FORM CA-1

This original copy is an abridged version dated March 30, 2015

SS&C Technologies, Inc.
80 Lamberton Road
Windsor, CT 06095

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FORM CA-1

FORM FOR REGISTRATION OR FOR EXEMPTION FROM REGISTRATION AS A CLEARING AGENCY AND FOR AMENDMENT TO REGISTRATION AS A CLEARING AGENCY PURSUANT TO THE SECURITIES EXCHANGE ACT OF 1934

GENERAL

Form CA-1 is to be used to apply for registration or for exemption from registration as a clearing agency and to amend registration as a clearing agency with the Securities and Exchange Commission pursuant to Section 17A of the Securities and Exchange Act of 1934. Read all instructions before preparing the Form. Please type or print all responses.

SS&C Technologies, Inc.
(Exact name of registrant as specified in charter)

80 Lamberton Road, Windsor, CT 06095
(Address of registrant's principal place of business)

This Form is filed as:
- ☐ a registration
- ☒ a request for exemption from registration
- ☐ an amendment

If filed as a registration, does registrant request the Commission to consider granting registration in accordance with paragraph (c)(1) of Rule 17Ab2-1 under the Act? ---------- ☐Yes ☐No

EXECUTION

The Registrant submitting this Form, its schedules, its exhibits and its attachments and the person by whom it is executed represent hereby that all information contained herein is true, current and complete. Submission of any amendment after registration has become effective represents that items 1-3 and any schedules, exhibits and attachments related to items 1-3 remain true, current and complete as previously submitted.

Registrant agrees and consents that the notice of any proceedings under Sections 17A or 19 of the Act involving registrant may be given by sending such notice by registered or certified mail or confirmed telegram to the person named, and at the address given, in response to item 2.

Dated the 30th day of March, 2015

SS&C Technologies, Inc.
(Name of clearing agency)

(Manual signature of Principal Officer or duly authorized Principal)

President and Chief Operating Officer
(Title)

ATTENTION: Intentional misstatements or omissions of fact constitute Federal Criminal Violations
(See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a))

GENERAL INFORMATION

1. Exact name, principal business address, mailing address (if different) and telephone number of registrant:

Name of registrant: SS&C Technologies, Inc. IRS Identification No. ____________

Name under which clearing agency activities are conducted, if different: SSCNet™

If name of registrant is hereby amended, state name under which registered previously: N/A

If name under which clearing agency activities are conducted is hereby amended state name given previously. N/A

Address of principal place of business:

80 Lamberton Road	Windsor	CT	06095
Number and Street	City	State	Zip Code

Mailing Address, if different:

Number and Street	City	State	Zip Code

Telephone Number: 860 (Area Code) 298-4500 (Telephone Number)

2. Name, title, mailing address and telephone number of person in charge of registrant's clearing agency activities:

Normand Augustin Boulanger	President and Chief Operating Officer
Name	Title

80 Lamberton Road	Windsor	CT	06095
Number and Street	City	State	Zip Code

Telephone Number: 860 (Area Code) 298-4500 (Telephone Number)

3. (a) If registrant is a corporation or a national association: state date on which registrant was incorporated or organized and jurisdiction in which incorporated or under which organized:

   Date: March 29, 1996 Jurisdiction: Delaware

   (b) If registrant is not a corporation or a national association, describe on Schedule A the form of organization under which registrant conducts its business and identify the jurisdiction in which registrant is organized.

4. Does registrant have any arrangement with any other person under which, with respect to registrant's clearing agency activities, such other person processes, keeps, transmits or maintains any securities, funds, records or accounts of registrant or registrant's participants relating to clearing agency activities? .... ☒ Yes ☐ No

If answer is "yes," furnish on Schedule A, as to each such arrangement, the full name and principal business address of the other person and a brief summary of each such arrangement.

5. (a) With respect to clearing agency activities, please provide the following information regarding the type of insurance carried or provided:

Type of Insurance	Yes	No	Amount of Coverage	Amount of Deductible
1. Blanket Bond				
2. Fidelity				
3. Errors and Omissions				
4. Mail Policy				
5. Air Courier				
6. Lost Instrument				
7. Other (please specify on Schedule A)				

   (b) If any of registrant's clearing activities are not covered by insurance, has provision been made for self-insurance? ☐Yes ☒No

   If yes, indicate on Schedule A the provisions made for self-insurance (*e.g.*, accounting reserve or funded reserve) and the amount thereof.

   (c) (i) As a result of registrant's clearing agency activities, is registrant exposed to loss of a participant fails to perform its obligations to the clearing agency, any other participant or any other person? .... ☐Yes ☒No

   (ii) If "yes," describe on Schedule A the operational, organizational or other rules, procedures or practices (citing rules if applicable) which result in registrant's exposure to loss.

   (d) (i) Does the registrant maintain a clearing or participants' fund, mark to the market open obligations involving the purchase or sale of securities or otherwise require participants to protect registrant against losses to which it may be exposed as a result of a participant's failure to perform its obligations to the clearing agency, any other participant or any other person? .... ☐Yes ☒No

(ii) If "yes," describe on Schedule A the operational, organizational or other rules, procedures or practices (citing rules if applicable) which are designed to protect registrant against any such losses.

6. (a) Is registrant audited by an independent accountant? .... ☒Yes ☐No

(b) If registrant is audited by an independent accountant, does the audit include a review of internal controls related to clearing agency activities? .... *See Schedule A ☒Yes ☐No

(c) Fiscal year-end of registrant 31 December (Day/Month)

7. (a) What are registrant's internal policies and procedures for reconciling differences (including long and short stock record differences and dividend differences) in its clearing agency activities? (Describe on Schedule A.)

(b) State, as of September 30, 1975, the dollar amount of the potential exposure of registrant, if any, as a result of differences (without offsetting long differences against short differences and without offsetting any suspense account items) in its clearing agency activities not resolved after 20 business days. $ 0

8. (a) How many employees does registrant have engaged in clearing agency activities? 30

(b) How many years has registrant performed clearing agency activities? 20

9. (a) Are registrant's clearing agency activities subject to regulation by any federal agency other than the Commission or by any state or political subdivision? .... ☒Yes ☐No

If yes, specify the name of the agency, state or political subdivision:

Canadian operations are subject to regulation by the Ontario Securities Commission

SCHEDULE A OF FORM CA-1

1. Full name of Registrant as stated in Item 1 of Form CA-1. SS&C Technologies, Inc.

2.

Item of Form (Identify)	Response
Question 4	Please see the attached Intercompany Agreement. SS&C Technologies Canada Corp. ("SS&C Canada") 5255 Orbitor Drive, Mississauga, ON L4W 5M6 Canada. SS&C and SS&C Canada shall enter into an intercompany agreement governing the availability of information related to matching services.
Question 6(b)	The internal controls are audited by a separate independent accounting firm under CSAE3416/SSAE16. These reports are attached to Exhibit K.
Question 7	N/A: The registrant does not intend to offer applicable services.

EXHIBIT A

List in Exhibit A any person who either directly or indirectly, through agreement or otherwise, may control or direct the management or policies of registrant. For each person listed, provide the full name and address and attach a copy of each written agreement or, if the agreements are unwritten, describe the agreement or arrangement through which such person exercises or may exercise such control or direction.

All control and direction are vested in the Directors and Officers of SS&C Technologies Holdings, Inc., the ultimate parent company of the SS&C Technologies group. SS&C Technologies Holdings, Inc. became listed on the NASDAQ stock exchange in March 2010. SS&C Technologies, Inc. ("SS&C") is the ultimate parent operating company of the SS&C Technologies group. Please see attached Listing Agreement with the NASDAQ Stock Market LLC. Also attached is the 2014 Annual Report of SS&C Technologies Holdings, Inc.

SS&C Technologies, Inc. Board Members:

William C. Stone, Board Member

Normand A. Boulanger, Board Member

William A. Etherington, Board Member

Allan M. Holt, Board Member

David Varsano, Board Member

Jonathan E. Michael, Board Member

Michael Daniels, Board Member

Michael J, Zamkow

Address for SS&C Technologies,, Inc. Board Members:

c/o SS&C Technologies, Inc.
80 Lamberton Road
Windsor, CT 06095

SS&C Technologies, Inc. Executive Officers:

William C. Stone, Chairman of the Board and Chief Executive Officer

Normand A. Boulanger, President and Chief Operating Officer

Patrick J. Pedonti, Senior Vice President and Chief Financial Officer

Paul G. Igoe, Senior Vice President and General Counsel

Phil Banas, Managing Director, SS&C Australia

Marc Beliveau, Vice President and Controller

Christy Bremner, Senior Vice President and General Manager, SS&C PORTIA

Rahul Kanwar, Senior Vice President and Managing Director of Alternative Assets

Steve H. Kremidas, Senior Vice President, CDO

Thomas McMackin, Senior Vice President & General Manager

Bob Moitoso, Senior Vice President & General Manager

Colleen Nelsen, Senior Vice President & General Manager

David N. Reid, Senior Vice President & Managing Director, International

J. Timothy Reilly, Senior Vice President, Institutional and Investment Management

James Ramenda, FSA CERA, Senior Vice President, Enterprise Risk

Bob Schwartz, Chief Technology Officer

Richard Shalowitz, Senior Vice President & Managing Director

Henry Toy CA, Managing Director, SS&C Fund Services

c/o SS&C Technologies, Inc.
80 Lamberton Road
Windsor, CT 06095

The NASDAQ Stock Market®

Listing Agreement

This listing agreement ("Listing Agreement") should be executed and submitted by issuers seeking initial listing on The NASDAQ Stock Market or current issuers changing their company name.

SS&C Technologies Holdings, Inc.
COMPANY NAME

("Company"), in consideration for the listing of its securities on The NASDAQ Stock Market, hereby agrees with The NASDAQ Stock Market LLC (collectively, with its affiliates, "NASDAQ") that:

1. Company certifies that it understands and agrees to comply with all NASDAQ® rules, as they may be amended from time to time, and pay all applicable listing fees when due.

2. Company agrees to promptly notify NASDAQ in writing of any corporate action or other event which will cause Company to cease to be in compliance with NASDAQ listing requirements.

3. Company understands that NASDAQ may remove its securities from The NASDAQ Stock Market, pursuant to applicable procedures, if it fails to meet one or more requirements of Paragraphs 1-2.

4. Company understands that if an exception to any of the provisions of any of the NASDAQ rules has been granted by NASDAQ, such exception shall, during the time it is in effect, supersede any conflicting provision of this Listing Agreement.

5. Company warrants and represents that any trading symbol requested to be used by Company does not violate any trade/service mark, trade name, or other intellectual property right of any third party. Company agrees and understands that a trading symbol is provided to Company for the limited purpose of identifying Company's security in authorized quotation and trading systems and that Company has no ownership rights in the trading symbol. The assignment and use of a trading symbol is governed by the National Market System Plan for the Selection and Reservation of Securities Symbols, as may be amended from time to time.

6. Company authorizes NASDAQ to use Company's corporate logos, Web site address, trade names, and trade/service marks in order to publicize Company's listing on The NASDAQ Stock Market, as well as to convey quotation information, transactional reporting information, and other information regarding Company in connection with The NASDAQ Stock Market. In order to ensure the accuracy of the information, Company agrees to provide NASDAQ with Company's current corporate logos, Web site address, trade names, and trade/service marks as they may be amended from time to time.

7. Company agrees to hold harmless and indemnify NASDAQ (and its officers, directors, employees and agents) against any and all claims and losses, including but not limited to costs and attorneys' fees, resulting from, suffered, or incurred as a result of any third party's claim or litigation relating to the infringement of any trade/service mark, trade name, or other intellectual property right related to or arising out of NASDAQ's use of Company's trading symbol, corporate logos, Web site address, trade names, and trade/service marks in accordance with the terms of this Listing Agreement

NASDAQ Warranties; Disclaimers of Warranties.

For any goods or services provided to Company, NASDAQ shall endeavor to provide them in a good and workmanlike manner. Beyond the warranties stated in this section, there are no other warranties of any kind, express, implied or statutory (including the implied warranties of merchantability or fitness for a particular use or purpose).

Limitation of Liability.

1. In no event will NASDAQ be liable for any trading losses, loss of profits, indirect, special, punitive, consequential, or incidental loss or damage, even if NASDAQ has been advised of the possibility of such damages. If NASDAQ is, for any reason, held liable for any of the above, the liability of NASDAQ is limited:

    (a) for goods and services for which Company is specifically charged, to the amount paid by Company for those goods or services during the twelve (12) months preceding the accrual of the claim; and

    (b) in all other instances, to the amount of the annual listing fee paid by Company during the twelve (12) months preceding the accrual of the claim.

2. Notwithstanding the foregoing, NASDAQ shall not be relieved from liability for damages that result from NASDAQ's gross negligence or willful tortious misconduct, or from personal injury or wrongful death claims.

3. For goods and services provided under a separate written agreement, the limitation of liability provisions in that agreement shall govern any claims relating to or arising from the provision of those goods and services.

4. Under no circumstances shall NASDAQ have any liability for any third party's goods and/or services.

5. Company and NASDAQ agree that these terms reflect a reasonable allocation of risk and limitation of liability.

6. This Listing Agreement shall be deemed to have been made in the United States, in the State of New York and shall be construed and enforced in accordance with the laws of the State of New York, without reference to principles of conflicts of laws.

As an officer of the Company, I am authorized to execute this agreement on the Company's behalf.

SIGNATURE [signature] DATE March 8, 2010

NAME Patrick J. Pedonti TITLE SVP and Chief Financial Officer

CORPORATE SEAL
(Optional)

Submit this Listing Agreement to:

The NASDAQ Stock Market LLC
Listing Qualifications
9600 Blackwell Road
Rockville, MD 20850

Phone: +1 301 978 8008

Note: Issuers changing their name must also concurrently submit the *Notification: Change in Company Record.*

SS&C TECHNOLOGIES HOLDINGS INC

FORM 10-K
(Annual Report)

Filed 02/26/15 for the Period Ending 12/31/14

Address	80 LAMBERTON RD
	.
	WINDSOR, CT 06095
Telephone	860-298-4500
CIK	0001402436
Symbol	SSNC
SIC Code	7372 - Prepackaged Software
Industry	Software & Programming
Sector	Technology
Fiscal Year	12/31

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 10-K

☒ **ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 31, 2014

Commission file number: 001-34675

SS&C TECHNOLOGIES HOLDINGS, INC.
(Exact name of Registrant as Specified in Its Charter)

Delaware	**71-0987913**
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)

80 Lamberton Road
Windsor, CT 06095
(Address of Principal Executive Offices, Including Zip Code)

860-298-4500
(Registrant's Telephone Number, Including Area Code)

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Name of Each Exchange on Which Registered
Common Stock, $0.01 par value per share	**The NASDAQ Global Select Market**

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes ☒ No ☐

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes ☐ No ☒

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files. Yes ☒ No ☐

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer	☒	Accelerated filer	☐
Non-accelerated filer	☐ (Do not check if a smaller reporting company)	Smaller reporting company	☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

As of June 30, 2014, the aggregate market value of the registrant's common stock held by non-affiliates was $3,135,620,699 based on the closing sale price per share of the registrant's common stock on The NASDAQ Global Select Market on such date.

There were 84,282,692 shares of the registrant's common stock outstanding as of February 23, 2015.

DOCUMENTS INCORPORATED BY REFERENCE:

Part III of this annual report on Form 10-K incorporates by reference certain information from the registrant's definitive proxy statement for the 2015 annual meeting of stockholders, which the registrant intends to file pursuant to Regulation 14A with the Securities and Exchange Commission not later than 120 days after the registrant's fiscal year end of December 31, 2014. With the exception of the sections of the definitive proxy statement specifically incorporated herein by reference, the definitive proxy statement is not deemed to be filed as part of this annual report on Form 10-K.

SS&C TECHNOLOGIES HOLDINGS, INC.
ANNUAL REPORT ON FORM 10-K
For the Fiscal Year Ended December 31, 2014
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FORWARD-LOOKING INFORMATION

This annual report contains forward-looking statements within the meaning of the U.S. federal securities laws. All statements contained herein that are not statements of historical fact are forward-looking statements, including, without limitation, statements regarding future financial performance, funding requirements and liquidity; management's plans and strategies for future operations, including statements relating to anticipated operating performance, cost reductions, competitive strengths or market position, acquisitions and related synergies; growth, declines and other trends in markets we sell into; the anticipated impact of adopting new accounting pronouncements; the anticipated outcome of outstanding claims, legal proceedings, tax audits and other contingent liabilities; foreign currency exchange rates and fluctuations in those rates; general economic conditions; assumptions underlying any of the foregoing; and any other statements that address events or developments that we intend or believe will or may occur in the future. Without limiting the foregoing, the words "believes", "anticipates", "plans", "expects", "estimates", "projects", "forecasts", "may" and "should" and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements are accompanied by such words. Forward-looking statements are not guarantees of future performance and actual results may differ materially from those envisaged by such forward-looking statements. The factors discussed under "Item 1A. Risk Factors", among others, could cause actual results to differ materially from those indicated by forward-looking statements made herein and presented elsewhere by management from time to time. You should not place undue reliance on any such forward-looking statements. Forward-looking statements speak only as of the date of the report, document, press release, webcast, call or other communication in which they are made. We expressly disclaim any obligation to update our forward-looking statements, whether as a result of new information, future events or circumstances, or otherwise, except as required by law.

The following are our registered trademarks and/or service marks in the United States and/or in other countries: ADVISORWARE, BENEFIX, DBC, FIXLINK, FUNDRUNNER, GLOBEOP, GORISK, HIPORTFOLIO, MARGINMAN, MAXIMIS, PACER, PAGES, PORTIA, PORTPRO, RECON, SKYLINE, SYLVAN, TRADEDESK, TRADETHRU, TRADEWARE, TRADEWARE GLOBAL, and ZOOLOGIC. SS&C Technologies, Inc. and/or its subsidiaries in the United States and/or in other countries have trademark or service mark rights to certain other names and marks referred to in this annual report.

SS&C Technologies Holdings, Inc., or "SS&C Holdings," is our top-level holding company. SS&C Technologies, Inc., or "SS&C," is our primary operating company and a wholly-owned subsidiary of SS&C Technologies Holdings, Inc. "We," "us," "our" and the "Company" mean SS&C Technologies Holdings, Inc. and its consolidated subsidiaries, including SS&C.

Unless context otherwise requires, references to our "common stock" includes both shares of our common stock and shares of our Class A non-voting common stock.

PART I

ITEM 1. *BUSINESS*

Overview

We are a leading provider of mission-critical, sophisticated software products and software-enabled services that allow financial services providers to automate complex business processes and effectively manage their information processing requirements. Our portfolio of software products and rapidly deployable software-enabled services allows our clients to automate and integrate front-office functions such as trading and modeling, middle-office functions such as portfolio management and reporting, and back-office functions such as accounting, performance measurement, reconciliation, reporting, processing and clearing. Our solutions enable our clients to focus on core operations, better monitor and manage investment performance and risk, improve operating efficiency and reduce operating costs. We provide our solutions globally to more than 7,000 clients, principally within the institutional asset management, alternative investment management and financial institutions vertical markets. In addition, our clients include commercial lenders, corporate treasury groups, insurance and pension funds, municipal finance groups and real estate property managers.

We provide the global financial services industry with a broad range of software-enabled services, which consist of software-enabled outsourcing services and subscription-based on-demand software that are managed and hosted at our facilities, and specialized software products, which are deployed at our clients' facilities. Our software-enabled services, which combine the strengths of our proprietary software with our domain expertise, enable our clients to contract with us to provide many of their mission-critical and complex business processes. For example, we utilize our software to offer comprehensive fund administration services for alternative investment managers, including fund manager services, transfer agency services, funds-of-funds services, tax processing and accounting. We offer clients the flexibility to choose from multiple software delivery options, including on-premise applications and hosted, multi-tenant or dedicated applications. Additionally, we provide certain clients with targeted, blended solutions based on a combination of our various software and software-enabled services. We believe that our software-enabled services provide superior client support and an attractive alternative to clients that do not wish to install, manage and maintain complicated financial software.

Our business model is characterized by substantial contractually recurring revenues, high operating margins and significant cash flow. We generate revenues primarily through our high-value software-enabled services, which are typically sold on a long-term subscription basis and integrated into our clients' business processes. Our software-enabled services are generally provided under non-cancelable contracts with initial terms of one to five years that require monthly or quarterly payments and are subject to automatic annual renewal at the end of the initial term unless terminated by either party. We also generate revenues by licensing our software to clients through either perpetual or term licenses and by selling maintenance services. Maintenance services are generally provided under annually renewable contracts. As a consequence, a significant portion of our revenues consists of subscription payments and maintenance fees and is contractually recurring in nature. Our pricing typically scales as a function of our clients' assets under management, the complexity of asset classes managed and the volume of transactions.

Our contractually recurring revenue model helps us minimize the fluctuations in revenues and cash flows typically associated with up-front, perpetual software license revenues and enhances our ability to manage costs. Our contractually recurring revenues, which we define as our software-enabled services and maintenance revenues, represented 91% of total revenues in the year ended December 31, 2014. We have experienced average revenue retention rates in each of the last five years of greater than 90% on our software-enabled services and maintenance contracts for our core enterprise products. We believe that the high value-added nature of our products and services has enabled us to maintain our high revenue retention rates and significant operating margins.

We generated revenues of $767.9 million for the year ended December 31, 2014 as compared to revenues of $712.7 million for the year ended December 31, 2013. In 2014, we generated 75% of our revenues from clients in

North America and 25% from clients outside North America. Our revenues are highly diversified, with our largest client in 2014 accounting for less than 5% of our revenues. Additional financial information, including geographic information, is available in our consolidated financial statements and Note 14 to our consolidated financial statements.

Our industry

We serve a number of vertical markets within the financial services industry, including alternative investment funds, investment management firms, insurance companies, banks and brokerage firms. We believe that financial services providers will increasingly turn to information technology, or IT, solutions as a result of economic challenges and heightened regulatory requirements. Financial service firms are in a search for more risk-averse business strategies and simplified regulatory compliance. As a result, we believe the financial services industry will continue to increase its investments in IT solutions in 2015.

Opportunities

We believe that we are well positioned to address the ongoing business and regulatory needs of the clients we seek to serve in the financial services industry, taking into account a competitive environment that reflects the following competitive dynamics.

Asset Classes and Securities Products Growing in Volume and Complexity. Investment professionals must increasingly track and invest in numerous asset classes that are far more complex than traditional equity and debt instruments. These assets require more sophisticated systems to automate functions such as trading and modeling, portfolio management, accounting, performance measurement, reconciliation, reporting, processing and clearing. Manual tracking of orders and other transactions is not effective for these assets. In addition, as the business knowledge requirements increase, financial services firms see increasing value in outsourcing the management of these assets to firms such as SS&C that offer software-enabled services.

Increasing Regulatory Requirements and Investor Demand for Transparency. Recent market and economic conditions have led to new legislation and numerous proposals for changes in the regulation of the financial services industry, including significant additional legislation and regulation in the United States. Several high-profile scandals have also led to increased investor demand for transparency. The financial services industry must meet these complicated and burdensome requirements, and many financial service firms have struggled to do so. In addition, as the financial services industry continues to grow in complexity, we anticipate regulatory oversight will continue to impose new demands on financial services providers, as hedge funds are experiencing similar regulatory pressures. In addition, financial services providers continue to face increasing regulatory oversight from domestic organizations such as the Financial Industry Regulatory Authority, U.S. Treasury Department, Securities and Exchange Commission, New York Stock Exchange, National Association of Insurance Commissioners and U.S. Department of Labor as well as foreign regulatory bodies such as the Office of Supervision of Financial Institutions in Ottawa, Canada, Financial Services Association in London, England and Ministry of Finance in Tokyo, Japan.

Increasing Willingness to Implement Solutions from Independent Software Vendors and Outsource IT Operations. Historically, financial services providers have relied in large part on their internal IT departments to supply the systems required to manage, analyze and control vast amounts of data. Alternatively, rather than internally developing applications that automate business processes, more financial services providers are implementing advanced software solutions from independent software vendors to replace their current systems, which are often cumbersome, time-consuming to operate and expensive to implement, customize, update and support. Additionally, financial services providers globally are outsourcing a growing percentage of their business processes to benefit from best-in-class process execution, focus on core operations, quickly expand into new markets, reduce costs, streamline organizations, handle increased transaction volumes and ensure system redundancy. We believe that one of the key challenges faced by investment management industry participants is how to expand their use of third-party service providers to address the increasing complexity of new products and the growing investor and regulatory information demands. For example, many alternative investment firms lack the substantial in-house IT resources necessary to establish and manage the complex IT infrastructures their investment professionals require. These firms increasingly seek end-to-end solutions to outsource their operations from the front-office through the back-office.

Intense Global Competition Among Financial Services Providers. Competition within the financial services industry has become intense as financial services providers expand into new markets and offer new services to their clients in an effort to maximize their profitability. Additionally, a significant number of small- and medium-sized organizations, such as hedge funds, have begun to compete with large financial institutions as they seek to attract new clients whose assets they can manage. As traditional equity and debt instruments become more commoditized, financial services providers are expanding into more complex product and service offerings to drive profitability. In response to these increasingly competitive conditions worldwide, financial services organizations seek to rapidly expand into new markets, manage operational enterprise risk, increase front-office productivity and drive cost savings by utilizing software to automate and integrate their mission-critical and labor intensive business processes.

