose any confidential information to them. There are similar organisations in many other countries.

Investigation

All concerns raised will be investigated. The manager to whom the issue is reported will be responsible for conducting the investigation. He may require the assistance of others in management (for example, HR or Finance) depending on the issue raised.

A fellow employee of their choice, who may be a friend or colleague, may accompany the person raising the concern at any fact-finding meeting(s). The complainant may confer with the companion during the course of the meeting(s) and the companion may address the meeting, but they may not answer questions on the complainant's behalf. Individual(s) under review may also be accompanied on the same basis.

Confidentiality and protection

We will treat all concerns raised with sensitivity, dignity and respect. Only those senior staff investigating the concern should know the identity of any of the parties involved. If the complainant's name has to be made more widely known, the complainant should be informed beforehand. However individuals must be aware that there may be

circumstances in which we are required to reveal an individual's identity, for example where we are compelled to do so by law.

In all cases, we will take all reasonable steps to ensure that no party suffers unjustified detriment and equally, we will take all reasonable steps to ensure that no employee of the company engages in victimisation of any form.

Response

The relevant manager will communicate the findings of the investigation to: a) the person raising the concern; b) the individual(s) under investigation; and if appropriate c) those members of the Company or external authorities who need to consider whether action should be taken on the basis of the findings.

If after the individual has disclosed their worry to the Company and they are concerned either by the response or lack of response, or feel unable to talk to anyone internally for whatever reason, they may contact (via the Company Secretary) the Misys Non-Executive Director who chairs the Audit Committee.