



This document is important. If you are in any doubt about what action you should take, you are recommended to consult your financial adviser. If you have sold or transferred all your ordinary shares, you should send this document and the enclosed Form of Proxy to the purchaser, or to the stockbroker or other agent through whom the sale or transfer was transacted, for transmission to the purchaser or transferee.

Registered number: 1360027 England
Registered office:
Burleigh House
Chapel Oak
Salford Priors
Evesham
WR11 8SP

To Misys ordinary shareholders and, for information only, to participants in certain of the Misys Employee Share Plans

Dear Shareholder

Annual General Meeting

I have pleasure in sending you the Notice of this year's Annual General Meeting which will be held at The Lincoln Centre, 18 Lincoln's Inn Fields, London WC2A 3ED on **Wednesday 19 September 2007 at 11.30am**. There will be an opportunity to meet Directors after the meeting.

Accompanying this document are a copy of the Company's Annual Report and Accounts, a separate explanatory letter relating to shareholder communications and a Form of Proxy for use at the Annual General Meeting.

Your vote is important to us. Even if you are unable to attend the meeting in person, you can still vote by appointing a proxy, and I urge you to complete and return your Form of Proxy by post, or alternatively register your proxy appointment electronically by:

- + using the CREST electronic proxy appointment service, principally for institutional investors, or
- + visiting the website of our Registrars, Lloyds TSB Registrars, on www.sharevote.co.uk. If you are a private shareholder wishing to appoint a proxy, do please take advantage of the facility to do so electronically via www.sharevote.co.uk. All you need is the Reference Number, Card I.D. and Account Number given on the Form of Proxy.

Further details regarding the appointment of proxies are given on page 3.

The formal Notice of the Annual General Meeting is on page 2.

The meeting will transact a number of items of special business which are explained in the notes to the Notice of the Annual General Meeting.

The Directors consider that the proposals described in the Circular are in the best interests of the Company and its shareholders as a whole and recommend that you vote in favour of all proposed resolutions at the Annual General Meeting as they intend to do in respect of their own beneficial holdings.

I look forward to seeing you at The Lincoln Centre on 19 September.

Yours sincerely

A handwritten signature in black ink, appearing to read "Dominic Cadbury".

Sir Dominic Cadbury
Chairman

16 August 2007

Notice of Annual General Meeting

Notice is hereby given that the 2007 Annual General Meeting of Misys plc will be held at The Lincoln Centre, 18 Lincoln's Inn Fields, London WC2A 3ED, on Wednesday 19 September 2007 at 11.30am, for the following purposes:

Ordinary business

- 01 To receive the Report of the Directors and the audited Financial Statements for the year ended 31 May 2007, together with the Report of the Auditors thereon.
- 02 To approve the Remuneration Report for the year ended 31 May 2007.
- 03 To declare a final dividend of 4.71p per ordinary share, payable in cash to all shareholders on the register at the close of business on 3 August 2007.
- 04 To elect Mike Lawrie as a Director of the Company.
- 05 To elect Jim Malone as a Director of the Company.
- 06 To elect Jeff Ubben as a Director of the Company.
- 07 To re-appoint PricewaterhouseCoopers LLP as auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company and authorise the Directors to determine their remuneration.

Special business

To consider and, if thought fit, pass resolutions 09 and 10 as special resolutions and the remainder as ordinary resolutions:

- 08 That, in accordance with article 6 of the Articles of Association of the Company, the Directors be authorised to allot relevant securities up to a maximum nominal amount of £1,676,888 during the period expiring at the conclusion of the 2008 Annual General Meeting.
- 09 That:
 - a) in accordance with article 7 of the Articles of Association of the Company, the Directors be given power to allot equity securities for cash and, for the purposes of paragraph (1)(b) of that article, this power shall be limited to a nominal amount of £275,863 and shall expire at the conclusion of the 2008 Annual General Meeting; and
 - b) the power given to the Directors by this resolution be extended to sales for cash of any shares which the Company may hold as Treasury shares.
- 10 That the Company be and is hereby generally and unconditionally authorised to make market purchases (within the meaning of section 163(3) of the Companies Act 1985) of ordinary shares in the capital of the Company, subject to the following restrictions and provisions:

- a) ordinary shares are hereby authorised to be purchased up to a maximum nominal value of £503,066;
- b) the minimum price which may be paid for an ordinary share is an amount (exclusive of expenses) equal to the nominal value of such a share;
- c) the maximum price which may be paid for an ordinary share is an amount (exclusive of expenses) equal to 105% of the average of the middle market quotations for an ordinary share, as derived from the London Stock Exchange Daily Official List, for each of the five dealing days immediately preceding the day on which the ordinary share is purchased;
- d) unless previously revoked or varied, this authority shall expire at the conclusion of the 2008 Annual General Meeting of the Company; and
- e) the Company may make a contract to purchase ordinary shares under this authority before the expiry of such authority, which will or may be executed wholly or partly after the expiry of such authority, and may make a purchase of ordinary shares pursuant to any such contract.