Our competitive strengths

We believe that we have several key competitive strengths that position us well in the marketplace. These strengths include:

Enhanced Capability Through Software Ownership. We use our proprietary software products and infrastructure to provide our software-enabled services, strengthening our overall operating margins and providing a competitive advantage. Because we primarily use our own proprietary software in the execution of our software-enabled services and generally own and control our products' source code, we can quickly identify and deploy product improvements and respond to client feedback, enhancing the competitiveness of our software and software-enabled service offerings. This continuous feedback process provides us with a significant advantage over many of our competitors, specifically those software competitors that do not provide a comparable model and therefore do not have the same level of hands-on experience with their products.

Broad Portfolio of Products and Services Focused on Financial Services Organizations. Our broad portfolio of over 80 software products and software-enabled services allows professionals in the financial services industry to efficiently and rapidly analyze and manage information, increase productivity, devote more time to critical business decisions and reduce costs. Our products and services automate our clients' most mission-critical, complex business processes, and improve their operational efficiency. We believe our product and service offerings position us as a leader within the specific verticals of the financial services software and services market in which we compete. We provide highly flexible, scalable and cost-effective solutions that enable our clients to track complex securities, better employ sophisticated investment strategies, scale efficiently and meet evolving regulatory requirements. Our solutions allow our clients to automate and integrate their front-office, middle-office and back-office functions, thus enabling straight-through processing.

Independent Fund Administration Services. The third-party service providers that participate in the alternative investment market include fund managers, auditors, fund administrators, attorneys, custodians and prime brokers. Each provider performs a valuable function with the intention of providing transparency of the fund's assets and the valuation of those assets. Conflicts of interest may arise when the above parties attempt to provide more than one of these services. The industry is increasingly recognizing these conflicts and, as a result, seeking independent fund administrators such as SS&C.

Scalable Software and Software-Enabled Services. We have designed our software and software-enabled services to accommodate significant additional business volumes with limited incremental costs. The ability to generate additional revenues from increased volumes without incurring substantial incremental costs provides us with opportunities to improve our operating margins.

Deep Domain Knowledge and Extensive Industry Experience. As of December 31, 2014, we had 4,226 development, service and support professionals with significant expertise across the industries that we serve and a deep working knowledge of our clients' businesses. We were founded in 1986 by William C. Stone, who has served as our Chairman and Chief Executive Officer since our inception. Our senior management team has a track record of operational excellence and an average of more than 15 years of experience in the software and financial services industries. By leveraging our domain expertise and knowledge, we have developed, and continue to improve, our mission-critical software products and services to enable our clients to overcome the complexities inherent in their businesses. For example, our Complete Asset Management, Reporting and Accounting, or CAMRA, software, which supports the entire portfolio management function across all typical securities transactions, was originally released in 1989 and has been continually updated to meet our clients' new business requirements.

Trusted Provider to Our Highly Diversified and Growing Client Base. By providing mission-critical, reliable software products and services for more than 25 years, we have become a trusted provider to the financial services industry. We have developed a large and growing installed base within multiple segments of the financial services industry. Our clients include some of the largest and most well-recognized firms in the financial services industry. We believe that our high-quality products and superior services have led to long-term client relationships, some of which date from our earliest days of operations. Our strong client relationships, coupled with the fact that many of our current clients use our products for a relatively small portion of their total funds and investment vehicles under management, provide us with a significant opportunity to sell additional solutions to our existing clients and drive future revenue growth at lower cost.

Superior Client Support and Focus. Our ability to rapidly deliver improvements and our reputation for superior service have proven to be a strong competitive advantage when developing client relationships. We provide our larger clients with a dedicated client support team whose primary responsibility is to answer questions and provide solutions to address ongoing needs. We also offer the SS&C Solution Center, an interactive website that serves as an exclusive online client community where clients can find answers to product questions, exchange information, share best practices and comment on business issues. We believe a close and active service and support relationship significantly enhances client satisfaction, strengthens client relationships and furnishes us with information regarding evolving client issues.

Our growth strategy

We intend to be the leading provider of superior technology solutions to the financial services industry. The key elements of our growth strategy include:

Continue to Develop Software-Enabled Services, Cloud-Based Software and Mobility. Since our founding in 1986, we have focused on building substantial financial services domain expertise through close working relationships with our clients. We have developed a deep knowledge base that enables us to respond to our clients' most complex financial, accounting, actuarial, tax and regulatory needs. We intend to maintain and enhance our technological leadership by using our domain expertise to build valuable new software-enabled services and solutions, continuing to invest in internal development and opportunistically acquiring products and services that address the highly specialized needs of the financial services industry. Our internal product development team works closely with marketing and client service personnel to ensure that product evolution reflects developments in the marketplace and trends in client requirements. In addition, we intend to continue to develop our products in a cost-effective manner by leveraging common components across product families. We believe that we enjoy a competitive advantage because we can address the investment and financial management needs of high-end clients by providing industry-tested products and services, including cloud-based services and related mobility platforms that meet global market demands and enable our clients to automate and integrate their front-, middle- and back-office functions for improved productivity, reduced manual intervention and bottom-line savings. Our software-enabled services revenues increased from $406.5 million for the year ended December 31, 2012 to $592.5 million for the year ended December 31, 2014, representing a compound annual growth rate of 20.7%.

Expand Our Client Base. Our client base of more than 7,000 clients represents a fraction of the total number of financial services providers globally. As a result, we believe there is substantial opportunity to grow our client base over time as our products become more widely adopted. We have a substantial opportunity to capitalize on the increasing adoption of mission-critical, sophisticated software and software-enabled services by financial services providers as they continue to replace inadequate legacy solutions and custom in-house solutions that are inflexible and costly to maintain.

Increase Revenues from Existing Clients. We believe our established client base presents a substantial opportunity for growth. Revenues from our existing clients generally grow along with the amount and complexity of assets that they manage and the volume of transactions that they execute. While we expect to continue to benefit from the financial services industry's growing assets under management, expanding asset classes, and increasing transaction volumes, we also intend to leverage our deep understanding of the financial services industry to identify other opportunities to increase our revenues from our existing clients. Many of our current clients use our products only for a portion of their total assets under management and investment funds, providing us with significant opportunities to expand our business relationship and revenues. We have been successful in, and expect to continue to focus our marketing efforts on, providing additional modules or features to the products and services our clients already use, as well as cross-selling our other products and services. Additionally, we intend to sell additional software products and services to new divisions and new funds of our existing client base. Our client services team is primarily responsible for expanding our relationships with current clients. Moreover, our high quality of service helps us maintain significant client retention rates and long-lasting client relationships.

Continue to Capitalize on Acquisitions of Complementary Businesses and Technologies. We intend to continue to employ a highly disciplined and focused acquisition strategy to broaden and enhance our product and service offerings, expand our intellectual property portfolio, add new clients and supplement our internal development efforts. We believe our acquisitions have been an extension of our research and development effort that has enabled us to purchase proven products and remove the uncertainties associated with software development projects. We will seek to opportunistically acquire, at reasonable valuations, businesses, products and technologies in our existing or complementary vertical markets that will enable us to better satisfy our clients' rigorous and evolving needs. We have a proven ability to integrate complementary businesses as demonstrated by the 40 businesses we have acquired since 1995. Our experienced senior management team leads a rigorous evaluation of our targets to ensure that they satisfy our product or service needs and will successfully integrate with our business while meeting our targeted financial goals. As a result, our acquisitions have contributed marketable products or services that have added to our revenues. Through the broad reach of our direct sales force and our large installed client base, we believe we can market these acquired products and services to a large number of prospective clients. Additionally, we have been able to improve the operational performance and profitability of our acquired businesses, creating significant value for our stockholders.

Strengthen Our International Presence. We believe that there is a significant market opportunity to provide software and services to financial services providers outside North America. In the year ended December 31, 2014, we generated 25% of our revenues from clients outside North America. We are building our international operations in order to increase our sales outside North America. We plan to continue to expand our international market presence by leveraging our existing software products and software-enabled services. For example, we believe that the rapidly growing alternative investment management market in Europe presents a compelling growth opportunity.

Our acquisitions

As mentioned above, we intend to continue to employ a highly disciplined and focused acquisition strategy. Our past acquisitions have enabled us to expand our product and service offerings into new markets or client bases within the financial services industry. The addition of new products and services has also enabled us to market other products and services to acquired client bases. We believe our acquisitions have been an extension of our research and development effort and have enabled us add to our product and service offerings without incurring the uncertainties sometimes associated with software development projects.

Since 1995, we have acquired 40 businesses within our industry. These acquisitions have contributed marketable products and services, which have added to our revenues and earnings. We have generally been able to improve the operating performance and profitability of our acquired businesses. We seek to reduce the costs of the acquired businesses by consolidating sales and marketing efforts and by eliminating redundant administrative tasks and research and development expenses. In many cases, we have also been able to increase revenues generated by acquired products and services by leveraging our existing products and services, larger sales capabilities and client base.

We generally seek to acquire companies that satisfy our financial metrics, including expected return on investment. Through our acquisitions, we seek companies that:

- provide complementary products or services in the financial services industry;
- possess proven technology and an established client base that will provide a source of ongoing revenue and to whom we may be able to sell existing products and services;
- expand our intellectual property portfolio to complement our business;
- address a highly specialized problem or a market niche in the financial services industry;
- expand our global reach into strategic geographic markets; and
- have solutions that lend themselves to being delivered as software-enabled services.

We believe, based on our experience, that there are numerous solution providers addressing highly particularized financial services needs or providing specialized services that would meet our disciplined acquisition criteria.

Acquisitions are discussed further in *Liquidity and Capital Resources* and in Notes 12 and 16 to our consolidated financial statements, including our agreement to acquire Advent Software, Inc., or Advent. The following table provides a list of the most substantial acquisitions we have made since 1995:

Acquisition Date	Acquired Business	Contract Purchase Price	Acquired Capabilities, Products and Services
February 2005	EisnerFast	$ 25,300,000	Expanded fund administration services to the hedge fund and private equity markets
April 2005	Financial Models Company	$ 159,000,000	Expanded front-, middle- and back-office products and services to the investment management industry including Pacer, Pages, Recon and Sylvan products
October 2005	Open Information Systems	$ 24,000,000	Entered money market, custody and security lending market with Global Debt Manager, Information Manager and Money Market Manager products
November 2009	TheNextRound	$ 21,000,000	Expanded private equity client base with TNR Solution product
December 2009	Tradeware	$ 22,500,000	Expanded electronic trading offering in broker/dealer market
December 2010	TimeShareWare	$ 30,500,000	Added shared ownership property management platform to real estate offering
May 2012	Thomson Reuters' PORTIA Business	$ 170,000,000	Added portfolio management software and outsourcing services for institutional managers

Acquisition Date	Acquired Business	Contract Purchase Price	Acquired Capabilities, Products and Services
June 2012	GlobeOp Financial Services S.A.	$ 834,400,000	Expanded fund administration services in hedge fund and other asset management sectors
November 2014	DST Global Solutions	$ 95,000,000	Added investment management software and services

Products and services

Our products and services allow professionals in the financial services industry to automate complex business processes within financial services providers and are instrumental in helping our clients manage significant information processing requirements. Our solutions enable our clients to focus on core operations, better monitor and manage investment performance and risk, improve operating efficiency and reduce operating costs. Our portfolio of over 80 products and software-enabled services allows our clients to automate and integrate front-office functions such as trading and modeling, middle-office functions such as portfolio management and reporting, and back-office functions such as accounting, performance measurement, reconciliation, reporting, processing and clearing.

Portfolio management/accounting

Our products and services for portfolio management span most of our vertical markets and offer our clients a wide range of investment management solutions. Some of our portfolio management products include:

AdvisorWare. AdvisorWare software supports hedge funds, funds-of-funds and family offices with sophisticated global investment, trading and management concerns, and/or complex financial, tax, partnership and allocation reporting requirements. It delivers comprehensive multicurrency investment management, financial reporting, performance fee calculations, net asset value calculations, contact management and partnership accounting in a straight-through processing environment.

CAMRA. CAMRA (Complete Asset Management, Reporting and Accounting) software supports the integrated management of asset portfolios by investment professionals operating across a wide range of institutional investment entities. CAMRA is a multi-user, integrated solution tailored to support the entire portfolio management function and includes features to execute, account for and report on all typical securities transactions.

Debt & Derivatives. Debt & Derivatives is a comprehensive financial application software package designed to process and analyze all activities relating to derivative and debt portfolios, including pricing, valuation and risk analysis, derivative processing, accounting, management reporting and regulatory reporting. Debt & Derivatives delivers real-time transaction processing to treasury and investment professionals, including traders, operations staff, accountants and auditors.

Global Wealth Platform. A web-based service, Global Wealth Platform combines our core asset management product functions with an innovative, easy-to-use interface. Global Wealth Platform provides an integrated suite with key components — modeling, trading, portfolio accounting, client communications and other mission critical workflows — as an on-demand, software-enabled service.

HiPortfolio. HiPortfolio ® is an investment accounting and asset servicing solution. It provides full life cycle processing including comprehensive investment and fund accounting capabilities, flexible transaction processing from order capture to post-trade activity, and proven support for middle- and back-office operations.

MAXIMIS. MAXIMIS is a real-time intranet-enabled portfolio management solution for insurance companies, pension funds and institutional asset managers. Its key product functions include portfolio analysis, investment management, trade processing, cash processing, multi-currency accounting, regulatory reporting, operations and analysis and management reporting.

Pacer. Pacer is a portfolio management and accounting system designed to manage diversified global portfolios and meet the unique management and accounting needs of all business streams, from institutional and pension management, to separately managed accounts, private client portfolios, mutual funds and unit trusts.

Pages. Pages is a client communication system that generates unique individual client statements and slide presentations for print, electronic or face-to-face meetings. Pages helps enhance customer services by producing client statements that automatically assemble data from portfolio management, customer relationship management, performance measurement and other investment systems.

PORTIA. PORTIA is a comprehensive middle-to-back-office software solution designed to streamline the operations of global investment managers. PORTIA's functionality supports a broad range of global asset types, fixed income analytics & analysis, multi-currency transaction processing, corporate actions and presentation-quality reporting implemented with flexible deployment options. Built on an open architecture, PORTIA enables real-time integration with other systems, applications, data providers and counterparties to run operations more efficiently and effectively.

Recon. Recon is a transaction, position and cash reconciliation system that streamlines reconciliation by identifying exceptions and providing effective workflow tools to resolve issues faster, thereby reducing operational risk. Recon automatically reconciles transactions, holdings and cash from multiple sources.

SS&C Anova. SS&C Anova acts as a central data hub, consolidating and aggregating critical holding, position and transaction data in near real time. Its robust performance and attribution engine provides a detailed breakdown of the sources of risk and return from portfolio holdings, enabling clients to understand and react to their portfolio performance.

Sylvan. Sylvan is a performance measurement, attribution and composite management platform that is designed to streamline the calculation and reporting of performance measurement requirements.

TNR Solution. TNR Solution is a software product for private equity, hedge funds, funds of hedge funds and family offices. Built around Microsoft's .NET platform, the product gives end users the flexibility to manage all aspects of their operations from contact management, fund raising, investor relations, fund, portfolio and deal management, general ledger and reporting.

Total Return. Total Return is a portfolio management and partnership accounting system directed toward the hedge fund and family office markets. It is a multi-currency system, designed to provide financial and tax accounting and reporting for businesses with high transaction volumes.

Trading/treasury operations

Our comprehensive real-time trading systems offer a wide range of trade order management solutions that support both buy-side and sell-side trading. Our full-service trade processing systems deliver comprehensive processing for global treasury and derivative operations. Solutions are available to clients either through a license or as a software-enabled service. Some of our trading and treasury operations products include:

Antares. Antares is a comprehensive, real-time, event-driven trading and profit and loss reporting system designed to integrate trade modeling with trade order management. Antares enables clients to trade and report fixed-income, equities, foreign exchange, futures, options, repos and many other instruments across different asset classes. Antares also offers an add-on option of integrating Heatmaps' data visualization technology to browse and navigate holdings information.

MarginMan. MarginMan delivers collateralized trading software to the foreign exchange marketplace. MarginMan supports collateralized foreign exchange trading, precious metals trading and over-the-counter foreign exchange options trading.

MarketLook Information System (MLIS). MLIS allows traders anywhere in the world access to market color and size directly from traders on the trading floor of the New York Stock Exchange.

TradeThru. TradeThru is a web-based treasury and derivatives operations service that supports multiple asset classes and provides multi-bank, multi-entity and multi-currency integration of front-, middle- and back-office trade functions for financial institutions. TradeThru is available either through a license or as a software-enabled service. The system delivers automated front- to back-office functions throughout the lifecycle of a trade, from deal capture to settlement, risk management, accounting and reporting. TradeThru also provides data to other external systems, such as middle-office analytic and risk management systems and general ledgers. TradeThru provides one common instrument database, counterparty database, audit trail and end-of-day runs.

Financial modeling

We offer several powerful analytical software and financial modeling applications for the insurance industry. We also provide analytical software and services to the municipal finance groups market. Some of our financial modeling products include:

DBC Product Suite. We provide analytical software and services to municipal finance groups. Our suite of DBC products addresses a broad spectrum of municipal finance concerns, including general bond structures, revenue bonds, housing bonds, student loans and insured revenue bonds and securitizations.

Global Markets Risk. Global Markets Risk provides a comprehensive view of risk across all asset classes for banks, hedge funds, asset managers, insurance companies and pension funds. Risk Analytics is designed for risk managers who need better tracking, managing and reporting of value-at-risk and ex-ante risk measures across all asset classes.

Loan management/accounting

Our loan management/accounting products include:

LMS Loan Suite. The LMS Loan Suite is a single database application that provides comprehensive loan management throughout the life cycle of a loan, from the initial request to final disposition. We have structured the flexible design of the LMS Loan Suite to meet the most complex needs of commercial lenders and servicers worldwide. The LMS Loan Suite includes both the LMS Originator and the LMS Servicer, facilitating integrated loan portfolio processing.

Property management

Some of our property management products include:

SKYLINE. SKYLINE is a comprehensive property management system that integrates all aspects of real estate property management, from prospect management to lease administration, work order management, accounting and reporting. By providing a single-source view of all real estate holdings, SKYLINE functions as an integrated lease administration system, a historical property/portfolio knowledge base and a robust accounting and financial reporting system, enabling users to track each property managed, including data on specific units and tenants.

TimeShareWare. TimeShareWare Enterprise incorporates a Service Oriented Architecture (SOA) and provides the tools, structure, and performance needed to accommodate management of complex and demanding resort operations, including sales and marketing, management, contract processing, loan servicing and property management.

Money market processing

Our money market processing products include:

Global Debt Manager. Global Debt Manager is a robust browser-based application for corporate and municipal bond accounting. Fully integrated with Money Market Manager (M3), Global Debt Manager offers processing for conventional and structured debt within a secure and flexible platform.

Software-enabled services

Some of our software-enabled services include:

Evare. Evare is a leader in financial data acquisition, transformation and delivery services. Global managed services connect our clients and their counterparties using each firm's preferred method of connectivity, custom data formats, and industry standards. All parties utilize their existing systems and protocols without having to upgrade or install software.

e-Investor. SS&C's e-Investor provides an end-to-end investor transaction processing platform designed to automate the delivery, completion, submission, and tracking of all investor transactions. When coupled with SS&C's e-Fulfillment, the solution can deliver targeted marketing material and subscription documents through a secure web interface to potential investors, with detailed activity tracking. Once delivered, the prospect (or financial advisor) can complete the subscription document online, leveraging e-Investor's extensive and flexible data validation and dependency rules.

GoTrade+. GoTrade+ automates trade capture as trades occur over a real-time web-based portal that displays life cycle status, documents, valuations, exposures, collateral and cash positions. It enables clients to trade with confidence in the knowledge that the most complex trades are followed through by a highly experienced and expert team.

GoRisk. A cross-asset and cross strategy application, GoRisk allows portfolio and risk managers to monitor risk analytics across their trading strategies. GoRisk provides key risk analytics across funds-of-funds and managed account platforms.

SS&C Direct. We provide comprehensive software-enabled services through our SS&C Direct operating unit for portfolio accounting, reporting and analysis functions. Since 1997, SS&C Direct has offered ASP, business process outsourcing (BPO) and blended outsourcing services to institutional asset managers, insurance companies, hedge funds and financial institutions.

The SS&C Direct service includes:

- full BPO investment accounting and investment operations services,
- hosting of a company's application software,
- automated workflow integration,
- automated quality control mechanisms, and
- extensive interface and connectivity services to custodian banks, data service providers, depositories and other external entities.

SS&C GlobeOp. We provide comprehensive on- and offshore fund administration services to hedge fund and other alternative investment managers using our proprietary software products. SS&C GlobeOp offers fund manager services, transfer agency services, funds-of-funds services, tax processing, compliance services and accounting processing. SS&C GlobeOp supports all fund types and investment strategies. Market segments served include hedge funds, funds-of-funds and private equity firms.

SSCNet. SSCNet is a global trade network linking investment managers, broker-dealers, clearing agencies, custodians and interested parties. SSCNet's real-time trade matching utility and delivery instruction database facilitate integration of front-, middle- and back-office functions, reducing operational risk and costs.

SVC. SVC is a single source for securities data that consolidates data from leading global sources to provide clients with the convenience of one customized data feed. SVC provides clients with seamless, timely and accurate data for pricing, corporate actions, dividends, interest payments, foreign exchange rates and security master for global financial instruments.

Tradeware FIXLink. Tradeware FIXLink is a FIX network for IOIs, trades, orders, and allocations, providing a reliable broker-neutral and platform-neutral FIX connectivity service to broker-dealers and institutions.

Professional services

We offer a range of professional services to assist clients. Professional services consist of consulting and implementation services, including the initial installation of systems, conversion of historical data and ongoing training and support. Our in-house consulting teams work closely with the client to ensure the smooth transition and operation of our systems. Our consulting teams have a broad range of experience in the financial services industry and include certified public accountants, chartered financial analysts, mathematicians and IT professionals from the asset management, real estate, investment, insurance, hedge fund, municipal finance and banking industries. We believe our commitment to professional services facilitates the adoption of our software products across our target markets. For the year ended December 31, 2014, revenues from professional services represented 4% of total revenues.

Product support

We believe a close and active service and support relationship is important to enhancing client satisfaction and furnishes an important source of information regarding evolving client issues. We provide our larger clients with a dedicated client support team whose primary responsibility is to answer questions and provide solutions to address ongoing needs. Direct telephone support is provided during extended business hours, and additional hours are available during peak periods. We also offer the SS&C Solution Center, a website that serves as an exclusive online community for clients, where clients can find answers to product questions, exchange information, share best practices and comment on business issues. Approximately every two weeks, we distribute via the Internet our software and services *eBriefings* , which are industry-specific newsletters available for key geographic regions around the world. We supplement our service and support activities with comprehensive training. Training options include regularly hosted classroom and online instruction, *Zoologic Learning Academy* , and online client seminars, or "webinars," that address current, often technical, issues in the financial services industry.

We periodically make maintenance releases of licensed software available to our clients, as well as regulatory updates (generally during the fourth quarter, on a when and if available basis), to meet industry reporting obligations and other processing requirements.

Clients

We have over 7,000 clients globally in the financial services industry that require a full range of information management and analysis, accounting, actuarial, reporting and compliance software on a timely and flexible basis. Our clients include multinational banks, retail banks and credit unions, hedge funds, funds of funds and family offices, institutional asset managers, insurance companies and pension funds, municipal finance groups, brokers/dealers, financial exchanges, commercial lenders, real estate lenders and property managers. Our clients include many of the largest and most well-recognized firms in the financial services industry. During the year ended December 31, 2014, our top 10 clients represented approximately 17% of revenues, with no single client accounting for more than 5% of revenues.

Sales and marketing

We believe a direct sales organization is essential to the successful implementation of our business strategy, given the complexity and importance of the operations and information managed by our products, the extensive regulatory and reporting requirements of each industry, and the unique dynamics of each vertical market. Our dedicated direct sales and support personnel are located in various sales offices worldwide and routinely undergo product and sales training. We also use telemarketing to support sales of our real estate property management products and work through alliance partners that sell our software-enabled services to their correspondent banking clients.

Our marketing personnel have extensive experience in high tech marketing to the financial services industry and are responsible for identifying market trends, evaluating and developing marketing opportunities, generating client leads and providing sales support. Our marketing activities, which focus on the use of the Internet as a cost-effective means of reaching current and potential clients, include:

- content-rich, periodic software and services *eBriefings* targeted at clients and prospects in each of our vertical and geographic markets,
- regular product-focused webinars,
- seminars and symposiums,
- trade shows and conferences, and
- e-marketing campaigns.

Some of the benefits of our Internet-based marketing strategy include lower marketing costs, more direct contacts with actual and potential clients, increased marketing leads, distribution of more up-to-date marketing information and an improved ability to measure marketing initiatives.

The marketing department also supports the sales force with appropriate documentation or electronic materials for use during the sales process.

Product development and engineering

We believe we must introduce new products and offer product innovation on a regular basis to maintain our competitive advantage. To meet these goals, we use multidisciplinary teams of highly trained personnel and leverage this expertise across all product lines. We have invested heavily in developing a comprehensive product analysis process to ensure a high degree of product functionality and quality. Maintaining and improving the integrity, quality and functionality of existing products is the responsibility of individual product managers. Product engineering management efforts focus on enterprise-wide strategies, implementing best-practice technology regimens, maximizing resources and mapping out an integration plan for our entire umbrella of products as well as third-party products. For the years ended December 31, 2012, 2013 and 2014, our research and development expenses were $45.8 million, $53.9 million and $57.3 million, respectively. In addition, we have made significant investments in intellectual property through our acquisitions.

Our research and development engineers work closely with our marketing and support personnel to ensure that product evolution reflects developments in the marketplace and trends in client requirements. We have generally issued a major release of our core products during the second or third quarter of each fiscal year, which includes both functional and technical enhancements. We also provide an annual release in the fourth quarter to reflect evolving regulatory changes in time to meet clients' year-end reporting requirements.

Competition

The market for financial services software and services is competitive, rapidly evolving and highly sensitive to new product introductions and marketing efforts by industry participants, although high conversion costs can create barriers to adoption of new products or technologies. The market is fragmented and served by both large-scale firms with broad offerings as well as firms that target only local markets or specific types of clients. We also face competition from information systems developed and serviced internally by the IT departments of large financial services firms. We believe that we generally compete effectively as to the factors identified for each market below, although some of our existing competitors and potential competitors have substantially greater financial, technical, distribution and marketing resources than we have and may offer products with different functions or features that are more attractive to potential customers than our offerings.

Alternative Investments: In our alternative investments market, we compete with multiple vendors that may be categorized into two groups, the first consisting of independent specialized administration providers, which are generally smaller than us, and the second including prime brokerage and other firms offering fund administration services. Major competitors in this market include CITCO Group and State Street Bank. The key competitive factors in marketing software and services to the alternative investment industry are the need for independent fund administration, features and adaptability of the software, level and quality of customer support, level of software development expertise and total cost of ownership. Our strengths in this market are our expertise, our independence, our ability to deliver functionality by multiple methods and our technology, including the ownership of our own software.

Asset Management: In our asset management market, we compete with a variety of other vendors depending on client characteristics such as size, type, location, computing environment and functionality requirements. Competitors in this market range from larger providers of integrated portfolio management systems and outsourcing services, such as SunGard, BNY Mellon Financial (Eagle Investment Systems) and Advent, to smaller providers of specialized applications and technologies such as StatPro, Charles River Development and others. We also compete with internal processing and information technology departments of our clients and prospective clients. The key competitive factors in marketing asset management solutions are the reliability, accuracy, timeliness and reporting of processed information to internal and external customers, features and adaptability of the software, level and quality of customer support, level of software development expertise and return on investment. Our strengths in this market are our technology, our ability to deliver functionality by multiple delivery methods and our ability to provide cost-effective solutions for clients.

Insurance and Pension Funds: In our insurance and pension funds market, we compete with a variety of vendors depending on client characteristics such as size, type, location, computing environment and functionality requirements. Competitors in this market range from large providers of portfolio management systems, such as State Street Bank (Princeton Financial Systems) and SunGard, to smaller providers of specialized applications and services.

We also compete with outsourcers, as well as the internal processing and information technology departments of our clients and prospective clients. The key competitive factors in marketing insurance and pension plan systems are the accuracy, timeliness and reporting of processed information provided to internal and external clients, features and adaptability of the software, level and quality of customer support, economies of scale and return on investment. Our strengths in this market are our years of experience, our top-tier clients, our ability to provide solutions by multiple delivery methods, our cost-effective and customizable solutions and our expertise.

Real Estate Property Management: In our real estate property management market, we compete with numerous software vendors consisting of smaller specialized real estate property management solution providers and larger property management software vendors with more dedicated resources than our real estate property management business, such as Yardi Systems. The key competitive factors in marketing property management and timeshare systems are the features and adaptability of the software, level of quality and customer support, degree of responsiveness and overall net cost. Our strengths in this market are the quality of our software and our reputation with our clients.

Financial Institutions: In our financial institutions market, there are multiple software and services vendors that are either smaller providers of specialized applications and technologies or larger providers of enterprise systems, such as SunGard and Misys. We also compete with outsourcers as well as the internal processing and information technology departments of our clients and prospective clients. The key competitive factors in marketing financial institution software and services include accuracy and timeliness of processed information provided to clients, features and adaptability of the software, level and quality of customer support, level of software development expertise, total cost of ownership and return on investment. Our strengths in this market are our flexible technology platform and our ability to provide integrated solutions for our clients.

Commercial Lending: In our commercial lending market, we compete with a variety of other vendors depending on client characteristics such as size, type, location and functional requirements. Competitors in this market range from large competitors whose principal businesses are not in the loan management business, such as PNC Financial Services (Midland Loan Services), to smaller providers of specialized applications and technologies. The key competitive factors in marketing commercial lending solutions are the accuracy, timeliness and reporting of processed information provided to customers, level of software development expertise, level and quality of customer support and features and adaptability of the software. Our strength in this market is our ability to provide both broadly diversified and customizable solutions to our clients.

Financial Markets: In our financial markets, our competition falls into two categories — the internal development organizations within financial enterprises and specialized financial vendors, such as SunGard and Fidessa. The key competitive factors in marketing financial markets technology solutions are a proven track record of delivering high quality solutions, level of responsiveness and overall net cost. Our strengths in this market are a successful track record of delivering solutions and our reputation with our clients.

Proprietary rights

We rely on a combination of trade secret, copyright, trademark and patent law, nondisclosure agreements and technical measures to protect our proprietary technology. We have registered trademarks for many of our products and will continue to evaluate the registration of additional trademarks as appropriate. We generally enter into confidentiality and/or license agreements with our employees, distributors, clients and potential clients. We seek to protect our software, documentation and other written materials under trade secret and copyright laws, which afford limited protection. These efforts may be insufficient to prevent third parties from asserting intellectual property rights in our technology. Furthermore, it may be possible for unauthorized third parties to copy portions of our products or to reverse engineer or otherwise obtain and use proprietary information, and third parties may assert ownership rights in our proprietary technology. For additional risks relating to our proprietary technology, please see "Risk Factors — Risks "Relating to Our Business" — If we are unable to protect our proprietary technology and other confidential information, our success and our ability to compete will be subject to various risks, such as third-party infringement claims, unauthorized use of our technology, disclosure of our proprietary information or inability to license technology from third parties.

Rapid technological change characterizes the software development industry. We believe factors such as the technological and creative skills of our personnel, new product developments, frequent product enhancements, name recognition and reliable service and support are more important to establishing and maintaining a leadership position than legal protections of our technology.

Employees

As of December 31, 2014, we had 4,674 full-time employees, consisting of:

- 690 employees in research and development;
- 3,351 employees in consulting and services;
- 182 employees in sales and marketing;

- 185 employees in client support; and
- 266 employees in finance and administration.

As of December 31, 2014, 2,754 of our employees were in our international operations. No employee is covered by any collective bargaining agreement. We believe that we have good relations with our employees.

Additional Information

We were incorporated in Delaware in July 2005, as the successor to a corporation originally formed in Connecticut in March 1986. Our principal executive offices are located at 80 Lamberton Road, Windsor, Connecticut 06095, and the telephone number of our principal executive offices is (860) 298-4500.

Our Internet website address is www.ssctech.com. We make available, free of charge, on our Internet website our annual reports on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K and amendments thereto that we have filed or furnished with the Securities and Exchange Commission, as soon as reasonably practicable after we electronically file them with the Securities and Exchange Commission. We are not, however, including the information contained on our website, or information that may be accessed through links on our website, as part of, or incorporating such information by reference into, this annual report on Form 10-K.

ITEM 1A. RISK FACTORS

You should carefully consider the following risk factors, in addition to other information included in this annual report on Form 10-K and the other reports we submit to the Securities and Exchange Commission. If any of the following risks occur, it could materially affect our business, operating results, cash flows and financial condition and possibly lead to a decline in our stock price. The risks and uncertainties described below are those that we have identified as material, but are not the only risks and uncertainties facing us. Our business is also subject to general risks and uncertainties that affect many other companies. Additional risks and uncertainties not currently known to us or that we currently believe are not material may also impair our business, operating results, cash flows and financial condition.

Risks Relating to Our Business

Our business is greatly affected by changes in the state of the general economy and the financial markets, and uncertainty in the general economy or the financial services industry could disproportionately affect the demand for our products and services.

In recent years, the global economy has experienced a significant recession, severe disruptions in the credit markets, increased uncertainty about economic, political and market conditions, and periods of heightened volatility in a variety of financial and other markets, including commodity prices and currency rates, all of which have had at times a material and adverse effect on the financial markets and the activity levels of our clients. While the United States economy may technically have come out of the recession, the recovery is fragile and may not be sustainable for any specific period of time, and the economy could slip back into an even more significant recession. Our clients include a range of organizations in the financial services industry whose success is linked to the health of the economy generally and of the financial markets specifically. Unfavorable or uncertain economic conditions, economic instability or economic downturns could: (i) cause our clients or prospective clients to cancel, reduce or delay planned expenditures for our products and services; (ii) impair our clients' ability to pay for products they have purchased; or (iii) cause our clients to process fewer transactions through our software-enabled services, renegotiate their contracts with us, move their IT solutions in-house, switch to lower-priced solutions offered by our competitors or exit the industry. Fluctuations in the value of assets under our clients' management could also adversely affect our revenues because pricing in many of our agreements is adjusted based on assets under management. We cannot predict the occurrence, timing or duration of any economic downturn, generally, or in the markets in which our businesses operate. Turbulence in the U.S. and international markets, renewed concern about the strength and sustainability of a recovery and prolonged declines in business consumer spending could materially adversely affect our business and financial statements, and the liquidity and financial condition of our clients.

Consolidations and failures in the financial services industry could adversely affect us by causing a decline in demand for our products and services.

If banks and financial services firms fail or consolidate, there could be a decline in demand for our products and services. Failures, mergers and consolidations of banks and financial institutions reduce the number of our clients and potential clients, which could adversely affect our revenues even if these events do not reduce the aggregate activities of the consolidated entities. Further, if our clients fail and/or merge with or are acquired by other entities that are not our clients, or that use fewer of our products and services, they may discontinue or reduce their use of our products and services. It is also possible that the larger financial institutions resulting from mergers or consolidations would have greater leverage in negotiating terms with us. In addition, these larger financial institutions could decide to perform in-house some or all of the services that we currently provide or could provide or to consolidate their processing on a non-SS&C system. The resulting decline in demand for our products and services could have a material adverse effect on our business and financial statements.

Our business has become increasingly focused on the hedge fund industry, and we are subject to the variations and fluctuations of that industry.

As a result of our acquisition of GlobeOp Financial Services S.A., or GlobeOp, in May 2012, a higher percentage of our clients are hedge funds or funds of hedge funds. These clients and our business relating to them are affected by trends, developments and risks associated with the global hedge fund industry. The market environment for hedge funds involves risk and has suffered significant turmoil in recent years, including as a result of substantial changes in global economies, stock market declines, credit crises, failures of financial institutions, government bail-out plans and new regulatory initiatives. Even in the absence of such disruptions to the global economy, the global hedge fund industry is subject to fluctuations in assets under management that are impossible to predict or anticipate. These risks could significantly and adversely affect some or all of our clients, which could adversely affect our business and financial statements. In addition, market forces have negatively impacted liquidity for many of the financial instruments in which hedge fund clients trade, which, in turn, could negatively impact our ability to access independent pricing sources for valuing those instruments.

If we are unable to retain and attract clients, our revenues and net income would remain stagnant or decline.

If we are unable to keep existing clients satisfied, sell additional products and services to existing clients or attract new clients, then our revenues and net income would remain stagnant or decline. A variety of factors could affect our ability to successfully retain and attract clients, including:

- the level of demand for our products and services;
- the level of client spending for information technology;
- the level of competition from internal client solutions and from other vendors;
- the quality of our client service and the performance of our products;
- our ability to update our products and services and develop new products and services needed by clients;
- our ability to understand the organization and processes of our clients; and
- our ability to integrate and manage acquired businesses.

We face significant competition with respect to our products and services, which may result in price reductions, reduced gross margins or loss of market share.

The market for financial services software and services is competitive, rapidly evolving and highly sensitive to new product and service introductions and marketing efforts by industry participants. The market is also highly fragmented and served by numerous firms that target only local markets or specific client types. We also face competition from information systems developed and serviced internally by the IT departments of financial services firms.

Some of our current and potential competitors may have significantly greater financial, technical, distribution and marketing resources, generate higher revenues and have greater name recognition. Our current or potential competitors may develop products comparable or superior to those developed by us, or adapt more quickly to new technologies, evolving industry trends or changing client or regulatory requirements. It is also possible that our competitors may enter into alliances with each other or other third parties, and through such alliances, acquire increased market share. Increased competition may result in price reductions, reduced gross margins and loss of market share. Accordingly, our business may not grow as expected and may decline.

Catastrophic events may adversely affect our business.

A war, terrorist attack, natural disaster, pandemic or other catastrophe may adversely affect our business. A catastrophic event could have a direct negative impact on us or an indirect impact on us by, for example, affecting our clients, the financial markets or the overall economy and reducing our ability to provide, our clients' ability to use, and the demand for, our products and services. The potential for a direct effect on our business operations is due primarily to our significant investment in infrastructure. Although we maintain redundant facilities and have contingency plans in place to protect against both man-made and natural threats, it is impossible to fully anticipate and protect against all potential catastrophes. A computer virus, security breach, criminal act, military action, power or communication failure, flood, severe storm or the like could lead to service interruptions and data losses for clients, disruptions to our operations, or damage to important facilities. In addition, such an event may cause clients to cancel their agreements with us for our products or services. Any of these events could adversely affect our business and financial statements.

Our software-enabled services may be subject to disruptions or failures that could adversely affect our reputation and our business.

Our software-enabled services maintain and process confidential data on behalf of our clients, some of which is critical to their business operations. For example, our trading systems maintain account and trading information for our clients and their customers. Our internal technology infrastructure on which our software-enabled services depend may be subject to disruptions or may otherwise fail to operate properly or become disabled or damaged as a result of a number of factors, including events that are wholly or partially beyond our control and that could adversely affect our ability to process transactions, provide services or otherwise appropriately conduct our business activities. Such events include information technology attacks or failures, threats to physical security, sudden increases in transaction volumes, electrical or telecommunications outages, damaging weather or other acts of nature, or employee or contractor error or malfeasance. In particular, cybersecurity threats have become prevalent in our industry as well as for many firms that process information. Cybersecurity threats are evolving and include, but are not limited to, malicious software, attempts to gain unauthorized access to data, information security breaches or employee or contractor error or malfeasance and other electronic security breaches that could lead to disruptions in systems, unauthorized release or destruction of our or our clients' or other parties' confidential or otherwise protected information and corruption of data. In the last few years there have been many successful advanced pervasive threats that have damaged several prominent companies in spite of strong information security measures, and we expect that the risks associated with cyber-attacks and the costs of preventing such attacks will continue to increase in the future. We and our clients are regularly the target of attempted cyber-attacks, including denial-of-service attacks, and we must continuously monitor and develop our systems to protect our technology infrastructure and data from misappropriation or corruption. Although we expend significant resources and oversight efforts in an attempt to ensure that we maintain appropriate safeguards with respect to cyber-attacks, there is no guarantee that our systems and procedures are adequate to protect against all security breaches.

If our software-enabled services are disrupted or fail for any reason, or if our systems or facilities are infiltrated or damaged by unauthorized persons, we and our clients could experience data loss, financial loss, harm to their reputation and significant business interruption. If that happens, we may be exposed to significant liability, our reputation may be harmed, our clients may be dissatisfied and we may lose business. Given the unpredictability of the timing, nature and scope of such failures or disruptions, we could potentially experience significant costs and exposures, including production downtimes, operational delays, other detrimental impacts on our operations or ability to provide services to our customers, the compromising of confidential or otherwise protected information, misappropriation, destruction or corruption of data, security breaches, other manipulation or improper use of our systems or networks, financial losses from remedial actions, loss of business, potential liability, regulatory inquiries, enforcements, actions and fines and/or damage to our reputation, any of which could have a material adverse effect on our business and financial statements.

If third party service providers on which we rely, or other third parties with which we do business or which facilitate our business activities, suffer disruptions to their information technology systems, our business could be harmed.

In providing our software-enabled services to our customers, we depend upon information technology infrastructure that is primarily managed by our firm, but we also depend on third party service providers to provide some of the information technology infrastructure on which we rely. Although we seek to ensure that appropriate security and other standards are maintained by these third parties, these third parties are also subject to the risks discussed in the preceding risk factor, and there is no guarantee that they will maintain systems and procedures sufficient to protect against system failures and security breaches, including as a result of cyber-attacks.

In addition, the third parties with which we do business or which facilitate our business activities, including financial intermediaries, are susceptible to the risks described in the preceding risk factor (including regarding the third parties with which they are similarly interconnected), and our or their business operations and activities may therefore be adversely affected, perhaps materially, by failures, terminations, errors or malfeasance by, or attacks or constraints on, one or more financial, technology or infrastructure institutions or intermediaries with whom they are interconnected or conduct business.

Our role as a fund administrator has in the past, and may in the future, expose us to claims and litigation from clients, their investors, regulators or other third parties.

As a service provider, we have been, and may in the future be, subject to claims and lawsuits from investors, regulators, liquidators, other third parties and our clients, some of which pursue high-risk investment strategies and all of which are subject to substantial market risk, in the event that the underlying fund suffers investment losses, becomes insolvent, files for bankruptcy or otherwise becomes defunct. Even if we are not ultimately found to be liable, defending such claims or lawsuits could be time-consuming, divert management resources, harm our reputation and cause us to incur significant expenses. These claims or lawsuits could have an adverse effect on our business and financial statements.

As discussed under "Legal Proceedings" in Item I, Part 3 of this Form 10-K, we are a party to a U.K. arbitration relating to valuation agent services performed by GlobeOp for certain Millennium funds. We are vigorously contesting the ongoing UK Arbitration. However, litigation is subject to inherent uncertainty and this matter could ultimately be decided against GlobeOp. We could be required to pay substantial damages, which could have a material adverse effect on our business and financial statements. In addition, because this is an arbitration proceeding, it could result in a less predictable outcome than court litigation and is not subject to appeal, except for fundamental procedural defects. We have incurred, and during the pendency of these actions, will continue to incur significant costs and, until resolved, these matters will continue to divert the attention of our management and other resources that would otherwise be engaged in other business activities.

We may not achieve the anticipated benefits from our acquisitions and may face difficulties in integrating our acquisitions.

We have acquired and intend in the future to acquire companies, products or technologies that we believe could complement or expand our business, augment our market coverage, enhance our technical capabilities or otherwise offer growth opportunities. However, acquisitions could subject us to contingent or unknown liabilities, and we may have to incur debt or severance liabilities or write off investments, infrastructure costs or other assets. Our success is also dependent on our ability to complete the integration of the operations of acquired businesses in an efficient and effective manner, which may be difficult to accomplish in the rapidly changing financial services software and services industry. We may not realize the benefits we anticipate from acquisitions, such as lower costs, increased revenues, synergies and growth opportunities, or we may realize such benefits more slowly than anticipated, due to our inability to:

- combine operations, facilities and differing firm cultures;
- maintain employee morale or retain the clients or employees of acquired entities;
- generate market demand for new products and services;
- coordinate geographically dispersed operations and successfully adapt to the complexities of international operations, including compliance with laws, rules and regulations in multiple jurisdictions;
- integrate the technical teams of acquired companies with our engineering organization; or
- incorporate acquired technologies, products and services into our current and future product and service lines.

The process of integrating the operations of acquired companies could disrupt our ongoing operations, divert management from day-to-day responsibilities, increase our expenses and harm our business or financial statements. Acquisitions may also place a significant strain on our administrative, operational, financial and other resources. In addition, certain of our acquisitions have generated disputes with stockholders or management of acquired companies that have required the expenditure of our resources to address or have led to litigation; any such disputes may reduce the value we hope to realize from our acquisitions, either by increasing our costs of the acquisition, reducing our opportunities to realize revenues from the acquisition or imposing litigation costs or adverse judgments on us. Acquisitions may also expose us to litigation from our stockholders arising out of the acquisition, which, even if unsuccessful, could be costly to defend and serve as a distraction to management.

We have substantial operations and a significant number of employees in India and we are therefore subject to regulatory, economic and political uncertainties in India.

We currently have approximately 1,800 employees located in India. The economy of India may differ favorably or unfavorably from the United States economy and our business may be adversely affected by the general economic conditions and economic and fiscal policy in India, including changes in exchange rates and controls, interest rates and taxation policies. In particular, in recent years, India's government has adopted policies that are designed to promote foreign investment, including significant tax incentives, relaxation of regulatory restrictions, liberalized import and export duties and preferential rules on foreign investment and repatriations. These policies may not continue. In addition, we are subject to risks relating to social stability, political, economic or diplomatic developments affecting India in the future.

India faces major challenges in the years ahead sustaining the economic growth that it has experienced over the past several years. These challenges include the need for substantial infrastructure development and improving access to healthcare and education. Our ability to recruit, train and retain qualified employees and develop and operate our facilities in India could be adversely affected if India does not successfully meet these challenges.

We expect that our operating results, including our profit margins and profitability, may fluctuate over time.

Historically, our revenues, profit margins and other operating results have fluctuated from period to period and over time primarily due to the timing, size and nature of our license and service transactions. See "Management's Discussion and Analysis of Financial Condition and Results of Operations" for further discussion on fluctuations in revenues, profit margins and other operating results. Additional factors that may lead to such fluctuation include:

- the timing of the introduction and the market acceptance of new products, product enhancements or services by us or our competitors;
- the lengthy and often unpredictable sales cycles of large client engagements;
- the amount and timing of our operating costs and other expenses;
- the financial health of our clients;
- changes in the volume of assets under our clients' management;
- cancellations of maintenance and/or software-enabled services arrangements by our clients;
- changes in local, national and international regulatory requirements;
- acquisitions during the relevant period;
- implementation of our licensing contracts and software-enabled services arrangements;
- changes in economic and financial market conditions; and
- changes in the types of products and services we provide.

We are dependent on our senior management and their continued performance and productivity.

We are dependent on the continued efforts of the members of our senior management. The loss of any of the members of our senior management may cause a significant disruption in our business, jeopardize existing customer relationships, impair our compliance efforts as a public company, and have a material adverse effect on our business objectives. We do not maintain key man life insurance policies for any senior officer or manager.

If we cannot attract, train and retain qualified employees, we may not be able to provide adequate technical expertise and customer service to our clients.

We believe that our success is due in part to our ability to attract, train and retain highly skilled employees. Competition for qualified personnel in the software and hedge fund industries is intense, and we have, at times, found it difficult to attract and retain skilled personnel for our operations. Our failure to attract and retain a sufficient number of highly skilled employees could prevent us from developing and servicing our products at the same levels as our competitors; therefore, we may lose potential clients and suffer a decline in revenues.

If we are unable to protect our proprietary technology and other confidential information, our success and our ability to compete will be subject to various risks, such as third-party infringement claims, unauthorized use of our technology, disclosure of our proprietary information or inability to license technology from third parties.

Our success and ability to compete depends in part upon our ability to protect our proprietary technology and other confidential information. We rely on a combination of patent, trade secret, copyright and trademark law, nondisclosure agreements, license agreements and technical measures to protect our proprietary technology and other confidential information. We have registered trademarks for some of our products and will continue to evaluate the registration of additional trademarks as appropriate. We generally enter into confidentiality agreements with our employees, distributors, clients and potential clients. These efforts may be insufficient to prevent third parties from misappropriating or asserting rights in our intellectual property and technology. Furthermore, it may be possible for unauthorized third parties to copy portions of our products or to reverse engineer or otherwise obtain and use our proprietary information.

Existing patent and copyright laws afford only limited protection. Third parties may develop substantially equivalent or superseding proprietary technology or may offer equivalent products in competition with our products, thereby substantially reducing the value of our proprietary rights. A number of third parties hold patents and other intellectual property rights with application in the financial services field. Consequently, we are subject to the risk that such third parties will claim that our products infringe their intellectual property rights, including their patent rights. Such claims, if successful, could result in expensive and time-consuming litigation and impair our intellectual property rights.

We incorporate open source software into a limited number of our software products. We monitor our use of open source software in an effort to avoid subjecting our products to unfavorable conditions or conditions we do not intend. Although we believe that we have complied with our obligations under the applicable licenses for open source software that we use, there is little or no legal precedent governing the interpretation of many of the terms of certain of these licenses. As a result, the potential impact of these terms is uncertain and may result in unanticipated obligations or restrictions regarding those of our products, technologies or solutions affected.

We have acquired and may acquire important technology rights through our acquisitions and have often incorporated and may incorporate features of these technologies across many of our products and services. As a result, we are subject to the above risks and the additional risk that the seller of the technology rights may not have appropriately protected the intellectual property rights we acquired. Indemnification and other rights under applicable acquisition documents are limited in term and scope and therefore provide us with only limited protection.