11 That the Company and any company which is or becomes a wholly owned subsidiary of the Company during the period to which this resolution relates be and is hereby authorised in accordance with section 347C of the Companies Act 1985 (the Act):

- a) to make donations to EU political organisations not exceeding £50,000 in total; and
- b) to incur EU political expenditure not exceeding £50,000 in total,

and that such authority shall expire at the conclusion of the 2008 Annual General Meeting of the Company.

For the purposes of this resolution the terms 'donations', 'EU political organisations' and 'EU political expenditure' have the meanings given to them in section 347A of the Act.

12 That the Company may send or supply documents or information to members by making them available on a website or by other electronic means.

By Order of the Board

Dan Fitz
Company Secretary
16 August 2007

Registered Office:
Burleigh House
Chapel Oak
Salford Priors
Evesham
WR11 8SP
Registered in England No. 1360027

Notice of Annual General Meeting continued

Notes

- 01** A member of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a member of the Company.
- 02** To be valid a form of proxy, one of which is enclosed, must be lodged with the Company's registrar, Lloyds TSB Registrars, The Causeway, Worthing, West Sussex, BN99 6TP not later than 48 hours before the time fixed for the meeting. The appointment of a proxy does not prevent a member from attending the meeting and voting in person, in which case any votes of the proxy will be superseded.
- 03** Members may submit their proxies electronically at www.sharevote.co.uk using the Reference Number, Card I.D. and Account Number given on the Form of Proxy.
- 04** CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Annual General Meeting to be held on 19 September 2007 and any adjournment(s) thereof by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s) who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with CRESTCo's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy, must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID 7RA01) by the latest time(s) for receipt of proxy appointments specified in the notice of meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

CREST members, and where applicable their CREST sponsors or voting service provider(s), should note that CRESTCo does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

- 05** Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, only those members registered on the register of shareholders of the Company at 6.00 pm on 17 September 2007 shall be entitled to attend or vote at the meeting in respect of the number of shares registered in their names at that time. Changes to entries on the register after 6.00 pm on 17 September 2007 shall be disregarded in determining the rights of any person to attend or vote at the meeting.
- 06** Copies of executive Directors' service contracts and non-executive Directors' letters of appointment are available for inspection at the Company's registered office during normal business hours and may also be inspected on the day of the meeting at the place of the Annual General Meeting from 11.15 am until the conclusion of the meeting.

Explanatory notes

Resolutions 04-06: Directors seeking Election

The Company's Articles of Association require Directors to retire and submit themselves for election at the first Annual General Meeting following their appointment.

Biographical details, and the skills, knowledge and experience, of each Director seeking election are set out below.

Resolution 04: Election of Mike Lawrie Chief Executive (54)

Mike joined the Board in November 2006. Mike was previously a general partner with ValueAct Capital. Prior to that, he was Chief Executive Officer of Siebel Systems Inc., the international software and solutions company, from 2004-2005. Mike spent 27 years with IBM where he rose to become Senior Vice President and Group Executive with responsibility for sales and distribution of all IBM products and services worldwide. Previously at IBM he was the General Manager for all operations in Europe, the Middle East and Africa. He previously served on the US Advisory Board of NTT DoCoMo and as a Director of SSA Global, Inc, Symbol Technology, Inc. and Good Technology, Inc. Mike recently retired as a Trustee of Ohio University. Mike is a non-executive Director of Juniper Networks, Inc.

Resolution 05: Election of Jim Malone Chief Financial Officer (58)

Appointed to the Board on 19 June 2007. Jim joined Misys from The TriZetto Group, Inc., a NASDAQ listed company providing information technology for the health insurance payer community, where he was Chief Financial Officer since 2004. Prior to this he was CFO and CAO at IMS Health, the NYSE listed healthcare and pharmaceutical information provider. From 1995-1997, he was Senior VP and Controller at Cognizant. He started his career at Price Waterhouse in New York. His subsequent career has included roles at Dun and Bradstreet, Reuben Donnelley, and Siemens AG.

Resolution 06: Election of Jeff Ubben Non-executive Director (46)

Appointed a non-executive Director in January 2007. Jeff Ubben is a co-founder and Managing Partner of ValueAct Capital, a San Francisco based investment partnership. Prior to that, he was a Managing Partner at BLUM Capital Partners, a private investment partnership, and previously spent eight years at Fidelity Management and Research, where he managed the Fidelity Value Fund. Jeff is a Director of Acxiom Corp., Catalina Marketing Corp., Gartner Group, Inc. and previously served on the board of Per-Se Technologies, Inc. He is a former Chairman and Director of Martha Stewart Living, Omnimedia, Inc. and a former Director of Mentor Corporation, Insurance Auto Auctions, Inc., and a number of other public and private companies.

Jeff's expertise in corporate finance, together with his extensive knowledge of and insight into the software industry, are very valuable to the Board.