In addition, we rely on third-party software in providing some of our products and services. If we lose our licenses to use such software or if such licenses are found to infringe upon the rights of others, we will need to seek alternative means of obtaining the licensed software to continue to provide our products or services. Our inability to replace such software, or to replace such software in a timely manner, could significantly disrupt our business and our ability to deliver products and services to our clients, and adversely affect our financial results.

We could become subject to litigation regarding intellectual property rights, which could seriously harm our business and require us to incur significant costs.

In recent years, there has been a high incidence of litigation in the United States involving patents and other intellectual property rights. We are from time to time a party to litigation to enforce our intellectual property rights or as a result of an allegation that we infringe a third party's intellectual property rights, including patents, trademarks and copyrights. From time to time, we have received notices claiming our technology may infringe third-party intellectual property rights or otherwise threatening to assert intellectual property rights. These claims and any resulting lawsuit, if successful, could subject us to significant liability for damages and invalidation of our proprietary rights. These lawsuits, regardless of their success, could be time-consuming and expensive to resolve, adversely affect our revenues, profitability and prospects, and divert management time and attention. These claims and threats could also cause us to undertake to re-engineer our products or services or obtain a license of third-party technologies on unfavorable terms.

We may be unable to adapt to rapidly changing technology and evolving industry standards and regulatory requirements.

Rapidly changing technology, evolving industry standards and regulatory requirements and new product and service introductions characterize the market for our products and services. Our future success will depend in part upon our ability to enhance our existing products and services and to develop and introduce new products and services to keep pace with such changes and developments and to meet changing client needs. The process of developing our software products is complex and is expected to become increasingly complex and expensive in the future due to the introduction of new platforms, operating systems and technologies. Current areas of significant technological change include mobility, cloud-based computing and the processing and analyzing of large amounts of data. Our ability to keep up with technology and business and regulatory changes is subject to a number of risks, including that:

- we may find it difficult or costly to update our services and software and to develop new products and services quickly enough to meet our clients' needs;
- we may find it difficult or costly to make some features of our software work effectively and securely over the Internet or with new or changed operating systems;
- we may find it difficult or costly to update our software and services to keep pace with business, evolving industry standards, regulatory requirements and other developments in the industries in which our clients operate; and
- we may be exposed to liability for security breaches that allow unauthorized persons to gain access to confidential information stored on our computers or transmitted over our network.

Our failure to enhance our existing products and services and to develop and introduce new products and services to promptly address the needs of our clients and a changing marketplace could adversely affect our business and financial statements.

Undetected software design defects, errors or failures, or employee errors, may result in defects, delays, loss of our clients' data, litigation against us and harm to our reputation and business.

Our software products are highly complex and sophisticated and could contain design defects or software errors that are difficult to detect and correct. Errors or bugs in our software may affect the ability of our products to work with other hardware or software products, delay the development or release of new products or new versions of products, result in the loss of client data, damage our reputation, affect market acceptance of our products or result in the rejection of our products by the market, cause loss of revenues, divert development resources, increase product liability and warranty claims, and increase service and support costs. We cannot be certain that, despite testing by us and our clients, errors will not be found in new products or new versions of products. Moreover, our clients engage in complex trading activities and this complexity increases the likelihood that our employees may make errors. Employee errors, poor employee performance or misconduct may be difficult to detect and deter. These product defects or errors in the product operations, or employee errors, poor performance or misconduct, could cause damages to our clients for which they may assert claims or lawsuits against us. The cost of defending such a lawsuit, regardless of its merit, could be substantial and could divert management's attention and result in reputational harm. In addition, if our business liability insurance coverage proves inadequate with respect to a claim or future coverage is unavailable on acceptable terms or at all, we may be liable for payment of substantial damages. Any or all of these potential consequences could have an adverse impact on our business and financial statements.

Our business is subject to evolving regulations and increased scrutiny from regulators.

Our business is subject to evolving and increasing regulation, and our relationships with our clients may subject us to increased scrutiny from a number of regulators, including the Bermuda Monetary Authority (BMA), British Virgin Islands Financial Services Commission (BVIFSC), Centrale Bank van Curacao en Sint Maarten, Commodity Futures Trading Commission (CFTC), Federal Trade Commission (FTC), Cayman Islands Monetary Authority (CIMA), Commission de Surveillance du Secteur Financier (CSSF), Financial Industry Regulatory Authority (FINRA), Financial Conduct Authority (FCA), Central Bank of Ireland (CBI), National Futures Association (NFA), Ontario Securities Commission (OSC), the Securities and Exchange Commission (SEC), Securities Commission of the Bahamas (SCB), U.S. Treasury Department and other government entities that regulate the financial services, hedge fund and hedge fund services industry in the United States, the United Kingdom and the other jurisdictions in which we operate. These regulations may limit or curtail our activities, including activities that might be profitable, and changes to existing regulations may affect our ability to continue to offer our existing products and services, or to offer products and services we may wish to offer in the future. As a result of the changes in the global economy and the turmoil in global financial markets in recent years, the risk of additional government regulation has increased.

The European Union's Alternative Investment Fund Managers Directive (AIFMD) and the United States' Dodd-Frank Wall Street Reform and Consumer Protection Act, among other initiatives, pose significant changes to the regulatory environment in which we and our clients operate. The impact of these regulatory changes remains uncertain. If we fail to comply with any applicable laws, rules or regulations, we may be subject to censure, fines or other sanctions, including revocation of our licenses and/or registrations with various regulatory agencies, criminal penalties and civil lawsuits.

The U.S. Foreign Corrupt Practices Act and anti-bribery laws in other jurisdictions, including the U.K. Bribery Act, generally prohibit companies and their intermediaries from making improper payments for the purpose of obtaining or retaining business or other commercial advantage. While our policies mandate compliance with these anti-bribery laws, reckless or other inappropriate acts committed by our affiliates, employees or agents that violate anti-bribery laws could result in severe criminal or civil sanctions.

A failure to comply with these laws, rules or regulations, or allegations of such noncompliance, could adversely affect our business, reputation and financial statements.

Additional tax expense or additional tax exposures could affect our future profitability.

We are subject to income taxes in the United States and various international jurisdictions. Changes in tax laws and regulations, as well as changes in related interpretations and other tax guidance could materially impact our tax receivables and liabilities and our deferred tax assets and deferred tax liabilities. Additionally, in the ordinary course of business we are subject to examinations by various authorities, including tax authorities. In addition to ongoing investigations, there could be additional investigations launched in the future by governmental authorities in various jurisdictions, and existing investigations could be expanded. The global and diverse nature of our operations means that these risks will continue to exist and additional investigations, proceedings and contingencies will arise from time to time. Our business and financial statements may be affected by the outcome of investigations, proceedings and other contingencies that cannot be predicted with certainty.

A substantial portion of our revenues are derived, and a substantial portion of our operations are conducted, outside the United States.

For the years ended December 31, 2012, 2013 and 2014, international revenues accounted for 35%, 35% and 33%, respectively, of our total revenues. We sell certain of our products, such as MarginMan and Pacer, primarily outside the United States. Our international business is subject to a variety of risks, including:

- potential changes in a specific country's or region's political or economic climate;

- the need to comply with a variety of local regulations and laws, U.S. export controls, the U.S. Foreign Corrupt Practices Act and the UK Bribery Act;
- fluctuations in foreign currency exchange rates;
- application of discriminatory fiscal policies;
- potential changes in tax laws and the interpretation of such laws; and
- potential difficulty enforcing third-party contractual obligations and intellectual property rights.

Such factors could adversely affect our business and financial statements.

We are exposed to fluctuations in currency exchange rates that could negatively impact our operating results and financial condition.

Because a significant portion of our business is conducted outside the United States and significant revenues are generated outside the United States, we face exposure to adverse movements in foreign currency exchange rates. Fluctuations in currencies relative to currencies in which our earnings are generated also make it more difficult to perform period-to-period comparisons of our reported results of operations. Because our consolidated financial statements are reported in U.S. dollars, translation of sales or earnings generated in other currencies into U.S. dollars can result in a significant increase or decrease in the reported amount of those sales or earnings. In addition, we incur currency transaction risk whenever we enter into either a purchase or a sales transaction using a currency other than the local currency of the transacting entity. Given the volatility of exchange rates, we cannot be assured we will be able to effectively manage our currency translation or transaction risk, and significant changes in the value of foreign currencies relative to the U.S. dollar could adversely affect our financial statements. See "Management's Discussion and Analysis of Financial Condition and Results of Operations" for further discussion on the foreign currency translation impact on operating results and financial condition.

We do not currently engage in hedging activities. Changes in economic or political conditions globally and in any of the countries in which we operate could result in exchange rate movements, new currency or exchange controls or other restrictions being imposed on our operations.

A material weakness in our internal controls could have a material adverse effect on us.

Effective internal controls are necessary for us to provide reasonable assurance with respect to our financial reports and to effectively prevent fraud. If we cannot do so, our reputation and operating results could be harmed. A material weakness in our internal control over financial reporting could adversely impact our ability to provide timely and accurate financial information. Even effective internal controls can provide only reasonable assurance with respect to the preparation and fair presentation of financial statements. In addition, controls can be circumvented by individual acts of some persons, by collusion of two or more people, or by management override of the controls. Over time, controls may become inadequate because changes in conditions or deterioration in the degree of compliance with policies or procedures may occur. Because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected. If we are unable to report financial information timely and accurately or to maintain effective disclosure controls and procedures, our stock price could be negatively impacted and we could be subject to, among other things, regulatory or enforcement actions by the SEC, which could have a material adverse effect on our business and financial statements.

Risks Relating to Our Indebtedness

Our substantial and increasing indebtedness could adversely affect our financial health and operations.

We currently have a substantial amount of indebtedness. Borrowings under our current senior credit facility totaled approximately $645.0 million as of December 31, 2014. To fund our acquisition of Advent Software, Inc., or Advent, and to refinance our existing indebtedness and Advent's existing indebtedness, we expect to incur substantial indebtedness under a senior secured credit facility and senior unsecured notes. This indebtedness could have adverse consequences. For example, it may:

- require us to dedicate a substantial portion of our cash flow from operations to payments on our indebtedness, thereby reducing the availability of our cash flow to fund acquisitions, working capital, capital expenditures, research and development efforts and other general corporate purposes;
- increase our vulnerability to and limit our flexibility in planning for, or reacting to, change in our business and the industry in which we operate;
- restrict our ability to make certain distributions with respect to our capital stock due to restricted payment and other financial covenants in our credit facilities and other financing agreements;
- expose us to the risk of increased interest rates as borrowings under our senior credit facility are subject to variable rates of interest;
- place us at a competitive disadvantage compared to our competitors that have less debt; and
- limit our ability to borrow additional funds.

In addition, the agreement governing our current senior credit facility contains, and the agreement governing our new senior credit facility will contain, financial and other restrictive covenants that will limit our ability to engage in activities that may be in our long-term best interests. Our failure to comply with those covenants could result in an event of default which, if not cured or waived, could result in the acceleration of all of our debts.

To service our indebtedness, we require a significant amount of cash. Our ability to generate cash depends on many factors beyond our control.

We are currently obligated to make periodic interest payments on our senior debt of approximately $18.9 million annually. In connection with the Advent acquisition, we expect debt interest payments to substantially increase. Our ability to make payments on and to refinance our indebtedness and to fund planned capital expenditures will depend on our ability to generate cash in the future. This, to a certain extent, is subject to general economic, financial, competitive, legislative, regulatory and other factors that are beyond our control.

If our business fails to generate sufficient cash flow from operations and future borrowings are not available to us, we may not be able to pay our indebtedness or fund our other liquidity needs. We may need to refinance all or a portion of our indebtedness on or before maturity. We may not be able to refinance any of our indebtedness on commercially reasonable terms or at all. If we cannot service our indebtedness, we may have to take actions such as selling assets, seeking additional equity or reducing or delaying capital expenditures, strategic acquisitions, investments and joint ventures. We may not be able to effect such actions, if necessary, on commercially reasonable terms or at all.

Restrictive covenants in the agreements governing our indebtedness may restrict our ability to pursue our business strategies.

The agreements governing our indebtedness will limit our ability, among other things, to:

- incur additional indebtedness;
- make certain investments;

- sell assets, including capital stock of certain subsidiaries;
- declare or pay dividends, repurchase or redeem stock or make other distributions to stockholders;
- consolidate, merge, liquidate or dissolve;
- enter into transactions with our affiliates; and
- incur liens.

In addition, the agreement governing our senior credit facility also requires us, and the agreement governing our new senior credit facility will continue to require us, to maintain compliance with specified leverage ratios. Our ability to comply with these provisions may be affected by events beyond our control, and these provisions could limit our ability to plan for or react to market conditions, meet capital needs or otherwise conduct our business activities and plans.

Our inability to comply with any of these provisions could result in a default under one or more of the agreements governing our indebtedness. If such a default occurs under one such agreement, the creditors under another debt agreement may elect to declare all borrowings outstanding, together with accrued interest and other fees, to be immediately due and payable. In addition, the lenders under our senior credit facility would have the right to terminate any commitments they have to provide further borrowings.

If we are unable to repay outstanding borrowings when due, the lenders under our senior credit facility also have the right to proceed against the collateral, including our available cash and substantially all of our domestic assets and the assets of our domestic subsidiaries, granted to them to secure the indebtedness under that facility. If the indebtedness under our senior credit facility were to be accelerated, we cannot assure you that our assets would be sufficient to repay in full that indebtedness and our other indebtedness.

Risks Related to Our Pending Acquisition of Advent Software, Inc.

The anticipated benefits of our pending acquisition of Advent may not be realized or those benefits may take longer to realize than expected.

The success of our pending acquisition of Advent will depend, to a large extent, on our ability to realize the anticipated benefits and cost savings derived from this transaction and our ability to integrate the two organizations and businesses. The combination of two independent businesses is a complex, costly and time-consuming process. As a result, Advent and we will devote significant management attention and resources prior to closing to prepare for integrating, and we will devote significant management attention and resources post-closing to integrate the business practices and operations of both organizations. The integration process may disrupt the businesses and, if implemented ineffectively, would impair the realization of the full expected benefits.

In addition, we continue to evaluate our estimates of synergies to be realized from the acquisition, so our actual cost-savings could differ materially from our current estimates. We cannot assure you that we will achieve the full amount of cost-savings on the schedule anticipated or at all.

A failure to meet the challenges involved in integrating the two businesses and to realize the anticipated benefits of the transaction could cause an interruption of, or a loss of momentum in, the activities of the post-acquisition company and could adversely affect its results of operations. In addition, the overall integration of the businesses may result in material unanticipated problems, expenses, liabilities, competitive responses, loss of customer and other business relationships, and diversion of management's attention. The difficulties of combining the operations of the companies include, among others:

- the diversion of management's attention to integration matters;
- difficulties in achieving anticipated cost savings, synergies, business opportunities and growth;

- difficulties in the integration of operations, software and technology systems;
- difficulties in conforming standards, controls, procedures and accounting and other policies, business cultures and compensation structures between the two companies;
- difficulties in the assimilation of employees;
- difficulties in managing the expanded operations of a significantly larger and more complex company;
- challenges in keeping existing customers and obtaining new customers;
- potential unknown liabilities, adverse consequences and unforeseen increased expenses and unanticipated competitive responses associated with our pending acquisition of Advent; and
- coordinating a more geographically dispersed organization.

Many of these factors will be outside of our control and any one of them could result in increased costs, decreases in the amount of expected revenues and diversion of management's time and energy, which could materially impact the business, financial condition and results of operations of the post-acquisition company. In addition, even if our operations are integrated successfully with Advent, the full benefits of the transactions may not be realized, including the synergies, cost savings or sales or growth opportunities that are expected. These benefits may not be achieved within the anticipated time frame, or at all. Further, additional unanticipated costs may be incurred in the integration of our business with Advent. An inability to realize the full extent of, or any of, the anticipated benefits of the acquisition, as well as any delays encountered in the integration process, could have an adverse effect on our financial condition, results of operations and cash flows. All of these factors could cause dilution to our earnings per share, decrease or delay the expected accretive effect of the transaction, and negatively impact the price of our common stock.

We will incur costs as a result of our pending acquisition of Advent.

We will incur substantial expenses in connection with our pending acquisition of Advent and over a period of time following the completion of the acquisition. While we have assumed that a certain level of transaction expenses will be incurred, factors beyond our control could affect the total amount or the timing of these expenses. Many of the expenses that will be incurred, by their nature, are difficult to estimate accurately.

Failure to consummate the Advent acquisition or termination of the acquisition agreement could negatively affect us.

Our business may be adversely impacted if we cannot pursue opportunities that might benefit us because our management is focused on our pending acquisition of Advent. We will not realize any of the anticipated benefits of our pending acquisition of Advent until it is completed. Our pending acquisition of Advent many not close for various reasons, including our inability to obtain regulatory approvals, satisfy closing condition, or because Advent terminates the acquisition agreement in favor of another potential acquirer. In the event that we are unable to consummate the pending acquisition of Advent, the market price of our common stock may decline to the extent that the current market price reflects a market assumption that our pending acquisition will be completed.

We and Advent must obtain required approvals and consents to consummate the pending acquisition, which if delayed or not granted or granted with unacceptable conditions, may prevent, delay or jeopardize the consummation of the transaction, result in additional expenditures of money and resources and/or reduce the anticipated benefits of the transaction.

Our pending acquisition of Advent is subject to customary closing conditions. These closing conditions include, among others, the receipt of required approvals by Advent shareholders and the expiration or termination of applicable waiting periods under the Hart-Scott-Rodino Antitrust Improvements Act of 1976. The governmental authorities whose approval we need generally have broad discretion in making their decisions. We can provide no assurance that required approvals and consents will be obtained in a timely manner or at all. Further, no assurance can be given that the required Advent shareholder approval will be obtained or that the required closing conditions will be satisfied, and, if all required consents and approvals are obtained and the closing conditions are satisfied, no assurance can be given as to the terms, conditions and timing of the approvals or clearances.

Risks Relating to Ownership of Our Common Stock

If equity research analysts do not publish or cease publishing research or reports about our business or if they issue unfavorable commentary or downgrade our common stock, the price and trading volume of our common stock could decline.

The trading market for our common stock is influenced by the research and reports that equity research analysts publish about us and our business. We do not control these analysts. The price of our stock or trading volume in our stock could decline if one or more equity analysts downgrade our stock or if those analysts issue other unfavorable commentary or cease publishing regular reports about us or our business.

The market price of our common stock may be volatile, which could result in substantial losses for investors in our common stock.

Shares of our common stock were sold in our initial public offering, or IPO, at a price of $15.00 per share on March 31, 2010, and in the five intervening years our common stock has traded as high as $64.99 and as low as $13.27. An active, liquid and orderly market for our common stock may not be sustained, which could depress the trading price of our common stock. In addition, the market price of our common stock may fluctuate significantly. Some of the factors that may cause the market price of our common stock to fluctuate include:

- fluctuations in our quarterly financial results or the quarterly financial results of companies perceived to be similar to us;
- changes in estimates of our financial results or recommendations by securities analysts;
- failure of any of our products to achieve or maintain market acceptance;
- changes in market valuations of similar companies;
- success of competitive products;
- changes in our capital structure, such as future issuances of securities or the incurrence of additional debt;
- announcements by us or our competitors of significant products, contracts, acquisitions or strategic alliances;
- regulatory developments in any of our markets;
- litigation involving our company, our general industry or both;
- additions or departures of key personnel;
- investors' general perception of us; and
- changes in general economic, industry and market conditions.

In addition, if the market for technology stocks, financial services stocks or the stock market in general experiences a loss of investor confidence, the trading price of our common stock could decline for reasons unrelated to our business, financial condition or results of operations. If any of the foregoing occurs, it could cause our stock price to fall and may expose us to class action lawsuits that, even if unsuccessful, could be costly to defend and a distraction to management.

William C. Stone, our Chairman of the Board and Chief Executive Officer, exerts significant control over our company.

As of February 23, 2015, William C. Stone, our Chairman of the Board and Chief Executive Officer, beneficially owned approximately 19.9% of the outstanding shares of our common stock. We are party to a stockholders' agreement with Mr. Stone, pursuant to which Mr. Stone has the right to nominate four members of our board of directors, one of which will be Mr. Stone for so long as he is our Chief Executive Officer. As a result, Mr. Stone has significant influence over our policy and affairs and matters requiring stockholder approval.

SS&C Holdings is a holding company with no operations or assets of its own and its ability to pay dividends is limited or otherwise restricted.

SS&C Holdings has no direct operations and no significant assets other than the stock of SS&C. The ability of SS&C Holdings to pay dividends is limited by its status as a holding company and by the terms of the agreement governing our senior credit facility. See "Risk factors — Risks relating to our indebtedness — Restrictive covenants in the agreement governing our senior credit facility may restrict our ability to pursue our business strategies." Moreover, none of the subsidiaries of SS&C Holdings is obligated to make funds available to SS&C Holdings for the payment of dividends or otherwise. In addition, Delaware law imposes requirements that may restrict the ability of our subsidiaries, including SS&C, to pay dividends to SS&C Holdings. These limitations could reduce our attractiveness to investors.

Our management has broad discretion in the use of our existing cash resources and may not use such funds effectively.

Our management has broad discretion in the application of our cash resources. Accordingly, our stockholders will have to rely upon the judgment of our management with respect to our existing cash resources, with only limited information concerning management's specific intentions. Our management may spend our cash resources in ways that our stockholders may not desire or that may not yield a favorable return. The failure by our management to apply these funds effectively could harm our business.

Provisions in our certificate of incorporation and bylaws might discourage, delay or prevent a change of control of our company or changes in our management and, therefore, depress the trading price of our common stock.

Provisions of our certificate of incorporation and bylaws and Delaware law may discourage, delay or prevent a merger, acquisition or other change in control that stockholders may consider favorable, including transactions in which stockholders might otherwise receive a premium for their shares of our common stock. These provisions may also prevent or frustrate attempts by our stockholders to replace or remove our management. These provisions include:

- limitations on the removal of directors;
- a classified board of directors so that not all members of our board are elected at one time;
- advance notice requirements for stockholder proposals and nominations;
- the inability of stockholders to call special meetings;
- the ability of our board of directors to make, alter or repeal our bylaws;
- the ability of our board of directors to designate the terms of and issue new series of preferred stock without stockholder approval, which could be used to institute a rights plan, or a poison pill,

that would work to dilute the stock ownership of a potential hostile acquirer, likely preventing acquisitions that have not been approved by our board of directors; and

- a prohibition on stockholders from acting by written consent.

The existence of the foregoing provisions and anti-takeover measures could limit the price that investors might be willing to pay in the future for shares of our common stock. They could also deter potential acquirers of our company, thereby reducing the likelihood that our stockholders could receive a premium for their shares of common stock in an acquisition.

ITEM 1B. *UNRESOLVED STAFF COMMENTS*

None.

ITEM 2. *PROPERTIES*

We lease our corporate offices, which consist of approximately 93,500 square feet of office space located in 80 Lamberton Road, Windsor, CT 06095. In 2013, we extended the lease term through October 2022. We utilize facilities and offices in twenty-four other locations in the United States and have offices in Europe, Asia, Australia and Africa. We lease all of our facilities and offices except for our offices in Yorktown, New York, and Harrison, New York, which we own. We believe that our facilities are in good condition and generally suitable to meet our needs for the foreseeable future; however, we will continue to seek additional space as needed to satisfy our growth.

ITEM 3. *LEGAL PROCEEDINGS*

Millennium Actions

Several actions (the "Millennium Actions") have been filed in various jurisdictions against the Company's subsidiary, GlobeOp Financial Services S.A. ("GlobeOp"), alleging claims and damages with respect to a valuation agent services agreement performed by GlobeOp for the Millennium Global Emerging Credit Fund, L.P. and Millennium Global Emerging Credit Fund Ltd. (the "Millennium Funds"). These actions include (i) a putative class action in the U.S. District Court for the Southern District of New York (the "U.S. Class Action") on behalf of a putative class of investors in the Millennium Funds filed in May 2012 asserting claims of $844 million (the alleged aggregate value of assets under management by the Millennium Funds at the funds' peak valuation); (ii) an arbitration proceeding in the United Kingdom (the "UK Arbitration") on behalf of Millennium Global Investments Ltd. and Millennium Asset Management Ltd., the Millennium Funds' investment manager and administrative manager, respectively (together, the "Millennium Managers"), which commenced with a request for arbitration in July 2011, seeking an indemnity of $26.5 million for sums paid by way of settlement to the Millennium Funds in a separate arbitration to which GlobeOp was not a party, as well as an indemnity for any losses that may be incurred by the Millennium Managers in the U.S. Class Action; and (iii) a claim in the same arbitration proceeding by the liquidators on behalf of the Millennium Global Emerging Credit Master Fund Ltd. (the "Master Fund") against GlobeOp for damages alleged to be in excess of $160 million. These actions allege that GlobeOp breached its contractual obligations and/or negligently breached a duty of care in the performance of services for the Millennium Fund and that, *inter alia* , GlobeOp should have discovered and reported a fraudulent scheme perpetrated by the portfolio manager employed by the investment manager. The U.S. Class Action also asserts claims against SS&C identical to the claims against GlobeOp in that action. In the arbitration, GlobeOp has asserted counterclaims against both the Millennium Managers and the Master Fund for indemnity, including in respect of the U.S. Class Action.

Hearings in the UK Arbitration were conducted in London in July and August 2013, September 2014 and December 2014.

GlobeOp has secured insurance coverage that provides reimbursement of various litigation costs up to pre-determined limits. Since 2012, GlobeOp has been reimbursed for litigation costs under the applicable insurance policy.

In January 2014, GlobeOp, SS&C, the Millennium Managers and the plaintiff in the U.S. Class Action entered into a settlement agreement resolving all disputes and claims between and among the parties (including a separate mutual release between and among GlobeOp and SS&C, on the one hand, and the Millennium Managers on the other that covers claims asserted in the UK Arbitration). The settlement agreement was approved by the United States District Court for the Southern District of New York on July 7, 2014 and consummated in August 2014. Accordingly, the U.S. Class Action matter has been dismissed with prejudice and is now concluded. GlobeOp's insurers funded the entirety of the settlement amount contemplated to be contributed by GlobeOp. The resolution of the U.S. Class Action does not affect the claims, counterclaims and/or defenses as between GlobeOp and the Master Fund that have been asserted in the UK Arbitration.

The Company cannot predict the outcome of the UK Arbitration. The Company believes that it has strong defenses and is vigorously contesting the UK Arbitration (as described above, the U.S. Class Action has been concluded). The amount of any potential loss, if any at all, cannot be reasonably estimated at this time.

In addition to the foregoing legal proceedings, from time to time, the Company is subject to other legal proceedings and claims. In the opinion of the Company's management, the Company is not involved in any other such litigation or proceedings with third parties that management believes would have a material adverse effect on the Company or its business.

ITEM 4. *MINE SAFETY DISCLOSURES*

Not applicable.

PART II

ITEM 5. *MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES*

Our common stock trades on The NASDAQ Global Select Market under the symbol "SSNC". The following table sets forth, for the periods indicated, the high and low sales prices of our common stock as reported by The NASDAQ Global Select Market:

	High	Low
2014		
Fourth quarter	$59.76	$41.67
Third quarter	$46.58	$41.51
Second quarter	$46.22	$35.47
First quarter	$46.61	$37.17

	High	Low
2013		
Fourth quarter	$44.26	$34.67
Third quarter	$39.94	$32.51
Second quarter	$34.44	$27.54
First quarter	$30.24	$22.22

On February 23, 2015, the closing price reported on The NASDAQ Global Select Market of our common stock was $62.00 per share. As of February 23, 2015, we had approximately 19 holders of record of our common stock.

There is no established public trading market for shares of our Class A non-voting common stock. As of February 23, 2015, William C. Stone, our Chairman and Chief Executive Officer, was the only holder of record of our Class A non-voting common stock. Each share of Class A non-voting common stock automatically converts into one share of our common stock upon (i) the expiration, with respect to a holder of Class A non-voting common stock, of the applicable waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended, or the HSR Act, such that such holder could acquire shares of common stock issuable upon conversion of such holder's shares of Class A non-voting common stock in compliance with the HSR Act, (ii) any other event, the occurrence of which results in the ability of a holder of Class A non-voting Common Stock to acquire the shares of common stock issuable upon conversion of the Class A non-voting common stock pursuant in compliance with the HSR Act or (iii) the sale of such share of Class A non-voting common stock to a person or entity (x) that would not be required to make a filing under the HSR Act to acquire an equal number of shares of common stock or (y) for which the waiting period under the HSR Act applicable to such person acquiring an equal number of shares of common stock has expired.

In November 2014, our Board of Directors declared its first quarterly cash dividend of $0.125 per share of common stock, which was paid in December 2014. Our ability to pay dividends is limited by our status as a holding company and by the terms of the agreement governing our senior credit facility, insofar as we may seek to pay dividends out of funds made available to us by our subsidiaries, because our debt instruments directly or indirectly impose certain limitations on our subsidiaries' ability to pay dividends or make loans to us. Any future determination as to the declaration and payment of dividends will be at the discretion of our Board of Directors and will depend on then-existing conditions, including our financial condition, operating results, contractual restrictions, capital requirements, current and anticipated cash needs, plans for expansion, and other factors our Board of Directors may deem relevant.

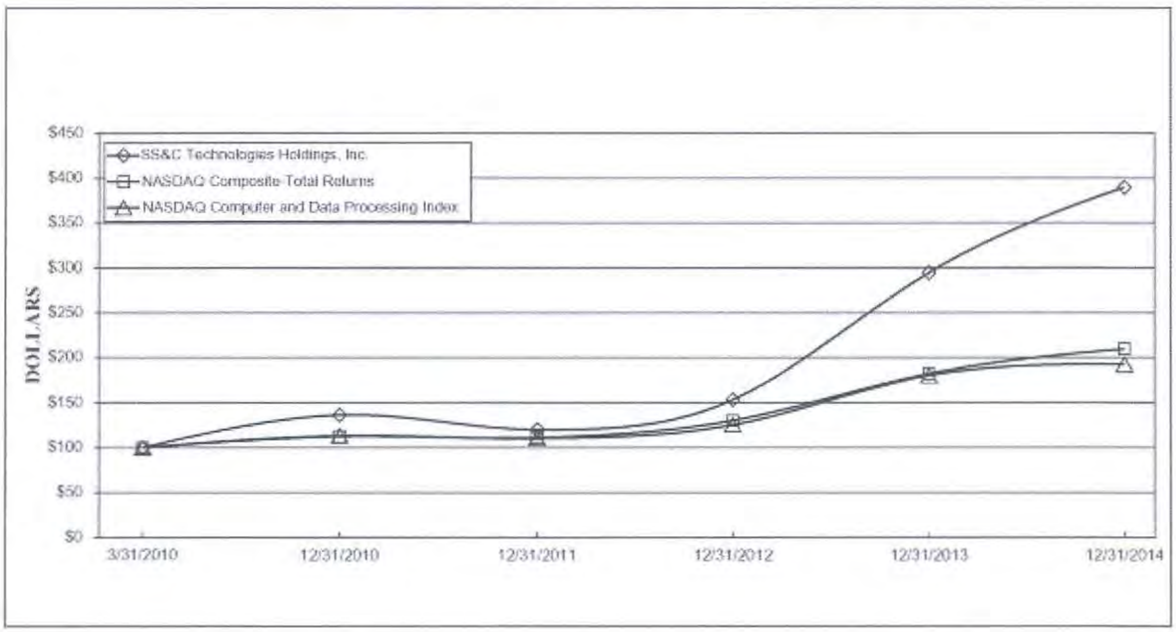
Our equity plan information required by this item is incorporated by reference to the information in Part III, Item 12 of this annual report on Form 10-K.

Performance graph

This performance graph shall not be deemed "soliciting material" or to be "filed" with the Securities and Exchange Commission for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or the Exchange Act, or otherwise subject to the liabilities under that Section, and shall not be deemed to be incorporated by reference into any filing of SS&C Technologies Holdings, Inc. under the Exchange Act.

The following graph shows a comparison from March 31, 2010 (the date our common stock commenced trading on The NASDAQ Global Select Market) through December 31, 2014 of cumulative total return for our common stock, the NASDAQ Composite Index and the NASDAQ Computer and Data Processing Index. Such returns are based on historical results and are not intended to suggest future performance. Data for the NASDAQ Composite Index and the NASDAQ Computer and Data Processing Index assume reinvestment of dividends.

COMPARISON OF CUMULATIVE TOTAL RETURN*
Among SS&C Technologies Holdings, Inc., the NASDAQ Composite Index
And the NASDAQ Computer and Data Processing Index



* $100 invested in stock on 3/31/2010. Return calculations of indices assume the reinvestment of dividends.

	3/31/2010	12/31/2010	12/31/2011	12/31/2012	12/31/2013	12/31/2014
SS&C Technologies Holdings, Inc.	100	136	120	153	294	389
NASDAQ Composite-Total Returns	100	112	111	130	182	209
NASDAQ Computer & Data Processing Index	100	113	110	125	180	192

ITEM 6. *SELECTED FINANCIAL DATA*

The five-year selected financial data set forth below should be read in conjunction with our consolidated financial statements and related notes and "Management's Discussion and Analysis of Financial Condition and Results of Operations" appearing elsewhere in this annual report on Form 10-K.

	2014(5)	2013(4)	2012(3)	2011(2)	2010(1)
		(In thousands, except per share data)			
STATEMENT OF COMPREHENSIVE INCOME					
Revenues	$ 767,861	$ 712,702	$ 551,842	$ 370,828	$ 328,905
Operating income	200,372	182,968	123,216	93,777	79,840
Net income	131,127	117,895	45,820	51,021	32,413
Earnings per share					
Basic	$ 1.57	$ 1.45	$ 0.59	$ 0.67	$ 0.47
Diluted	$ 1.50	$ 1.38	$ 0.55	$ 0.63	$ 0.44
Weighted average shares outstanding					
Basic	83,314	81,195	78,321	76,482	69,027
Diluted	87,331	85,616	82,888	80,709	73,079
Cash dividends declared per share	$ 0.125	—	—	—	—
BALANCE SHEET					
Total assets	$2,285,322	$2,275,324	$2,362,905	$1,207,608	$1,275,726
Total long-term debt, including current portion	638,905	774,507	1,012,138	100,000	290,794
Stockholders' equity	1,346,670	1,231,708	1,075,503	980,103	857,183

(1) On February 3, 2010, we acquired the assets and business associated with Geller & Company LLC's Geller Investment Partnership Services division. On October 1, 2010, we acquired all of the outstanding stock of thinkorswim Technologies, Inc. On December 6, 2010, we acquired the all of the outstanding stock of PC Consulting d/b/a TimeShareWare.

(2) On March 10, 2011, we acquired all of the outstanding stock of BenefitsXML, Inc. On September 8, 2011, we acquired all of the outstanding stock of BDO Simpson Xavier Fund Administration Services Limited, a division of BDO.

(3) On May 9, 2012, we acquired the assets and business associated with Thomson Reuter's PORTIA Business. In the second quarter of 2012, we acquired of all of the outstanding stock of GlobeOp Financial Services, S.A. On September 27, 2012, we acquired the assets and business of Gravity Financial. See Note 12 to our consolidated financial statements.

(4) On October 1, 2013, we acquired all of the outstanding stock of Prime Management Limited. See Note 12 to our consolidated financial statements.

(5) On November 30, 2014, we acquired all of the outstanding stock of DST Global Solutions Ltd. and the assets and business of DST Global Solutions LLC, together DSTGS, subsidiaries of DST Systems, Inc. See Note 12 to our consolidated financial statements.

ITEM 7. *MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS*

Overview

We are a leading provider of mission-critical, sophisticated software products and software-enabled services that allow financial services providers to automate complex business processes and effectively manage their information processing requirements. Our portfolio of software products and rapidly deployable software-enabled services allows our clients to automate and integrate front-office functions such as trading and modeling, middle-office functions such as portfolio management and reporting, and back-office functions such as accounting, performance measurement, reconciliation, reporting, processing and clearing. Our solutions enable our clients to focus on core operations, better monitor and manage investment performance and risk, improve operating efficiency and reduce operating costs. We provide our solutions globally to more than 7,000 clients, principally within the institutional asset management, alternative investment management and financial institutions vertical markets. In addition, our clients include commercial lenders, corporate treasury groups, insurance and pension funds, municipal finance groups and real estate property managers.

Since 2012, through a combination of strategic acquisitions and internal development of new products and services, we have expanded our presence in current markets and entered new markets, increased our contractually recurring revenues, more than doubled our operating income and expanded our reach in the financial services market. Our acquisitions since 2012 have expanded our offerings for alternative investment managers and added to our portfolio management systems. Our acquisitions of GlobeOp Financial Services, S.A., or GlobeOp, and Thomson Reuters' PORTIA Business, or the PORTIA Business, in 2012 significantly expanded our geographic footprint, most notably in Europe and Asia, and client base and added broader employee expertise.

Our contractually recurring revenues, which we define as our maintenance revenues and software-enabled services revenues, were \$698.1 million in 2014, compared to \$656.0 million and \$500.2 million in 2013 and 2012, respectively. In 2014, contractually recurring revenues represented 90.9% of total revenues, compared to 92.0% and 90.6% in 2013 and 2012, respectively. We believe our high level of contractually recurring revenues provides us with the ability to better manage our costs and capital investments. Our revenues from sales outside the United States were \$253.1 million in 2014, compared to \$246.0 million and \$191.4 million in 2013 and 2012, respectively.

As we have expanded our business, we have focused on increasing our contractually recurring revenues. Since 2012, we have seen increased demand in the financial services industry for our software-enabled services from existing and new customers. We have taken a number of steps to support that demand, such as automating our software-enabled services delivery methods, expanded our service offerings and providing our employees with sales incentives. We have also acquired businesses that offer software-enabled services or have a large base of maintenance clients. Our software-enabled services revenues increased from \$406.5 million in 2012 to \$592.5 million in 2014. Our maintenance revenues increased from \$93.8 million in 2012 to \$105.6 million in 2014. Maintenance customer retention rates have continued to be in excess of 90% for our core enterprise products, and we have maintained both pricing levels for new contracts and annual price increases for existing contracts. To support the growth in our software-enabled services revenues and maintain our level of customer service, we have added personnel, expanded our facilities and invested in information technology. These investments and automation improvements in our software-enabled services have served to improve gross margins. Although our acquisitions of GlobeOp and the PORTIA Business in 2012 added a significant amount of amortization expense related to intangible assets, which initially caused a decrease in our gross margins, our gross margins have increased from 45.7% in 2012 to 46.5% in 2014.

In connection with the acquisitions of GlobeOp and the PORTIA Business in the second quarter of 2012, we entered into a new credit agreement, which is described in "Liquidity and Capital Resources", to fund a portion of the purchase prices and refinance amounts outstanding under our prior senior credit facility.

We generated $252.5 million in cash from operating activities in 2014, compared to $208.3 million and $134.4 million in 2013 and 2012, respectively. In 2014, we used our operating cash flow, $75.0 million in proceeds received from our revolving credit facility and existing cash to repay $212.0 million of debt, acquire DST Global Solutions Ltd. and DST Global Solutions LLC, together DSTGS, subsidiaries of DST Systems, Inc., invest in capital expenditures in our business and buy back $11.2 million in shares of common stock for treasury and pay $10.5 million in dividends.

In February 2015, we entered into a definitive agreement with Advent Software, Inc., or Advent, wherein SS&C will acquire Advent for an enterprise value of approximately $2.7 billion in cash, equating to $44.25 per share plus assumption of debt. The closing, which is expected to occur in the second quarter of 2015, remains subject to Advent stockholder approval, clearances by relevant regulatory authorities and satisfaction of customary closing conditions (as discussed in *Liquidity and Capital Resources* and Note 16 to our consolidated financial statements).

Acquisitions. To supplement our growth, we evaluate and execute acquisitions that provide complementary products or services, add proven technology and an established client base, expand our intellectual property portfolio or address a highly specialized problem or a market niche. Since the beginning of 2012, we have spent approximately $1,058 million to acquire six businesses in the financial services industry, using a combination of cash and debt financing (as discussed in Notes 6 and 12 to our consolidated financial statements).

The following table lists the businesses we have acquired since January 1, 2012:

Acquired Business	Acquisition Date	Acquired Capabilities, Products and Services
DST Global Solutions	November 2014	Added investment management software and services
Prime Management Limited	October 2013	Expanded fund administration services in the insurance linked securities market
Hedgemetrix LLC	October 2012	Expanded fund administration services in southwest USA
Gravity	September 2012	Expanded fund administration services in northeast USA
GlobeOp	June 2012	Expanded fund administration services in hedge fund and other asset management sectors
The PORTIA Business	May 2012	Added portfolio management software and outsourcing services for institutional managers

The discussion in this Part II, Item 7 of this Annual Report on Form 10-K includes the operations of the business listed in the table above for the respective time periods each was owned by SS&C.

Results of Operations

Revenues

Our revenues consist primarily of software-enabled services and maintenance revenues, and, to a lesser degree, software license and professional services revenues. As a general matter, fluctuations in our software-enabled services revenues are attributable to the number of new software-enabled services clients as well as total assets under management in our clients' portfolios and the number of outsourced transactions provided to our existing clients, while our software license and professional services revenues tend to fluctuate based on the number of new licensing clients. Maintenance revenues vary based on the rate by which we add or lose maintenance clients over time and, to a lesser extent, on the annual increases in maintenance fees, which are generally tied to the consumer price index.

The following table sets forth the percentage of our total revenues represented by each of the following sources of revenues for the periods indicated:

	Year Ended December 31,		
	2014	2013	2012
Revenues:			
Software-enabled services	77%	78%	74%
Software licenses	5	4	4
Maintenance	14	14	17
Professional services	4	4	5
Total revenues	100%	100%	100%

The following table sets forth revenues (dollars in thousands) and percent change in revenues for the periods indicated:

	Year Ended December 31,			Percent Change from Prior Period	
	2014	2013	2012	2014	2013
Revenues:					
Software-enabled services	$592,528	$552,565	$406,477	7%	36%
Software licenses	36,339	28,687	22,466	27	28
Maintenance	105,598	103,409	93,760	2	10
Professional services	33,396	28,041	29,139	19	(4)
Total revenues	$767,861	$712,702	$551,842	8	29

Fiscal 2014 versus Fiscal 2013. Our revenues increased in 2014 as compared to 2013 primarily due to a continued increase in demand for our fund administration services from alternative investment managers as well as revenues related to our acquisitions of DSTGS and Prime, for which revenues increased $13.8 million. These increases were partially offset by the unfavorable impact from foreign currency translation of $3.2 million, which resulted from the strength of the U.S. dollar relative to currencies such as the Canadian dollar and the Australian dollar. Our software licenses revenues increased primarily due to the impact of a significant perpetual license in the period and increased demand for our Institutional software products. Additionally, professional services revenues increased due to a rise in the number of product implementation projects in 2014.

Fiscal 2013 versus Fiscal 2012. Our revenues increased in 2013 as compared to 2012 primarily due to revenues related to our 2012 acquisitions of GlobeOp and the PORTIA Business, for which revenues increased $119.2 million, reflecting a full year of activity, as well as a continued increase in demand for our hedge fund and private equity services from alternative investment managers. These increases were partially offset by the unfavorable impact from foreign currency translation of $2.0 million, which resulted from the strength of the U.S. dollar relative to currencies such as the Canadian dollar and the Australian dollar. Our software licenses revenues increased due to increased demand for our PORTIA, CAMRA, and Pages software products. Additionally, revenues associated with term licenses increased. Maintenance revenues experienced a substantial increase due to revenues related to the PORTIA Business, which contributed $9.6 million in 2013, reflecting a full year of activity.

Cost of Revenues

Cost of software-enabled services revenues consists primarily of the cost related to personnel utilized in servicing our software-enabled services clients and amortization of intangible assets. Cost of software license revenues consists primarily of amortization of completed technology, royalties, third-party software, and the costs of product media, packaging and documentation. Cost of maintenance revenues consists primarily of technical client support, costs associated with the distribution of products and regulatory updates and amortization of intangible assets. Cost of professional services revenues consists primarily of the cost related to personnel utilized to provide implementation, conversion and training services to our software licensees, as well as system integration and custom programming consulting services.

The following table sets forth each of the following cost of revenues as a percentage of their respective revenue source for the periods indicated:

	Year Ended December 31,		
	2014	2013	2012
Cost of revenues:			
Cost of software-enabled services	58%	58%	58%
Cost of software licenses	10	18	28
Cost of maintenance	39	40	43
Cost of professional services	69	70	65
Total cost of revenues	53	55	54
Gross margin percentage	47	45	46

The following table sets forth cost of revenues (dollars in thousands) and percent change in cost of revenues for the periods indicated:

	Year Ended December 31,			Percent Change from Prior Period	
	2014	2013	2012	2014	2013
Cost of revenues:					
Cost of software-enabled services	$342,625	$322,719	$234,214	6%	38%
Cost of software licenses	3,701	5,302	6,336	(30)	(16)
Cost of maintenance	41,254	41,046	40,394	1	2
Cost of professional services	23,151	19,733	18,973	17	4
Total cost of revenues	$410,731	$388,800	$299,917	6	30

Fiscal 2014 versus Fiscal 2013. Our gross margins increased in 2014 primarily due to cost reduction synergies with respect to the businesses acquired since 2012. Our total cost of revenues increased in 2014 primarily as a result of an increase in cost of software-enabled services revenues to support the increased demand for our fund administration services for alternative investment managers, as well as a result of costs associated with acquired businesses. The decrease in cost of software licenses was primarily due to a decrease in amortization expense due to the accelerated amortization methods utilized for our intangible assets.

Fiscal 2013 versus Fiscal 2012. Our gross margin decreased slightly in 2013 primarily due to an increase in amortization expense related to intangible assets acquired in the acquisitions of GlobeOp and the PORTIA Business, partially offset by cost reduction synergies with respect to the acquired businesses. Our total cost of revenues increased in 2013 primarily due to our acquisitions of GlobeOp and the PORTIA Business. These increases were partially offset by a decrease in costs of $3.0 million related to the favorable effect of foreign currency translation resulting from the strength of the U.S. dollar relative to currencies such as the Indian rupee and the Canadian dollar. Additionally, cost of software-enabled services revenues increased to support the increased demand for our hedge fund and private equity services from alternative investment managers.

Operating Expenses

Selling and marketing expenses consist primarily of the personnel costs associated with the selling and marketing of our products, including salaries, commissions and travel and entertainment. Such expenses also include amortization of intangible assets, the cost of branch sales offices, trade shows and marketing and promotional materials. Research and development expenses consist primarily of personnel costs attributable to the enhancement of existing products and the development of new software products. General and administrative expenses consist primarily of personnel costs related to management, accounting and finance, information management, human resources and administration and associated overhead costs, as well as fees for professional services. Transaction costs consist primarily of legal, third-party valuation and other fees related to our acquisitions of GlobeOp and the PORTIA Business.

The following table sets forth the percentage of our total revenues represented by each of the following operating expenses for the periods indicated:

	Year Ended December 31,		
	2014	2013	2012
Operating expenses:			
Selling and marketing	6%	6%	6%
Research and development	7	8	8
General and administrative	7	6	6
Transaction costs	—	—	3
Total operating expenses	20	20	23

The following table sets forth operating expenses (dollars in thousands) and percent change in operating expenses for the periods indicated:

	Year Ended December 31,			Percent Change from Prior Period	
	2014	2013	2012	2014	2013
Operating expenses:					
Selling and marketing	$ 48,592	$ 41,885	$ 33,858	16%	24%
Research and development	57,287	53,862	45,779	6	18
General and administrative	50,879	45,187	34,797	13	30
Transaction costs	—	—	14,275	0	(100)
Total operating expenses	$156,758	$140,934	$128,709	11	9

Fiscal 2014 versus 2013. The increase in total operating expenses in 2014 was primarily due an increase in selling and marketing expenses increased as we expanded the size of our sales force. Additionally, general and administrative expenses as a result of legal expenses related to an IP infringement lawsuit, which was settled during the second quarter of 2014, costs related to DSTGS and Prime and expenses associated with office consolidations.

Fiscal 2013 versus 2012. The increase in total operating expenses in 2013 was primarily due to costs related to GlobeOp and the PORTIA Business, reflecting a full year of activity, and an increase in stock-based compensation, partially offset by a decrease in costs of $0.9 million related to the favorable impact from foreign currency translation, resulting from the relative strength of the U.S. dollar to currencies such as the Indian rupee.

Comparison of Fiscal 2014, 2013 and 2012 for Interest, Taxes and Other

Interest income and interest expense. We had interest expense of $27.2 million in 2014 compared to $42.4 million in 2013 and $32.9 million in 2012. The decrease in interest expense in 2014 reflects the lower average debt balance resulting from repayments of the credit facility and a decrease in average interest rates resulting from the 2013 and 2014 repricings. The increase in interest expense in 2013 reflected a full year of interest associated with the credit facility that we entered into during the second quarter of 2012 in connection with our acquisitions of GlobeOp and the PORTIA Business, partially offset by a decrease in average interest rates. We had interest income of $1.7 million in 2014 compared to $1.1 million in 2013 and $0.4 million in 2012. The increase in interest income in 2014 and 2013 resulted from higher average cash balances.

Other income (expense), net. Other income, net for 2014 and 2013 consisted primarily of foreign currency transaction gains. Other expense, net for 2012 consisted primarily of foreign currency transaction losses and a loss recorded on foreign currency contracts associated with our acquisition of GlobeOp, which is discussed further in Note 12 to our consolidated financial statements.

Loss on extinguishment of debt. Loss on extinguishment of debt in 2012 consisted of write-offs of deferred financing costs associated with the repayment of our prior senior credit facility.

Provision for Income Taxes.

The following table sets forth the provision for income taxes (dollars in thousands) and effective tax rates for the periods indicated:

	Year Ended December 31,		
	2014	2013	2012
Provision for income taxes	$46,527	$27,292	$24,665
Effective tax rate	26%	19%	35%

Our 2014, 2013 and 2012 effective tax rates differ from the statutory rate primarily due to the effect of our foreign operations. The increase in effective rate from 2013 to 2014 was primarily due to an increase in domestic earnings from the prior year, the unfavorable impact of enacted tax law changes in New York, a decrease in benefits from research and development credits, and the absence of favorable items recorded in 2013, most notably the release of an uncertain tax position, and an enacted tax law change in the United Kingdom, partially offset by a decrease in expense attributable to deferred taxes recorded on foreign unremitted earnings. The decrease in effective rate from 2012 to 2013 was primarily due to an increase in operations outside the United States, which are subject to lower tax rates than the U.S. statutory rate, research and development tax credits, the release of an uncertain income tax position, a decrease in the impact of foreign valuation allowances and non-deductible transaction costs in 2012, partially offset by an increase in expense attributable to deferred taxes recorded on foreign unremitted earnings in 2013. We had $121.2 million of deferred tax liabilities and $23.0 million of deferred tax assets at December 31, 2014.