Resolution 08: Renewal of authority to allot shares

Resolution 08 renews the Directors' authority to allot shares up to a maximum nominal amount of £1,676,888 until the next Annual General Meeting. This represents 33.3% of the issued ordinary share capital of the Company (excluding Treasury shares) at 3 August 2007. At that date 48,660,580 shares were held in Treasury, representing 9.67% of the issued ordinary share capital of the Company (excluding Treasury shares). This authority expires at the conclusion of the 2008 Annual General Meeting of the Company. The Directors do not have any present intention of exercising this authority, other than for the purposes of the Company's employee share plans and in relation to the issue of ordinary shares to the Trustee of the Misys Employees' Share Trust.

Resolution 09: Renewal of power to allot shares for cash

Resolution 09 renews the power of the Directors to allot ordinary shares, and sell Treasury shares, for cash without first offering them to existing shareholders on a pro rata basis. The limit on the nominal value of ordinary shares which may be so allotted or sold by the Directors (other than in connection with a rights issue, open offer or similar) is £275,863 and represents 5% of the issued ordinary share capital of the Company (including Treasury shares) at 3 August 2007. This power expires at the conclusion of the 2008 Annual General Meeting of the Company.

Resolution 10: Renewal of authority to purchase own shares

Resolution 10 renews the authority of the Company to purchase its own shares up to a maximum number of 50,306,600 shares representing approximately 10% of the issued ordinary share capital of the Company (excluding Treasury shares) at 3 August 2007. The resolution specifies the maximum and minimum prices at which shares may be bought. This authority will only be invoked if, after taking proper advice, the Directors consider significant benefit will accrue to shareholders generally, either through enhancement to earnings per share or gauged by another measure deemed more relevant. The Directors will also give careful consideration to gearing levels of the Company and its general financial position.

Shares purchased under this authority may be either cancelled or held as Treasury shares which may then be cancelled, sold for cash or transferred for the purposes of the Company's employees' share plans. Treasury shares do not carry voting rights and do not qualify for dividends. The Company has chosen to hold the majority of its purchases of its own shares since April 2004 as Treasury shares, within the statutory limits imposed, and since August 2005 has used Treasury shares wherever possible to satisfy exercises under employee share plans. However, any shares purchased under the authority sought at the 2007 Annual General Meeting may either be held as Treasury shares or cancelled by the Company, depending on which course of action is considered by the Directors to be in the best interests of the Company's shareholders at the time.

Explanatory notes continued

The total number of options to subscribe for ordinary shares that were outstanding at 3 August 2007 (being the latest practicable date prior to publication of this notice) was 22,345,394. The proportion of issued share capital (excluding Treasury shares) that they represented at that time was 4.44% and the proportion of the issued share capital (excluding Treasury shares) that they will represent if the full authority to purchase shares (existing and being sought) is used is 5.55%. This authority expires at the conclusion of the 2008 Annual General Meeting of the Company.

Resolution 11: Renewal of authority to make EU political donations and expenditure

Part XA of the Companies Act 1985 prohibits a company from incurring EU political expenditure or making donations to EU political organisations in excess of an aggregate of £5,000 p.a. unless such donations or expenditure have been authorised by shareholders. The legislation gives a wide definition of what constitutes political donations and expenditure and in certain circumstances could include sponsorship, subscriptions, payments of expenses, paid leave for employees fulfilling public duties, and support for business events. As the Company may on occasion make payments which could be regarded as falling within the statutory definition, the Company is once again seeking authority for this from shareholders. Any such payments would not be expected to exceed the statutory limits, but the Company is seeking shareholder approval on a precautionary basis. This new authority will expire at the conclusion of the 2008 Annual General Meeting of the Company.

Resolution 12: Authority for the Company to use electronic communications

In January 2007, certain provisions of the Companies Act 2006 and the Financial Services Authority's Disclosure Rules and Transparency Rules came into force, which contain new provisions facilitating communications between companies and their shareholders in electronic form and by means of a website. The new regime has the aim of moving from a 'paper first' to a 'web first' system of communication. The new regime makes it possible for electronic communication to become the default method of communication, so that shareholders are assumed to have agreed to the Company publishing documents and information on its website if certain conditions are met and procedures followed. This goes beyond the previous legislation, under which a shareholder had to opt positively for communication in electronic form. To enable the Company to benefit from this opportunity to provide for electronic communication as the default method of communication, the Company must obtain the consent of shareholders in general meeting. Accordingly, the Company is proposing resolution 12 which, if passed, will authorise the use of its website and other electronic means as a method of communicating with shareholders who do not request documentation in paper form.

In addition to obtaining the consent of shareholders in general meeting, the new regime also requires the Company to ask shareholders individually whether they wish to receive information from the Company electronically including through the Company's website. A separate letter containing details of the proposed new arrangements, which are conditional upon the passing of resolution 12 authorising the use of electronic communications, is included with this mailing. Shareholders who wish to continue to receive hard copy documents from the Company should notify the Company's registrars in accordance with the instructions set out in the letter.

Notwithstanding any prior request or deemed consent, a shareholder may at any time tell the Company that he or she wishes to receive all or specific information in hard copy.

The overall effect of this resolution, therefore, will be to allow the Company to increase the use of electronic communications with shareholders, thereby saving administrative, printing and postage costs as well as paper. However, as already indicated, the rights of those who wish to continue to receive documents in paper form will be fully protected.