Our effective tax rate includes the effect of operations outside the United States, which historically have been taxed at rates lower than the U.S. statutory rate. While we have income from multiple foreign sources, the majority of our non-U.S. operations are in Canada, India and the United Kingdom, where the statutory rates were 26.5%, 34.0% and 21.5%, respectively, in 2014, 26.5%, 34.0% and 23.3%, respectively, in 2013, and 26.5%, 32.4% and 24.5%, respectively, in 2012. A future proportionate change in the composition of income before income taxes from foreign and domestic tax jurisdictions could impact our periodic effective tax rate.

Liquidity and Capital Resources

Our principal cash requirements are to finance the costs of our operations pending the billing and collection of client receivables, to fund payments with respect to our indebtedness, to invest in research and development and to acquire complementary businesses or assets. We expect our cash on hand and cash flows from operations to provide sufficient liquidity to fund our current obligations, projected working capital requirements and capital spending for at least the next twelve months.

In February 2015, we entered into a definitive agreement with Advent wherein SS&C will acquire Advent for an enterprise value of approximately $2.7 billion in cash, equating to $44.25 per share plus assumption of debt. The closing, which is expected to occur in the second quarter of 2015, remains subject to Advent stockholder approval, clearances by relevant regulatory authorities and satisfaction of customary closing conditions. SS&C plans to fund the acquisition and refinancing of existing debt with $3.0 billion of debt financing, cash on hand and approximately $400 million of equity (as discussed in Note 16 to our consolidated financial statements).

Also in February 2015, our Board of Directors declared a quarterly cash dividend of $0.125 per share of common stock payable on March 16, 2015 to stockholders of record as of the close of business on March 2, 2015.

Our cash and cash equivalents at December 31, 2014 were $109.6 million, an increase of $25.1 million from $84.5 million at December 31, 2013. The increase in cash is primarily due to cash provided by operations as well as cash received from our revolving credit facility and proceeds from stock option exercises and the related income tax benefits. These increases were partially offset by cash used for repayments of debt, business acquisitions, capital expenditures, repurchases of our common stock and dividends. See Notes 4, 6 and 12 to our consolidated financial statements for further discussion of equity, debt and acquisitions, respectively.

Net cash provided by operating activities was $252.5 million in 2014. Cash provided by operating activities primarily resulted from net income of $131.1 million adjusted for non-cash items of $89.4 million and changes in our working capital accounts (excluding the effect of acquisitions) totaling $32.0 million. The changes in our working capital accounts were driven by changes in income taxes prepaid and payable, increases in accrued expenses, accounts payable and deferred maintenance and other revenues and a decrease in accounts receivable, partially offset by increases in prepaid expenses and other current assets. The change in income taxes prepaid and payable was primarily related to the income tax benefits received from option exercises (included in the non-cash items) and a refund received for prior year return. The increase in accounts payable was primarily due to timing of payments. The increase in deferred maintenance and other revenue was primarily due to the collection of annual maintenance fees. The decrease in accounts receivable was primarily due to an improvement in days' sales outstanding, partially offset by revenue growth.

Investing activities used net cash of $104.4 million in 2014, primarily related to $86.9 million in net cash paid for our acquisition of DSTGS, $15.0 million in cash paid for capital expenditures, and $3.5 million in cash paid for capitalized software, partially offset by the release of restricted cash of $1.0 million.

Financing activities used net cash of $120.1 million in 2014, representing $212.0 million in repayments of debt, $11.2 million in purchases of common stock for treasury, $10.5 million related to the payment of our quarterly dividends, $0.5 million related to the payment of refinancing fees and $0.5 million related to the payment of the Prime contingent consideration liability. These payments were partially offset by $75.0 million in proceeds from our revolving credit facility, proceeds of $24.1 million from stock option exercises and income tax windfall benefits of $15.5 million related to the exercise of stock options.

We have made a permanent reinvestment determination in certain non-U.S. operations that have historically generated positive operating cash flows. At December 31, 2014, we held approximately $71.6 million in cash and cash equivalents at non-U.S. subsidiaries where we had made such a determination and in turn no provision for U.S. income taxes had been made. At December 31, 2014, we held approximately $29.3 million in cash by subsidiaries of SS&C Technologies Holdings Europe S.A.R.L., or SS&C Sarl, the foreign borrower under our credit facility that will be used to facilitate debt servicing of SS&C Sarl. At December 31, 2014, we held approximately $24.0 million in cash at our Indian operations that if repatriated to our foreign debt holder would incur distribution taxes of approximately $4.1 million.

Off-Balance Sheet Arrangements

We have no off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to investors.

Contractual Obligations

The following table summarizes our contractual obligations as of December 31, 2014 that require us to make future cash payments (in thousands):

Contractual Obligations and Other Commitments	Payments Due by Period					
	Total	Less than 1 Year	1-3 Years	3-5 Years	More than 5 Years	All Other
Short-term and long-term debt	$645,000	$20,470	$217,150	$407,380	$ —	$ —
Interest payments(1)	74,308	18,983	36,175	19,150	—	—
Operating lease obligations(2)	89,778	15,776	28,932	20,907	24,163	—
Purchase obligations(3)	21,615	12,354	6,985	2,276	—	—
Uncertain tax positions and related interest(4)	18,537	—	—	—	—	18,537
Total contractual obligations	$849,238	$67,583	$289,242	$449,713	$24,163	$18,537

(1) Reflects interest payments on our Credit Facility at an assumed interest rate of one-month LIBOR of 0.17% plus 2.00% for U.S. dollar loans on our Term A-2 facility, one month LIBOR of 0.17% plus 2.50% for our revolving credit facility and 3.25% on our Term B-1 and B-2 facilities.

(2) We are obligated under noncancelable operating leases for office space and office equipment. The lease for the corporate facility in Windsor, Connecticut expires in 2022. We sublease office space under noncancelable leases. For the years ended December 31, 2012, 2013 and 2014, we received rental income under these leases of $1.4 million, $1.2 million and $0.2 million, respectively. The effect of the rental income to be received in the future has not been included in the table above.

(3) Purchase obligations include the minimum amounts committed under contracts for goods and services.

(4) As of December 31, 2014, our liability for uncertain tax positions and related net interest payable was $15.7 million and $2.9 million, respectively. We are unable to reasonably estimate the timing of such liability and interest payments in individual years beyond 12 months due to uncertainties in the timing of the effective settlement of tax positions.

Credit Facility

On March 14, 2012, in connection with our acquisition of GlobeOp, we entered into a credit agreement with SS&C and SS&C Sarl as the borrowers, which we refer to as the Credit Agreement. The Credit Agreement has four tranches of term loans: (i) a $0 term A-1 facility with a five and one-half year term for borrowings by SS&C, (ii) a $325.0 million term A-2 facility with a five and one-half year term for borrowings by SS&C Sarl, (iii) a $725.0 million term B-1 facility with a seven year term for borrowings by SS&C and (iv) a $75.0 million term B-2 facility with a seven year term for borrowings by SS&C Sarl. In addition, the Credit Agreement had a $142.0 million bridge loan facility, of which $31.6 million was immediately drawn, with a 364-day term available for borrowings by SS&C Sarl and has a revolving credit facility with a five and one-half year term available for borrowings by SS&C with $100.0 million in commitments. The revolving credit facility contains a $25.0 million letter of credit sub-facility and a $20.0 million swingline loan sub-facility. The bridge loan was repaid in July 2012 and is no longer available for borrowing.

The term loans and the revolving credit facility bear interest, at the election of the borrowers, at the base rate (as defined in the Credit Agreement) or LIBOR, plus the applicable interest rate margin for the revolving credit facility. The term A loans and the revolving credit facility initially bore interest at either LIBOR plus 2.75% or at the base rate plus 1.75%, and then will be subject to a step-down at any time SS&C's consolidated net senior secured leverage ratio is less than 3.00 times, to 2.50% in the case of the LIBOR margin, and 1.50% in the case of the base rate margin. The term B loans initially bore interest at either LIBOR plus 4.00% or at base rate plus 3.00%, with LIBOR subject to a 1.00% floor.

In November 2014, we drew down on the revolving credit facility in the amount of $75.0 million to fund part of the purchase price of the acquisition of DSTGS. See Note 12 to our consolidated financial statements for further discussion of acquisitions.

In February 2014, we completed a repricing of our term A loans, which replaced these loans with new term A loans at the same outstanding principal balance, but at a different interest rate. The applicable interest rates have been reduced to either LIBOR plus 2.0% or the base rate plus 1.0%. The maturity date of the new loans remains December 8, 2017, and no changes were made to the financial accounts or scheduled amortization. See Note 6 to our consolidated financial statements.

In June 2013, we completed a repricing of our term B-1 loans and term B-2 loans, which replaced these loans with new term B-1 loans and term B-2 loans at the same outstanding principal balance, but at a different interest rate. The applicable interest rates have been reduced to either LIBOR plus 2.75% or the base rate plus 1.75%, and the LIBOR floor has been reduced from 1.00% to 0.75%, subject to a step-down at any time that the consolidated net senior secured leverage ratio is less than 2.75 times, to 2.50% in the case of the LIBOR margin, and 1.50% in the case of the base rate margin. The maturity date of the new loans remains June 8, 2019, and no changes were made to the financial covenants or scheduled amortization.

The initial proceeds of the borrowings under the Credit Agreement were used to satisfy a portion of the consideration required to fund our acquisition of GlobeOp and refinance amounts outstanding under SS&C's prior senior credit facility. As of December 31, 2014, there was $149.8 million in principal amount outstanding under the term A-2 facility, $380.8 million in principal amount outstanding under the term B-1 facility, $39.4 million in principal amount outstanding under the term B-2 facility and $75.0 million in principal amount outstanding under the revolving credit facility.

Holdings, SS&C and the material domestic subsidiaries of SS&C have pledged substantially all of their tangible and intangible assets to support the obligations of SS&C and SS&C Sarl under the Credit Agreement. In addition, SS&C Sarl has agreed, in certain circumstances, to cause subsidiaries in foreign jurisdictions to guarantee SS&C Sarl's obligations and pledge substantially all of their assets to support the obligations of SS&C Sarl under the Credit Agreement.

The Credit Agreement contains customary covenants limiting our ability and the ability of our subsidiaries to, among other things, pay dividends, incur debt or liens, redeem or repurchase equity, enter into transactions with affiliates, make investments, merge or consolidate with others or dispose of assets. In addition, the Credit Agreement contains a financial covenant requiring SS&C to maintain a consolidated net senior secured leverage ratio. As of December 31, 2014, we were in compliance with the financial and non-financial covenants.

The Credit Agreement contains various events of default (including failure to comply with the covenants contained in the Credit Agreement and related agreements) and upon an event of default, the lenders may, subject to various customary cure rights, require the immediate repayment of all amounts outstanding under the term loans, the bridge loans and the revolving credit facility and foreclose on the collateral.

Covenant Compliance

Under the Credit Agreement, we are required to satisfy and maintain a specified financial ratio and other financial condition tests. As of December 31, 2014, we were in compliance with the financial ratios and other financial condition tests. Our continued ability to meet this financial ratio and these tests can be affected by events beyond our control, and we cannot assure you that we will continue to meet this ratio and these tests. A breach of any of these covenants could result in a default under the Credit Agreement. Upon the occurrence of any event of default under the Credit Agreement, the lenders could elect to declare all amounts outstanding under the Credit Agreement to be immediately due and payable and terminate all commitments to extend further credit.

Consolidated EBITDA is a non-GAAP financial measure used in key financial covenants contained in the Credit Agreement, which is a material facility supporting our capital structure and providing liquidity to our business. Consolidated EBITDA is defined as earnings before interest, taxes, depreciation and amortization (EBITDA), further adjusted to exclude unusual items and other adjustments permitted in calculating covenant compliance under the Credit Agreement. We believe that the inclusion of supplementary adjustments to EBITDA applied in presenting Consolidated EBITDA is appropriate to provide additional information to investors to demonstrate compliance with the specified financial ratio and other financial condition tests contained in the Credit Agreement.

Management uses Consolidated EBITDA to gauge the costs of our capital structure on a day-to-day basis when full financial statements are unavailable. Management further believes that providing this information allows our investors greater transparency and a better understanding of our ability to meet our debt service obligations and make capital expenditures.

Any breach of covenants in the Credit Agreement that are tied to ratios based on Consolidated EBITDA could result in a default under that agreement, in which case the lenders could elect to declare all amounts borrowed immediately due and payable and to terminate any commitments they have to provide further borrowings. Any default and subsequent acceleration of payments under the Credit Agreement would have a material adverse effect on our results of operations, financial position and cash flows. Additionally, under the Credit Agreement, our ability to engage in activities such as incurring additional indebtedness, making investments and paying dividends is also tied to ratios based on Consolidated EBITDA.

Consolidated EBITDA does not represent net income or cash flow from operations as those terms are defined by generally accepted accounting principles, or GAAP, and does not necessarily indicate whether cash flows will be sufficient to fund cash needs. Further, the Credit Agreement requires that Consolidated EBITDA be calculated for the most recent four fiscal quarters. As a result, the measure can be disproportionately affected by a particularly strong or weak quarter. Further, it may not be comparable to the measure for any subsequent four-quarter period or any complete fiscal year.

Consolidated EBITDA is not a recognized measurement under GAAP and investors should not consider Consolidated EBITDA as a substitute for measures of our financial performance and liquidity as determined in accordance with GAAP, such as net income, operating income or net cash provided by operating activities. Because other companies may calculate Consolidated EBITDA differently than we do, Consolidated EBITDA may not be comparable to similarly titled measures reported by other companies. Consolidated EBITDA has other limitations as an analytical tool, when compared to the use of net income, which is the most directly comparable GAAP financial measure, including:

- Consolidated EBITDA does not reflect the provision of income tax expense in our various jurisdictions;
- Consolidated EBITDA does not reflect the significant interest expense we incur as a result of our debt leverage;
- Consolidated EBITDA does not reflect any attribution of costs to our operations related to our investments and capital expenditures through depreciation and amortization charges;
- Consolidated EBITDA does not reflect the cost of compensation we provide to our employees in the form of stock option awards; and
- Consolidated EBITDA excludes expenses that we believe are unusual or non-recurring, but which others may believe are normal expenses for the operation of a business.

The following is a reconciliation of net income to Consolidated EBITDA as defined in our senior credit facility.

	Year Ended December 31, 2014	2013	2012
		(In thousands)	
Net income	$131,127	$117,895	$ 45,820
Interest expense, net (1)	25,472	41,279	36,856
Income tax provision	46,527	27,292	24,665
Depreciation and amortization	99,831	99,780	75,814
EBITDA	302,957	286,246	183,155
Purchase accounting adjustments (2)	476	(52)	894
Capital-based taxes	6	182	(785)
Unusual or non-recurring charges (gains) (3)	4,876	(3,121)	31,629
Acquired EBITDA (4)	11,405	890	35,531
Stock-based compensation	11,483	8,386	5,590
Other (5)	315	235	(17)
Consolidated EBITDA, as defined	$331,518	$292,766	$255,997

(1) Interest expense includes loss from extinguishment of debt shown as a separate line item on our Consolidated Statements of Comprehensive Income
(2) Purchase accounting adjustments include (a) an adjustment to increase rent expense by the amount that would have been recognized if lease obligations were not adjusted to fair value at the date of acquisitions and (b) an adjustment to increase revenues by the amount that would have been recognized if deferred revenue were not adjusted to fair value at the date of acquisitions.
(3) Unusual or non-recurring charges include foreign currency gains and losses, proceeds from legal and other settlements, severance expenses, transaction costs, losses on currency contracts and other one-time expenses, such as expenses associated with the facilities consolidations, bond redemptions, acquisitions and the sale of fixed assets.
(4) Acquired EBITDA reflects the EBITDA impact of significant businesses that were acquired during the period as if the acquisition occurred at the beginning of the period.
(5) Other includes the non-cash portion of straight-line rent expense.

Our covenant requirement for net senior secured leverage ratio and the actual ratio for the year ended December 31, 2014 are as follows:

	Covenant Requirement	Actual Ratio
Maximum consolidated net senior secured leverage to Consolidated EBITDA ratio (1)	4.75x	1.62x

(1) Calculated as the ratio of consolidated senior secured funded debt, net of cash and cash equivalents, to Consolidated EBITDA, as defined by the Credit Agreement, for the period of four consecutive fiscal quarters ended on the measurement date. Consolidated senior secured funded debt is comprised of indebtedness for borrowed money, notes, bonds or similar instruments, letters of credit, deferred purchase price obligations and capital lease obligations. This covenant is applied at the end of each quarter.

Critical Accounting Estimates

A number of our accounting policies require the application of significant judgment by our management, and such judgments are reflected in the amounts reported in our consolidated financial statements. In applying these policies, our management uses its judgment to determine the appropriate assumptions to be used in the determination of estimates. Those estimates are based on our historical experience, terms of existing contracts, management's observation of trends in the industry, information provided by our clients and information available from other outside sources, as appropriate. On an ongoing basis, we evaluate our estimates and judgments, including those related to revenue recognition, goodwill and other intangible assets and other contingent liabilities. Actual results may differ significantly from the estimates contained in our consolidated financial statements. We believe that the following are our critical accounting policies.

Revenue Recognition

Our revenues consist primarily of software-enabled services and maintenance revenues, and, to a lesser degree, software license and professional services revenues.

Software-enabled services revenues, which are based on a monthly fee or are transaction-based, are recognized as the services are performed. Software-enabled services are generally provided under non-cancelable contracts with initial terms of one to five years that require monthly or quarterly payments, and are subject to automatic annual renewal at the end of the initial term unless terminated by either party.

We recognize software-enabled services revenues on a monthly basis as the software-enabled services are provided and when persuasive evidence of an arrangement exists, the price is fixed or determinable and collectability is reasonably assured. We do not recognize any revenues before services are performed. Certain contracts contain additional fees for increases in market value, pricing and trading activity. Revenues related to these additional fees are recognized in the month in which the activity occurs based upon our summarization of account information and trading volume.

We recognize revenues from the sale of software licenses when persuasive evidence of an arrangement exists, the product has been delivered, the fee is fixed or determinable and collection of the resulting receivable is reasonably assured. Our products generally do not require significant modification or customization of the underlying software and, accordingly, the implementation services we provide are not considered essential to the functionality of the software.

We use a signed license agreement as evidence of an arrangement for the majority of our transactions. Delivery generally occurs when the product is delivered to a common carrier F.O.B. shipping point, or if delivered electronically, when the client has been provided with access codes that allow for immediate possession via a download. Although our arrangements generally do not have acceptance provisions, if such provisions are included in the arrangement, then delivery occurs at acceptance, unless such acceptance is deemed perfunctory. At the time of the transaction, we assess whether the fee is fixed or determinable based on the payment terms. Collection is assessed based on several factors, including past transaction history with the client and the creditworthiness of the client. The arrangements for perpetual software licenses are generally sold with maintenance and professional services. We allocate revenue to the delivered components, normally the license component, using the residual value method based on vendor-specific objective evidence of the fair value of the undelivered elements. The total contract value is attributed first to the maintenance and customer support arrangement based on the fair value, which is derived from substantive renewal rates. Fair value of the professional services is based upon stand-alone sales of those services. Professional services are generally billed at an hourly rate plus out-of-pocket expenses. Professional services revenues are recognized as the services are performed. Maintenance agreements generally require us to provide technical support and software updates to our clients (on a when-and-if-available basis). We generally provide maintenance services under one-year renewable contracts. Maintenance revenues are recognized ratably over the term of the contract.

We also sell term licenses with maintenance. These arrangements range from one to seven years where vendor-specific objective evidence does not exist for the maintenance element in the term licenses. Revenues are recognized ratably over the contractual term of the arrangement.

We occasionally enter into software license agreements requiring significant customization or fixed-fee professional service arrangements. We account for these arrangements in accordance with the percentage-of-completion method based on the ratio of hours incurred to expected total hours; accordingly we must estimate the costs to complete the arrangement utilizing an estimate of man-hours remaining. Due to uncertainties inherent in the estimation process, it is at least reasonably possible that completion costs may be revised. Such revisions are recognized in the period in which the revisions are determined. Due to the complexity of some software license agreements, we routinely apply judgments to the application of software revenue recognition accounting principles to specific agreements and transactions. Different judgments or different contract structures could have led to different accounting conclusions, which could have a material effect on our reported results of operations.

Long-lived Assets, Intangible Assets and Goodwill

We must test goodwill annually for impairment (and in interim periods if certain events occur indicating that the carrying value of goodwill or indefinite-lived intangible assets may be impaired). Historically, we have tested the recoverability of goodwill based on our reporting unit structure by comparing fair value to carrying value. To the extent that we do not achieve our revenue or operating cash flow plans or other measures of fair value decline, including external valuation assumptions, our current goodwill carrying value could be impaired. Additionally, since fair value is also based in part on the market approach, if our stock price declines, it is possible we could be required to perform the second step of the goodwill impairment test and impairment could result. The first step of the impairment analysis indicated that the fair value significantly exceeded the carrying value at December 31, 2014.

We assess the impairment of identifiable intangibles, long-lived assets and goodwill whenever events or changes in circumstances indicate that the carrying value may not be recoverable. Factors we consider important which could trigger an impairment review include the following:

- significant underperformance relative to historical or projected future operating results;
- significant changes in the manner of our use of the acquired assets or the strategy for our overall business; and
- significant negative industry or economic trends.

When we determine that the carrying value of intangibles and long-lived assets may not be recoverable based upon the existence of one or more of the above indicators of potential impairment, we assess whether an impairment has occurred based on whether net book value of the assets exceeds related projected undiscounted cash flows from these assets. We consider a number of factors, including past operating results, budgets, economic projections, market trends and product development cycles in estimating future cash flows. Differing estimates and assumptions as to any of the factors described above could result in a materially different impairment charge, if any, and thus materially different results of operations.

Acquisition Accounting

In connection with our acquisitions, we allocate the purchase price to the assets and liabilities we acquire, such as net tangible assets, completed technology, in-process research and development, client contracts, other identifiable intangible assets, deferred revenue and goodwill. We applied significant judgments and estimates in determining the fair market value of the assets acquired and their useful lives. For example, we have determined the fair value of existing client contracts based on the discounted estimated net future cash flows from such client contracts existing at the date of acquisition and the fair value of the completed technology based on the relief-from-royalties method on estimated future revenues of such completed technology and assumed obsolescence factors. While actual results during the years ended December 31, 2014, 2013 and 2012 were consistent with our estimated cash flows and we did not incur any impairment charges during those years, different estimates and assumptions in valuing acquired assets could yield materially different results.

Stock-based Compensation

Using the fair value recognition provisions of relevant accounting literature, stock-based compensation cost is measured at the grant date based on the value of the award and is recognized as expense over the appropriate service period. Determining the fair value of stock-based awards requires considerable judgment, including estimating the expected term of stock options, expected volatility of our stock price, and the number of awards expected to be forfeited. In addition, for stock-based awards where vesting is dependent upon achieving certain operating performance goals, we estimate the likelihood of achieving the performance goals. Differences between actual results and these estimates could have a material effect on our financial results. A deferred income tax asset is recorded over the vesting period as stock compensation expense is recorded for non-qualified stock options. The realizability of the deferred tax asset is ultimately based on the actual value of the stock-based award upon exercise. If the actual value is lower than the fair value determined on the date of grant, then there could be an income tax expense for the portion of the deferred tax asset that is not realizable.

Income Taxes

The carrying value of our deferred tax assets assumes that we will be able to generate sufficient future taxable income in certain tax jurisdictions, based on estimates and assumptions. If these estimates and related assumptions change in the future, we may be required to record additional valuation allowances against our deferred tax assets resulting in additional income tax expense in our Consolidated Statements of Comprehensive Income. On a quarterly basis, we evaluate whether deferred tax assets are realizable and assess whether there is a need for additional valuation allowances. The carrying value of our deferred tax assets and liabilities is recorded based on the statutory rates that we expect our deferred tax assets and liabilities to reverse into income. We estimate the state rate at which our deferred tax assets and liabilities will reverse based on estimates of state income apportionment for future years. Each of these estimates requires significant judgment on the part of our management. In addition, we evaluate the need to provide additional tax provisions for adjustments proposed by taxing authorities.

As of December 31, 2014, we had $15.7 million in liabilities associated with unrecognized tax benefits. All of the unrecognized tax benefits, if recognized, would decrease our effective tax rate and increase our net income. Additionally, we recognize accrued interest and penalties relating to unrecognized tax benefits as a component of the income tax provision.

Recent Accounting Pronouncements

In August 2014, the Financial Accounting Standards Board, or the FASB, issued Accounting Standards Update, or ASU, No. 2014-15, Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern. This ASU establishes specific guidance to an organization's management on their responsibility to evaluate whether there is substantial doubt about the organization's ability to continue as a going concern. The provisions of ASU 2014-15 are effective for interim and annual periods beginning after December 15, 2016. This ASU is not expected to have an impact on our financial position, results of operations or cash flows.

In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers (Topic 606), or ASU 2014-09. The objective of ASU 2014-09 is to clarify the principles for recognizing revenue by removing inconsistencies and weaknesses in revenue requirements; providing a more robust framework for addressing revenue issues; improving comparability of revenue recognition practices across entities, industries, jurisdictions and capital markets; and providing more useful information to users of financial statements through improved revenue disclosure requirements. The provisions of ASU 2014-09 are effective for interim and annual periods beginning after December 15, 2016. We are currently evaluating the impact of this standard on our financial position, results of operations and cash flows.

In July 2013, the FASB issued ASU No. 2013-11, Income Taxes (Topic 740) – Presentation of an Unrecognized Tax Benefit When a Net Operating Loss Carryforward, a Similar Tax Loss, or a Tax Credit

Carryforward Exists, or ASU 2013-11. The objective of ASU 2013-11 is to end some inconsistent practices with regard to the presentation on the balance sheet of unrecognized tax benefits. ASU 2013-11 is effective for financial statement periods beginning after December 15, 2013, with early adoption permitted. The adoption of this standard in the first quarter of 2014 did not have a material impact on our financial position, results of operations or cash flows.

Item 7A. *Quantitative and Qualitative Disclosures About Market Risk*

We do not use derivative financial instruments for trading or speculative purposes. We have invested our available cash in short-term, highly liquid financial instruments, having initial maturities of three months or less. When necessary, we have borrowed to fund acquisitions.

At December 31, 2014, we had total variable interest rate debt of $645.0 million. As of December 31, 2014, a 1% change in interest rates would result in a change in interest expense of approximately $4.0 million per year.

During 2014, approximately 33% of our revenues were from clients located outside the United States. A portion of the revenues from clients located outside the United States is denominated in foreign currencies, primarily the Canadian dollar. While revenues and expenses of our foreign operations are primarily denominated in their respective local currencies, some subsidiaries do enter into certain transactions in currencies that are different from their local currency. These transactions consist primarily of cross-currency intercompany balances and trade receivables and payables. As a result of these transactions, we have exposure to changes in foreign currency exchange rates that result in foreign currency transaction gains and losses, which we report in other income (expense). These outstanding amounts were not material for the year ended December 31, 2014. The amount of these balances can fluctuate in the future as we bill customers and buy products or services in currencies other than our functional currency, which could increase our exposure to foreign currency exchange rates. We continue to monitor our exposure to foreign exchange rates as a result of our acquisitions and changes in our operations. We do not enter into any market risk sensitive instruments for trading purposes.

The foregoing risk management discussion and the effect thereof are forward-looking statements. Actual results in the future may differ materially from these projected results due to actual developments in global financial markets. The analytical methods used by us to assess and minimize risk discussed above should not be considered projections of future events or losses.

Item 8. *Financial Statements and Supplementary Data*

Information required by this item is contained in our consolidated financial statements, related footnotes and the report of PricewaterhouseCoopers LLP, which information follows the signature page to this annual report and is incorporated herein by reference.

Item 9. *Changes in and Disagreements with Accountants on Accounting and Financial Disclosure*

None.

Item 9A. *Controls and Procedures*

Disclosure Controls and Procedures

Our management, with the participation of our chief executive officer and chief financial officer (our principal executive officer and principal financial officer, respectively), evaluated the effectiveness of our disclosure controls and procedures as of December 31, 2014. The term "disclosure controls and procedures," as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended, or Exchange Act, means controls and other procedures of a company that are designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the rules and forms of the Securities and Exchange Commission. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is accumulated and communicated to the company's management, including its principal executive and principal financial officers, as appropriate to allow timely decisions regarding required disclosure. Management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving their objectives, and management necessarily applies its judgment in evaluating the cost-benefit relationship of possible controls and procedures. Based on the evaluation of our disclosure controls and procedures as of December 31, 2014, our chief executive officer and chief financial officer concluded that, as of such date, our disclosure controls and procedures were effective at the reasonable assurance level.

Report of Management on Internal Control Over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting for the Company. Internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of our financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. Internal control over financial reporting includes policies and procedures that: 1) pertain to maintaining records that in reasonable detail accurately and fairly reflect our transactions and dispositions of assets; 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of our financial statements in accordance with generally accepted accounting principles and that receipts and expenditures are made in accordance with management and board of director authorization; and 3) provide reasonable assurance regarding the prevention or timely detection of unauthorized acquisition, use or disposition of company assets that could have a material effect on our financial statements. Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Management conducted an evaluation of the effectiveness of our internal control over financial reporting based on the framework in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this evaluation, management concluded that our internal control over financial reporting was effective as of December 31, 2014. In November 2014, we acquired DST Global Solutions Ltd. and DST Global Solutions LLC, together DSTGS, subsidiaries of DST Systems, Inc. Management has excluded all of the DSTGS-related entities from its assessment of internal control over financial reporting as of December 31, 2014 because it was acquired by us in a purchase business combination during 2014. These acquired DSTGS entities' total assets and total revenues each represent approximately 1% of the related consolidated financial statement amounts as of and for the year ended December 31, 2014.

The effectiveness of our internal control over financial reporting as of December 31, 2014 has been audited by PricewaterhouseCoopers LLP, an independent registered public accounting firm, as stated in their report, which is included herein.

Changes in Internal Control Over Financial Reporting

There have not been any changes in our internal control over financial reporting (as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act) that occurred during the fiscal quarter ended December 31, 2014, that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

Item 9B. *Other Information*

None.

PART III

Item 10. ***Directors, Executive Officers and Corporate Governance***

Incorporated by reference from the information in the Company's proxy statement for the 2015 annual meeting of stockholders, which the Company intends to file within 120 days after the end of the fiscal year to which this annual report on Form 10-K relates.

Item 11. ***Executive Compensation***

Incorporated by reference from the information in the Company's proxy statement for the 2015 annual meeting of stockholders, which the Company intends to file within 120 days after the end of the fiscal year to which this annual report on Form 10-K relates.

Item 12. ***Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters***

Incorporated by reference from the information in the Company's proxy statement for the 2015 annual meeting of stockholders, which the Company intends to file within 120 days after the end of the fiscal year to which this annual report on Form 10-K relates.

Item 13. ***Certain Relationships and Related Transactions, and Director Independence***

Incorporated by reference from the information in the Company's proxy statement for the 2015 annual meeting of stockholders, which the Company intends to file within 120 days after the end of the fiscal year to which this annual report on Form 10-K relates.

Item 14. ***Principal Accountant Fees and Services***

Incorporated by reference from the information in the Company's proxy statement for the 2015 annual meeting of stockholders, which the Company intends to file within 120 days after the end of the fiscal year to which this annual report on Form 10-K relates.

PART IV

Item 15. ***Exhibits and Financial Statement Schedules***

(a)

1. Financial Statements

The following financial statements are filed as part of this annual report:

2. Financial Statement Schedules

Financial statement schedules are not submitted because they are not applicable, not required or the information is included in our consolidated financial statements.

3. Exhibits

The attached list of exhibits in the "Exhibit Index" immediately preceding the exhibits to this annual report is incorporated herein by reference in response to this item.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SS&C TECHNOLOGIES HOLDINGS, INC.

By: /s/ William C. Stone
William C. Stone
Chairman of the Board and Chief Executive Officer

Date: February 26, 2015

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Signatures	Title	Date
/s/ William C. Stone William C. Stone	Chairman of the Board and Chief Executive Officer (Principal Executive Officer)	February 26, 2015
/s/ Patrick J. Pedonti Patrick J. Pedonti	Senior Vice President and Chief Financial Officer (Principal Financial and Accounting Officer)	February 26, 2015
/s/ Normand A. Boulanger Normand A. Boulanger	Director	February 26, 2015
/s/ William A. Etherington William A. Etherington	Director	February 26, 2015
/s/ Allan M. Holt Allan M. Holt	Director	February 26, 2015
/s/ Michael E. Daniels Michael E. Daniels	Director	February 26, 2015
/s/ Jonathan E. Michael Jonathan E. Michael	Director	February 26, 2015
/s/ David A. Varsano David A. Varsano	Director	February 26, 2015
/s/ Michael J. Zamkow Michael J. Zamkow	Director	February 26, 2015

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders of SS&C Technologies Holdings, Inc.:

In our opinion, the consolidated financial statements listed in the index appearing under Item 15(a)(1) present fairly, in all material respects, the financial position of SS&C Technologies Holdings, Inc. and its subsidiaries at December 31, 2014 and 2013, and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2014 in conformity with accounting principles generally accepted in the United States of America. Also in our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2014, based on criteria established in *Internal Control—Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). The Company's management is responsible for these financial statements, for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the Report of Management on Internal Control over Financial Reporting appearing under Item 9A. Our responsibility is to express opinions on these financial statements and on the Company's internal control over financial reporting based on our integrated audits. We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement and whether effective internal control over financial reporting was maintained in all material respects. Our audits of the financial statements included examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

As described in the Report of Management on Internal Control Over Financial Reporting, management has excluded DST Global Solutions Ltd. and DST Global Solutions LLC (DSTGS) from its assessment of internal control over financial reporting as of December 31, 2014 because it was acquired by the Company in a purchase business combination during 2014. We have also excluded DSTGS from our audit of internal control over financial reporting. DSTGS and its related entities are wholly-owned subsidiaries of the Company whose total assets and total revenues each represent 1% of the related consolidated financial statement amounts as of and for the year ended December 31, 2014.

/s/ PricewaterhouseCoopers LLP

Hartford, Connecticut
February 26, 2015

SS&C TECHNOLOGIES HOLDINGS, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

	December 31, 2014	December 31, 2013
	(In thousands, except per share data)	
ASSETS		
Current assets:		
Cash	$ 109,577	$ 84,470
Accounts receivable, net of allowance for doubtful accounts of $2,241 and $2,500, respectively	94,359	91,221
Prepaid expenses and other current assets	14,927	16,567
Prepaid income taxes	11,857	19,932
Deferred income taxes	2,975	6,526
Restricted cash	1,477	2,460
Total current assets	235,172	221,176
Property, plant and equipment:		
Land	2,655	2,655
Building and improvements	28,521	30,053
Equipment, furniture, and fixtures	79,564	65,977
	110,740	98,685
Less: accumulated depreciation	(56,463)	(46,988)
Net property, plant and equipment	54,277	51,697
Deferred income taxes	1,135	1,077
Goodwill	1,573,227	1,541,386
Intangible and other assets, net of accumulated amortization of $416,708 and $338,888, respectively	421,511	459,988
Total assets	$ 2,285,322	$ 2,275,324
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Current portion of long-term debt (Note 6)	$ 20,470	$ 23,212
Accounts payable	12,004	8,368
Income taxes payable	1,116	2,169
Accrued employee compensation and benefits	53,975	44,664
Deferred taxes	110	—
Other accrued expenses	30,666	26,028
Deferred maintenance and other revenue	73,254	62,561
Total current liabilities	191,595	167,002
Long-term debt, net of current portion (Note 6)	618,435	751,295
Other long-term liabilities	26,446	14,913
Deferred income taxes	102,176	110,406
Total liabilities	938,652	1,043,616
Commitments and contingencies (Note 13)		
Stockholders' equity (Notes 2 and 4):		
Common stock:		
Class A non-voting common stock, $0.01 par value per share, 5,000 shares authorized; 2,704 shares issued and outstanding	27	27
Common stock, $0.01 par value per share, 100,000 shares authorized; 82,268 shares and 80,478 shares issued, respectively, and 81,482 shares and 79,967 shares outstanding, respectively, of which 17 and 25 are unvested, respectively	822	804
Additional paid-in capital	964,845	913,816
Accumulated other comprehensive income	(15,121)	30,374
Retained earnings	414,082	293,449
	1,364,655	1,238,470
Less: cost of common stock in treasury, 786 and 511 shares, respectively	(17,985)	(6,762)
Total stockholders' equity	1,346,670	1,231,708
Total liabilities and stockholders' equity	$ 2,285,322	$ 2,275,324

The accompanying notes are an integral part of these consolidated financial statements.

SS&C TECHNOLOGIES HOLDINGS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Year Ended December 31,		
	2014	2013	2012
	(In thousands, except per share data)		
Revenues:			
Software-enabled services	$592,528	$552,565	$406,477
Software licenses	36,339	28,687	22,466
Maintenance	105,598	103,409	93,760
Professional services	33,396	28,041	29,139
Total revenues	767,861	712,702	551,842
Cost of revenues:			
Software-enabled services	342,625	322,719	234,214
Software licenses	3,701	5,302	6,336
Maintenance	41,254	41,046	40,394
Professional services	23,151	19,733	18,973
Total cost of revenues	410,731	388,800	299,917
Gross profit	357,130	323,902	251,925
Operating expenses:			
Selling and marketing	48,592	41,885	33,858
Research and development	57,287	53,862	45,779
General and administrative	50,879	45,187	34,797
Transaction costs	—	—	14,275
Total operating expenses	156,758	140,934	128,709
Operating income	200,372	182,968	123,216
Interest income	1,705	1,116	417
Interest expense	(27,177)	(42,395)	(32,918)
Other income (expense), net	2,754	3,498	(15,875)
Loss on extinguishment of debt	—	—	(4,355)
Income before income taxes	177,654	145,187	70,485
Provision for income taxes (Note 5)	46,527	27,292	24,665
Net income	$131,127	$117,895	$ 45,820
Basic earnings per share	$ 1.57	$ 1.45	$ 0.59
Basic weighted average number of common shares outstanding	83,314	81,195	78,321
Diluted earnings per share	$ 1.50	$ 1.38	$ 0.55
Diluted weighted average number of common and common equivalent shares outstanding	87,331	85,616	82,888
Net income	$131,127	$117,895	$ 45,820
Other comprehensive (loss) income, net of tax:			
Foreign currency exchange translation adjustment	(45,495)	(21,144)	26,105
Total comprehensive (loss) income, net of tax	(45,495)	(21,144)	26,105
Comprehensive income	$ 85,632	$ 96,751	$ 71,925

The accompanying notes are an integral part of these consolidated financial statements.

SS&C TECHNOLOGIES HOLDINGS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year Ended December 31,		
	2014	2013	2012
		(In thousands)	
Cash flow from operating activities:			
Net income	$ 131,127	$ 117,895	$ 45,820
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization	99,831	99,780	75,814
Stock-based compensation expense	11,483	8,386	5,590
Income tax benefit related to exercise of stock options	(15,454)	(24,194)	(3,531)
Amortization and write-offs of loan origination costs	5,839	5,830	9,215
Loss on sale or disposition of property and equipment	687	317	13
Deferred income taxes	(13,583)	(11,069)	(6,350)
Provision for doubtful accounts	610	666	413
Changes in operating assets and liabilities, excluding effects from acquisitions:			
Accounts receivable	3,902	814	(14,051)
Prepaid expenses and other current assets	(6,419)	(4,695)	7,579
Accounts payable	1,525	(4,032)	1,835
Accrued expenses	10,140	1,695	3,015
Income taxes prepaid and payable	21,560	18,060	5,039
Deferred maintenance and other revenue	1,284	(1,184)	4,021
Net cash provided by operating activities	252,532	208,269	134,422
Cash flow from investing activities:			
Additions to property and equipment	(15,040)	(11,921)	(17,187)
Proceeds from sale of property and equipment	42	67	374
Cash paid for business acquisitions, net of cash acquired (Note 12)	(86,911)	(3,657)	(967,149)
Additions to capitalized software	(3,517)	(2,399)	(1,105)
Net changes in restricted cash	983	—	—
Other	—	—	87
Net cash used in investing activities	(104,443)	(17,910)	(984,980)
Cash flow from financing activities:			
Cash received from debt borrowings	75,000	—	1,304,037
Repayments of debt	(212,000)	(239,000)	(425,600)
Proceeds from exercise of stock options	24,110	27,817	14,354
Payment of contingent consideration	(500)	—	(1,800)
Income tax benefit related to exercise of stock options	15,454	24,194	3,531
Purchase of common stock for treasury	(11,223)	(943)	—
Payment of fees related to refinancing activities	(512)	(1,917)	—
Common stock dividends	(10,494)	—	—
Net cash (used in) provided by financing activities	(120,165)	(189,849)	894,522
Effect of exchange rate changes on cash	(2,817)	(2,200)	1,878
Net increase (decrease) in cash	25,107	(1,690)	45,842
Cash, beginning of period	84,470	86,160	40,318
Cash, end of period	$ 109,577	$ 84,470	$ 86,160
Supplemental disclosure of cash paid for:			
Interest	$ 21,330	$ 36,551	$ 29,550
Income taxes, net of refunds	$ 33,414	$ 21,584	$ 28,817

Supplemental disclosure of non-cash investing activities:

See Note 12 for a discussion of acquisitions.

The accompanying notes are an integral part of these consolidated financial statements.

SS&C TECHNOLOGIES HOLDINGS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY FOR THE YEARS ENDED DECEMBER 31, 2014, 2013 AND 2012

	Class A Common Stock		Common Stock						
	Number of Issued Shares	Amount	Number of Issued Shares	Amount	Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock	Total Stockholders' Equity
					(In thousands)				
Balance, at December 31, 2011	1,429	$ 14	76,723	$ 767	$ 829,994	$129,734	$ 25,413	$ (5,819)	$ 980,103
Net income	—	—	—	—	—	45,820	—	—	45,820
Foreign exchange translation adjustment	—	—	—	—	—	—	26,105	—	26,105
Stock-based compensation expense	—	—	—	—	5,590	—	—	—	5,590
Exercise of options	—	—	1,418	14	14,340	—	—	—	14,354
Income tax benefit related to exercise of stock options	—	—	—	—	3,531	—	—	—	3,531
Balance, at December 31, 2012	1,429	$ 14	78,141	$ 781	$ 853,455	$175,554	$ 51,518	$ (5,819)	$ 1,075,503
Net income	—	—	—	—	—	117,895	—	—	117,895
Foreign exchange translation adjustment	—	—	—	—	—	—	(21,144)	—	(21,144)
Stock-based compensation expense	—	—	—	—	8,386	—	—	—	8,386
Exercise of options	1,275	13	2,312	23	27,781	—	—	—	27,817
Income tax benefit related to exercise of stock options	—	—	—	—	24,194	—	—	—	24,194
Issuance of common stock	—	—	25	—	—	—	—	—	—
Purchase of common stock	—	—	—	—	—	—	—	(943)	(943)
Balance, at December 31, 2013	2,704	$ 27	80,478	$ 804	$ 913,816	$293,449	$ 30,374	$ (6,762)	$ 1,231,708
Net income	—	—	—	—	—	131,127	—	—	131,127
Foreign exchange translation adjustment	—	—	—	—	—	—	(45,495)	—	(45,495)
Stock-based compensation expense	—	—	—	—	11,483	—	—	—	11,483
Exercise of options	—	—	1,790	18	24,092	—	—	—	24,110
Income tax benefit related to exercise of stock options	—	—	—	—	15,454	—	—	—	15,454
Cash dividends declared—$0.125 per share (Note 4)	—	—	—	—	—	(10,494)	—	—	(10,494)
Purchase of common stock	—	—	—	—	—	—	—	(11,223)	(11,223)
Balance, at December 31, 2014	2,704	$ 27	82,268	$ 822	$ 964,845	$414,082	$ (15,121)	$(17,985)	$ 1,346,670

The accompanying notes are an integral part of these consolidated financial statements.

SS&C TECHNOLOGIES HOLDINGS, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

SS&C Technologies Holdings, Inc., or "Holdings", is our top-level holding company. SS&C Technologies, Inc., or "SS&C," is our primary operating company and a wholly-owned subsidiary of SS&C Technologies Holdings, Inc. The "Company" means SS&C Technologies Holdings, Inc. and its consolidated subsidiaries, including SS&C.

1. Organization

The Company provides software products and software-enabled services to the financial services industry, primarily in North America. The Company also has operations in Europe, Asia, Australia and Africa. The Company's portfolio of over 80 products and software-enabled services allows its clients to automate and integrate front-office functions such as trading and modeling, middle-office functions such as portfolio management and reporting, and back-office functions such as accounting, performance measurement, reconciliation, reporting, processing and clearing. The Company provides its products and related services in eight vertical markets in the financial services industry:

1. Alternative investments;
2. Insurance and pension funds;
3. Asset and wealth management;
4. Financial institutions;
5. Commercial lenders;
6. Real estate property management;
7. Municipal finance; and
8. Financial markets.

2. Summary of Significant Accounting Policies

Use of Estimates

The preparation of the consolidated financial statements in conformity with generally accepted accounting principles ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Estimates are used for, but not limited to, collectability of accounts receivable, costs to complete certain contracts, valuation of acquired assets and liabilities, valuation of stock options, income tax accruals and the value of deferred tax assets. Estimates are also used to determine the remaining economic lives and carrying value of fixed assets, goodwill and intangible assets. Actual results could differ from those estimates.

Principles of Consolidation

The consolidated financial statements include the accounts of the Company and its subsidiaries. All significant accounts, transactions and profits between the consolidated companies have been eliminated in consolidation. Unconsolidated investments in entities over which the Company does not have control but has the ability to exercise influence over operating and financial policies, if any, are accounted for under the equity method of accounting. Earnings and losses from such investments are recorded on a pre-tax basis, if any.

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Revenue Recognition

The Company's payment terms for software licenses typically require that the total fee be paid upon signing of the contract. Maintenance services are typically due in full at the beginning of the maintenance period. Professional services and software-enabled services are typically due and payable monthly in arrears. Normally, the Company's arrangements do not provide for any refund rights, and payments are not contingent on specific milestones or customer acceptance conditions. For arrangements that do contain such provisions, the Company defers revenue until the rights or conditions have expired or have been met.

Unbilled accounts receivable primarily relates to professional services and software-enabled services revenue that has been earned as of month end but is not invoiced until the subsequent month, and to software license revenue that has been earned and is realizable but not invoiced to clients until future dates specified in the client contract.

Deferred revenue consists of payments received related to product delivery, maintenance and other services, which have been paid by customers prior to the recognition of revenue. Deferred revenue relates primarily to cash received for maintenance contracts in advance of services being performed over the contractual term.

Software-enabled Services Revenue

The Company's software-enabled services arrangements make its software applications available to its clients for processing of transactions. The software-enabled services arrangements provide an alternative for clients who do not wish to install, run and maintain complicated financial software. Under the arrangements, the client does not have the right to take possession of the software, rather, the Company agrees to provide access to its applications, remote use of its equipment to process transactions, access to client's data stored on its equipment, and connectivity between its environment and the client's computing systems. Software-enabled services are generally provided under non-cancelable contracts with initial terms of one to five years that require monthly or quarterly payments, and are subject to automatic annual renewal at the end of the initial term unless terminated by either party.

The Company recognizes software-enabled services revenues on a monthly basis as the software-enabled services are provided and when pervasive evidence of an arrangement exists, the price is fixed or determinable and collectability is reasonably assured. The Company does not recognize any revenue before services are performed. Certain contracts contain additional fees for increases in market value, pricing and trading activity. Revenues related to these additional fees are recognized in the month in which the activity occurs based upon the Company's summarization of account information and trading volume.

Software Licenses Revenue

The Company follows the principles of accounting standards relating to software revenue recognition, which provide guidance on applying GAAP in recognizing revenue on software transactions. Accounting standards require that revenue recognized from software transactions be allocated to each element of the transaction based on the relative fair values of the elements, such as software products, specified upgrades, enhancements, post-contract client support, installation or training. The determination of fair value is based upon vendor-specific objective evidence ("VSOE"). The Company recognizes software licenses revenues allocated to software products and enhancements generally upon delivery of each of the related products or enhancements, assuming all other revenue recognition criteria are met. In the rare occasion that a software license agreement includes the right to a specified upgrade or product, the Company defers all revenues under the arrangement until the specified upgrade or product is delivered, since typically VSOE does not exist to support the fair value of the specified upgrade or product.

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The Company generally recognizes revenue from sales of software or products including proprietary software upon product shipment and receipt of a signed contract, provided that collection is probable and all other revenue recognition criteria are met. The Company sells perpetual software licenses in conjunction with professional services for installation and maintenance. For these arrangements, the total contract value is attributed first to the maintenance arrangement based on its fair value, which is derived from stated renewal rates. The contract value is then attributed to professional services based on estimated fair value, which is derived from the rates charged for similar services provided on a stand-alone basis. The Company's software license agreements generally do not require significant modification or customization of the underlying software, and, accordingly, implementation services provided by the Company are not considered essential to the functionality of the software. The remainder of the total contract value is then attributed to the software license based on the residual method.

The Company also sells term licenses ranging from one to seven years, some of which include bundled maintenance services. For those arrangements with bundled maintenance services, VSOE does not exist for the maintenance element and therefore the total fee is recognized ratably over the contractual term of the arrangement. The Company classifies revenues from bundled term license arrangements as both software licenses and maintenance revenues by allocating a portion of the revenues from the arrangement to maintenance revenues and classifying the remainder in software licenses revenues. The Company uses its renewal rates for maintenance under perpetual license agreements for the purpose of determining the portion of the arrangement fee that is classified as maintenance revenues.

The Company occasionally enters into license agreements requiring significant customization of the Company's software. The Company accounts for the license fees under these agreements on the percentage-of-completion basis. This method requires estimates to be made for costs to complete the agreement utilizing an estimate of development man-hours remaining. Revenue is recognized each period based on the hours incurred to date compared to the total hours expected to complete the project. Due to uncertainties inherent in the estimation process, it is at least reasonably possible that completion costs may be revised. Such revisions are recognized in the period in which the revisions are determined. Provisions for estimated losses on uncompleted contracts are determined on a contract-by-contract basis, and are made in the period in which such losses are first estimated or determined.

Maintenance Revenue Agreements

Maintenance agreements generally require the Company to provide technical support and software updates (on a when-and-if-available basis) to its clients. Such services are generally provided under one-year renewable contracts. Maintenance revenues are recognized ratably over the term of the maintenance agreement.

Professional Services Revenue

The Company provides consulting and training services to its clients. Revenues for such services are generally recognized over the period during which the services are performed. The Company typically charges for professional services on a time-and-materials basis. However, some contracts are for a fixed fee. For the fixed-fee arrangements, an estimate is made of the total hours expected to be incurred to complete the project. Due to uncertainties inherent in the estimation process, it is at least reasonably possible that completion costs may be revised. Such revisions are recognized in the period in which the revisions are determined. Revenues are recognized each period based on the hours incurred to date compared to the total hours expected to complete the project.

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Research and Development

Research and development costs associated with computer software are charged to expense as incurred. Capitalization of internally developed computer software costs begins upon the establishment of technological feasibility based on a working model. Net capitalized software costs of $4.2 million and $3.5 million are included in the December 31, 2014 and 2013 balance sheets, respectively, under "Intangible and other assets".

The Company's policy is to amortize these costs upon a product's general release to the client. Amortization of capitalized software costs is calculated by the greater of (a) the ratio that current gross revenues for a product bear to the total of current and anticipated future gross revenues for that product or (b) the straight-line method over the remaining estimated economic life of the product, including the period being reported on, typically two to five years. It is reasonably possible that those estimates of anticipated future gross revenues, the remaining estimated economic life of the product, or both could be reduced significantly due to competitive pressures. Amortization expense related to capitalized software development costs was $1.8 million, $1.0 million, and $0.5 million for each of the years ended December 31, 2014, 2013, and 2012, respectively.

Stock-based Compensation

Using the fair value recognition provisions of relevant accounting literature, stock-based compensation cost is measured at the grant date based on the estimated fair value of the award and is recognized as expense over the appropriate service period. Determining the fair value of stock-based awards requires considerable judgment, including estimating the expected term of stock options, expected volatility of the Company's stock price, and the number of awards expected to be forfeited. Differences between actual results and these estimates could have a material effect on the Company's financial results. A deferred income tax asset is recorded over the vesting period as stock compensation expense is recorded for non-qualified option awards. The realizability of the deferred tax asset is ultimately based on the actual value of the stock-based award upon exercise. If the actual value is lower than the fair value determined on the date of grant, then there could be an income tax expense for the portion of the deferred tax asset that is not realizable.

Other Income (Expense), Net

Other income, net for 2014 consists primarily of foreign currency transaction gains of $2.9 million. The gains were partially offset by an increase of $0.4 million to the contingent consideration liability for the acquisition of Prime Management Limited ("Prime"). Other income, net for 2013 consists primarily of foreign currency transaction gains of $3.4 million. Other expense, net for 2012 consists primarily of foreign currency transaction losses of $12.4 million and a loss of $3.8 million recorded on foreign currency contracts associated with the acquisition of GlobeOp Financial Services, S.A. ("GlobeOp"), which is discussed further in Note 12. These losses were partially offset by a reduction of the Company's remaining contingent consideration liability associated with the BenefitsXML, Inc. acquisition from $0.3 million to $0.

Income Taxes

The Company accounts for income taxes in accordance with the relevant accounting literature. An asset and liability approach is used to recognize deferred tax assets and liabilities for the future tax consequences of items that are recognized in the Company's financial statements and tax returns in different years. A valuation allowance is established against net deferred tax assets if, based on the weight of available evidence, it is more likely than not that some or all of the net deferred tax assets will not be realized.

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The Company accounts for uncertain tax positions using a two-step approach. The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes, if any. The second step is to measure the tax benefit as the largest amount which is more than 50% likely of being realized upon ultimate settlement. The Company considers many factors when evaluating and estimating its tax positions and tax benefits, which may require periodic adjustments and which may not accurately forecast actual outcomes.

Cash and Cash Equivalents

The Company considers all highly liquid marketable securities with original maturities of three months or less at the date of acquisition to be cash equivalents. The Company did not hold any cash equivalents at December 31, 2014 and 2013.

Restricted Cash

Restricted cash includes monies held by a bank as security for letters of credit issued due to lease requirements for office space. The letter of credits are expected to be renewed within the next twelve months, and as such, the restricted cash is classified as a current asset on the Consolidated Balance Sheet. Additionally, movements of restricted cash are included in other investing activities on the Consolidated Statement of Cash Flows.

Property, Plant and Equipment

Property, plant and equipment are stated at cost. Depreciation of property, plant and equipment is calculated using a combination of straight-line and accelerated methods over the estimated useful lives of the assets as follows:

Description	Useful Life
Land	—
Buildings and improvements	40 years
Equipment and software	3-5 years
Furniture and fixtures	7-10 years
Leasehold improvements	Shorter of lease term or estimated useful life

Depreciation expense for the years ended December 31, 2014, 2013 and 2012 was $14.3 million, $14.7 million and $10.7 million, respectively.

Maintenance and repairs are expensed as incurred. The costs of sold or retired assets are removed from the related asset and accumulated depreciation accounts and any gain or loss is included in other income (expense), net.

Goodwill and Intangible Assets

The Company tests goodwill annually for impairment as of December 31st (and in interim periods if certain events occur or circumstances change that would more likely than not reduce the fair value of a reporting unit below its carrying amount). The Company has completed the required impairment tests for goodwill and has determined that no impairment existed as of December 31, 2014 or 2013. The first step of the impairment analysis, which is based on our reporting unit structure, indicated that the fair value significantly exceeded the carrying value at December 31, 2014. There were no other indefinite-lived intangible assets as of December 31, 2014 or 2013.

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The following table summarizes changes in goodwill (in thousands):

Balance at December 31, 2012	1,559,607
2013 acquisitions	910
Adjustments to previous acquisitions	(202)
Income tax benefit on rollover options exercised	(3,567)
Effect of foreign currency translation	(15,362)
Balance at December 31, 2013	1,541,386
2014 acquisition	66,511
Effect of foreign currency translation	(34,670)
Balance at December 31, 2014	$1,573,227

Completed technology and other identifiable intangible assets are amortized over lives ranging from three to 17 years based on the ratio that current cash flows for the intangible asset bear to the total of current and expected future cash flows for the intangible asset. Amortization expense associated with completed technology and other amortizable intangible assets was $83.7 million, $84.1 million and $64.6 million for the years ended December 31, 2014, 2013 and 2012, respectively.

A summary of the components of intangible assets is as follows (in thousands):

	December 31,	
	2014	2013
Customer relationships	$ 604,638	$ 599,186
Completed technology	154,043	122,758
Trade names	39,876	36,072
Other	2,774	2,887
	801,331	760,903
Less: accumulated amortization	(412,897)	(336,712)
	$ 388,434	$ 424,191

Total estimated amortization expense, related to intangible assets, for each of the next five years, as of December 31, 2014, is expected to approximate (in thousands):

Year Ending December 31,	
2015	$ 87,466
2016	78,591
2017	60,187
2018	53,906
2019	44,041
	$324,191

Impairment of Long-Lived Assets

The Company evaluates the recoverability of its long-lived assets when there is evidence that events or changes in circumstances have made recovery of the assets' carrying value unlikely. An impairment loss would

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be recognized when the sum of the expected future undiscounted net cash flows is less than the carrying amount of the asset. The Company has identified no such impairment losses in the years ended December 31, 2014 and 2013.

Concentration of Credit Risk

Financial instruments, which potentially subject the Company to concentrations of credit risk, consist principally of cash, cash equivalents, marketable securities, and trade receivables. The Company has cash investment policies that limit investments to investment grade securities. Concentrations of credit risk, with respect to trade receivables, are limited due to the fact that the Company's client base is highly diversified. As of December 31, 2014 and 2013, the Company had no significant concentrations of credit.

International Operations and Foreign Currency

The functional currency of each foreign subsidiary is the local currency. Accordingly, assets and liabilities of foreign subsidiaries are translated to U.S. dollars at period-end exchange rates, and capital stock accounts are translated at historical rates. Revenues and expenses are translated using the average rates during the period. The resulting translation adjustments are excluded from net earnings and accumulated as a separate component of stockholders' equity. Foreign currency transaction gains and losses are included within other income (expense) in the results of operations in the periods in which they occur.

Comprehensive Income

Items defined as comprehensive income, such as foreign currency translation adjustments, are separately classified in the financial statements. The accumulated balance of other comprehensive income is reported separately from retained earnings and additional paid-in capital in the equity section of the Consolidated Balance Sheet. Total comprehensive income consists of net income and other accumulated comprehensive income disclosed in the equity section of the Consolidated Balance Sheet.

Recent Accounting Pronouncements

In August 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2014-15, Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern ("ASU 2014-15"). This ASU establishes specific guidance to an organization's management on their responsibility to evaluate whether there is substantial doubt about the organization's ability to continue as a going concern. The provisions of ASU 2014-15 are effective for interim and annual periods beginning after December 15, 2016. This ASU is not expected to have an impact on the Company's financial position, results of operations or cash flows.

In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers (Topic 606) ("ASU 2014-09"). The objective of ASU 2014-09 is to clarify the principles for recognizing revenue by removing inconsistencies and weaknesses in revenue requirements; providing a more robust framework for addressing revenue issues; improving comparability of revenue recognition practices across entities, industries, jurisdictions and capital markets; and providing more useful information to users of financial statements through improved revenue disclosure requirements. The provisions of ASU 2014-09 are effective for interim and annual periods beginning after December 15, 2016. The Company is currently evaluating the impact of this standard on its financial position, results of operations and cash flows.

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In July 2013, the FASB issued ASU No. 2013-11, Income Taxes (Topic 740) – Presentation of an Unrecognized Tax Benefit When a Net Operating Loss Carryforward, a Similar Tax Loss, or a Tax Credit Carryforward Exists ("ASU 2013-11"). The objective of ASU 2013-11 is to end some inconsistent practices with regard to the presentation on the balance sheet of unrecognized tax benefits. ASU 2013-11 is effective for financial statement periods beginning after December 15, 2013, with early adoption permitted. The adoption of this standard in the first quarter of 2014 did not have a material impact on the Company's financial position, results of operations or cash flows.

Basic and Diluted Earnings per Share

Earnings per share ("EPS") is calculated in accordance with the relevant standards. Basic EPS includes no dilution and is computed by dividing income available to the Company's common stockholders by the weighted average number of common shares outstanding during the period. Diluted EPS is computed by dividing net income by the weighted average number of common and common equivalent shares outstanding during the period. Common equivalent shares consist of stock options and restricted stock using the treasury stock method. Common equivalent shares are excluded from the computation of diluted earnings per share if the effect of including such common equivalent shares is anti-dilutive because their total assumed proceeds exceed the average fair value of common stock for the period. The Company has two classes of common stock, each with identical participation rights to earnings and liquidation preferences, and therefore the calculation of EPS as described above is identical to the calculation under the two-class method.

The following table sets forth the weighted average common shares used in the computation of basic and diluted EPS (in thousands):

	Year Ended December 31,		
	2014	2013	2012
Weighted average common shares outstanding — used in calculation of basic EPS	83,314	81,195	78,321
Weighted average common stock equivalents — options and restricted shares	4,017	4,421	4,567
Weighted average common and common equivalent shares outstanding — used in calculation of diluted EPS	87,331	85,616	82,888

Options to purchase 1,841,840, 133,598 and 703,446 shares were outstanding for the years ended December 31, 2014, 2013 and 2012, respectively, but were not included in the computation of diluted EPS because the effect of including the options would be anti-dilutive.

3. Accounts Receivable, net

Accounts receivable are as follows (in thousands):

	December 31,	
	2014	2013
Accounts receivable	$58,223	$57,634
Unbilled accounts receivable	38,377	36,087
Allowance for doubtful accounts	(2,241)	(2,500)
Total accounts receivable, net	$94,359	$91,221

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The following table represents the activity for the allowance for doubtful accounts during the years ended December 31, 2014, 2013 and 2012 (in thousands):

Allowance for Doubtful Accounts:	Year Ended December 31, 2014	2013	2012
Balance at beginning of period	$2,500	$2,359	$2,006
Charge to costs and expenses	610	666	413
Write-offs, net of recoveries	(785)	(510)	(400)
Other adjustments	(84)	(15)	340
Balance at end of period	$2,241	$2,500	$2,359

Management establishes the allowance for doubtful accounts based on historical bad debt experience. In addition, management analyzes client accounts, client concentrations, client creditworthiness, current economic trends and changes in the client's payment terms when evaluating the adequacy of the allowance for doubtful accounts.

4. Stockholders' Equity

At December 31, 2014, 100,000,000 shares of common stock were authorized and 82,268,722 and 81,482,283 shares of common stock were issued and outstanding, respectively, of which 17,188 were unvested. At December 31, 2013, 100,000,000 shares of common stock were authorized and 80,478,620 and 79,966,907 shares of common stock were issued and outstanding, respectively, of which 25,000 were unvested.

At December 31, 2014 and 2013, 5,000,000 shares of Class A non-voting common stock were authorized and 2,703,846 were issued and outstanding.

In November 2014, the Company's Board of Directors authorized the continued repurchase of up to $200 million of the Company's common stock on the open market or in privately negotiated transactions. Under the repurchase programs, the Company purchased a total of 274,726 shares for approximately $11.2 million during the year ended December 31, 2014 and a total of 23,900 shares for approximately $0.9 million during the year ended December 31, 2013. The Company uses the cost method to account for treasury stock purchases. Under the cost method, the price paid for the stock is charged to the treasury stock account.

The following table summarizes information about quarterly share repurchases:

	Fiscal 2014 Price Range			Fiscal 2013 Price Range		
Quarter	Shares	High	Low	Shares	High	Low
First	90,226	$39.99	$38.06	—	$ —	$ —
Second	95,800	44.48	39.04	—	—	—
Third	88,700	43.95	42.72	—	—	—
Fourth	—	—	—	23,900	40.00	39.33
Total	274,726	$44.48	$38.06	23,900	$40.00	$39.33

Also in November 2014, the Company's Board of Directors adopted a quarterly dividend policy under which it intends to declare quarterly cash dividends on shares of its common stock and Class A non-voting common stock in the amount of $0.125 per share. The first quarterly cash dividend was declared and subsequently paid on December 15, 2014 to stockholders of record as of the close of business on December 1, 2014.

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5. Income Taxes

The sources of income before income taxes were as follows (in thousands):

	Year Ended December 31,		
	2014	2013	2012
U.S.	$124,032	$ 90,332	$50,710
Foreign	53,622	54,855	19,775
Income before income taxes	$177,654	$145,187	$70,485

The income tax provision consists of the following (in thousands):

	Year Ended December 31,		
	2014	2013	2012
Current:			
Federal	$ 36,877	$ 24,634	$13,690
Foreign	13,603	6,339	12,169
State	9,630	6,502	5,156
Total	60,110	37,475	31,015
Deferred:			
Federal	(9,697)	(6,986)	(3,085)
Foreign	(5,318)	(987)	(3,649)
State	1,432	(2,210)	384
Total	(13,583)	(10,183)	(6,350)
Total	$ 46,527	$ 27,292	$24,665

The reconciliation between the expected tax expense and the actual tax provision is computed by applying the U.S. federal corporate income tax rate of 35% to income before income taxes as follows (in thousands):

	Year Ended December 31,		
	2014	2013	2012
Computed "expected" tax expense	$ 62,179	$ 50,816	$24,670
Increase (decrease) in income tax expense resulting from:			
State income taxes (net of federal income tax benefit)	7,888	2,751	2,097
Foreign operations	(26,232)	(17,942)	(4,693)
Rate change impact on tax liabilities	—	(2,679)	(2,367)
Effect of valuation allowance	1,351	785	3,525
Uncertain tax positions	3,262	(2,791)	(193)
Tax credits	(993)	(3,325)	—
Non-deductible transaction costs	—	—	1,723
Other	(928)	(323)	(97)
Provision for income taxes	$ 46,527	$ 27,292	$24,665

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The components of deferred income taxes at December 31, 2014 and 2013 are as follows (in thousands):

	2014		2013	
	Deferred Tax Assets	Deferred Tax Liabilities	Deferred Tax Assets	Deferred Tax Liabilities
Deferred compensation	$ 13,956	$ —	$13,291	$ —
Net operating loss carryforwards	11,788	—	5,813	—
Tax credit carryforwards	4,771	—	8,535	—
Accrued expenses	4,236	—	1,704	—
Impaired investment interest	842	—	829	—
Customer relationships	—	71,557	—	86,562
Other intangible assets	—	29,403	—	24,923
Trade names	—	5,772	—	5,831
Unremitted foreign earnings	—	5,709	—	5,745
Acquired technology	—	5,295	—	1,365
Property and equipment	—	3,031	—	4,115
Other	—	383	611	—
Total	35,593	121,150	30,783	128,541
Valuation allowance	(12,619)	—	(5,045)	—
Total	$ 22,974	$121,150	$25,738	$128,541

At December 31, 2014 and 2013, the Company had accrued deferred income taxes of $5.7 million on its unremitted earnings of its Canadian subsidiary. The Company had not accrued deferred income taxes on unremitted earnings of any of its other non-U.S. subsidiaries. The earnings were approximately $76.8 million as of December 31, 2014. It is not practicable to estimate the amount of tax that would be payable upon repatriation of the earnings as such earnings are expected to be permanently reinvested overseas.

At December 31, 2014, the Company had foreign net operating loss carryforwards of $46.3 million, of which $46.1 million can be carried forward indefinitely. The remaining $0.2 million will begin to expire in 2016. The Company had domestic state net operating loss carryforwards of $0.1 million, which will begin to expire in 2031.

At December 31, 2014, the Company had tax credit carryforwards of $4.8 million relating to domestic and foreign jurisdictions, of which $3.8 million relate to domestic tax credits that are expected to be utilized before they begin to expire in 2015 and $1.0 million relate to alternative minimum tax credit carryforwards at the Company's India operations that are expected to be utilized before they begin to expire in 2022.

The Company has recorded valuation allowances of $12.6 million at December 31, 2014 related to certain foreign net operating loss carryforwards and $5.0 million at December 31, 2013 related to certain foreign net operating loss and tax credit carryforwards. The change in the valuation allowance is primarily due to a valuation allowance recorded on acquired net operating loss carryforwards.

The Company operates under tax holidays in some foreign jurisdictions, which begin to expire in 2017. The availability of the tax holidays are subject to fulfillment of certain conditions. The impact of the tax holidays decreased foreign taxes by $0.6 million, which had a benefit of $0.01 per share (diluted) for the year ended December 31, 2014.

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The following table summarizes the activity related to the Company's unrecognized tax benefits for the years ended December 31, 2014 and 2013 (in thousands):

Balance at January 1, 2013	$ 7,832
Increases related to current year tax positions	4,693
Increases related to prior tax positions	265
Lapse in statute of limitation	(4,850)
Foreign exchange translation adjustment	(300)
Balance at December 31, 2013	7,640
Increases related to current year tax positions	3,668
Decreases related to prior tax positions	(68)
Increases related to acquired tax positions	4,606
Lapse in statute of limitation	—
Foreign exchange translation adjustment	(189)
Balance at December 31, 2014	$15,657

The Company accrued potential penalties and interest on the unrecognized tax benefits of $0.3 million and $0.1 million during 2014 and 2013, respectively, and has recorded a total liability for potential penalties and interest, including penalties and interest related to acquired unrecognized tax benefits, of $2.9 million and $0.1 million at December 31, 2014 and 2013, respectively. The Company's unrecognized tax benefits as of December 31, 2014 relate to domestic and foreign taxing jurisdictions and are recorded in other long-term liabilities on the Company's Consolidated Balance Sheet at December 31, 2014.

The Company is subject to examination by tax authorities throughout the world, including such major jurisdictions as the U.S., Canada, United Kingdom, India, Connecticut and New York. In these major jurisdictions, the Company is no longer subject to examination by tax authorities for years prior to 2009, 2010, 2011, 2011, 2009 and 2009, respectively. The Company's U.S. federal income tax returns are currently under audit for the tax periods ended December 31, 2009 through 2013. The Company's Connecticut and New York state income tax returns are currently under audit for the tax periods ended December 31, 2009 through 2011.

6. Debt

At December 31, 2014 and 2013, debt consisted of the following (in thousands):

	December 31,	
	2014	2013
Credit facility, weighted-average interest rate of 2.93% and 3.09%, respectively	$645,000	$782,000
Unamortized original issue discount	(6,095)	(7,493)
	638,905	774,507
Short-term borrowings and current portion of long-term debt	(20,470)	(23,212)
Long-term debt	$618,435	$751,295

The carrying value of the Company's credit facilities approximate fair value given the variable rate nature of the debt, and as such, are a Level 2 liability (as discussed in Note 8).

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Capitalized financing costs of $4.4 million, $4.4 million and $2.6 million were amortized to interest expense in the years ended December 31, 2014, 2013 and 2012, respectively, and the Company amortized to interest expense $1.4 million, $1.4 million and $0.8 million of the original issue discount associated with the credit agreement ("Credit Agreement") for the years ended December 31, 2014, 2013 and 2012, respectively. The unamortized balance of capitalized financing costs is included in intangible and other assets in the Company's Consolidated Balance Sheet. Additionally, the Company had $4.4 million in losses on extinguishment of debt associated with the repayment of the prior senior credit facility in 2012, as shown on the Company's Consolidated Statements of Comprehensive Income and described below.

Credit facility . On March 14, 2012, Holdings entered into a Credit Agreement with SS&C and SS&C Technologies Holdings Europe S.A.R.L., an indirect wholly-owned subsidiary of SS&C ("SS&C Sarl"), as the borrowers. The Credit Agreement has four tranches of term loans: (i) a $0 term A-1 facility with a five and one-half year term for borrowings by SS&C, (ii) a $325 million term A-2 facility with a five and one-half year term for borrowings by SS&C Sarl, (iii) a $725 million term B-1 facility with a seven year term for borrowings by SS&C and (iv) a $75 million term B-2 facility with a seven year term for borrowings by SS&C Sarl. In addition, the Credit Agreement had a $142 million bridge loan facility, of which $31.6 million was immediately drawn, with a 364-day term available for borrowings by SS&C Sarl and has a revolving credit facility with a five and one-half year term available for borrowings by SS&C with $100 million in commitments. The revolving credit facility contains a $25 million letter of credit sub-facility and a $20 million swingline loan sub-facility. The bridge loan was repaid in July 2012 and is no longer available for borrowing.

The term loans and the revolving credit facility bear interest, at the election of the borrowers, at the base rate (as defined in Credit Agreement) or LIBOR, plus the applicable interest rate margin for the credit facility. The term A loans and the revolving credit facility initially bore interest at either LIBOR plus 2.75% or at the base rate plus 1.75%, and then will be subject to a step-down based on SS&C's consolidated net senior secured leverage ratio and would be equal to 2.50% in the case of the LIBOR margin, and 1.50% in the case of the base rate margin. The term B loans initially bore interest at either LIBOR plus 4.00% or at base rate plus 3.00%, with LIBOR subject to a 1.00% floor.

In November 2014, the Company drew down on the revolving credit facility in the amount of $75.0 million to fund part of the purchase price of the acquisition of DST Global Solutions Ltd. and DST Global Solutions LLC (together "DSTGS"), subsidiaries of DST Systems, Inc. See Note 12 for further discussion of acquisitions.

In February 2014, the Company completed a repricing of its term A-2 loans, which replaced these loans with new term A-2 loans at the same outstanding principal balance but at a different interest rate. The applicable interest rates were reduced to either LIBOR plus 2.0% or the base rate plus 1.0%. The maturity date of the new loans remains December 8, 2017, and no changes were made to the financial covenants or scheduled amortization.

In June 2013, the Company completed a repricing of its term B-1 loans and term B-2 loans, which replaced these loans with new term B-1 loans and term B-2 loans at the same outstanding principal balance, but at a different interest rate. The applicable interest rates were reduced to either LIBOR plus 2.75% or the base rate plus 1.75%, and the LIBOR floor was reduced from 1.00% to 0.75%, subject to a step-down at any time that the consolidated net senior secured leverage ratio is less than 2.75 times, to 2.50% in the case of the LIBOR margin, and 1.50% in the case of the base rate margin. The maturity date of the new loans remains June 8, 2019, and no changes were made to the financial covenants or scheduled amortization.

The repricing of the debt was evaluated in accordance with FASB Accounting Standards Codification 470-50, Debt – Modifications and Extinguishments, for modification and extinguishment accounting. The Company accounted for the repricing as a debt modification with respect to amounts that remained in the syndicate and a debt extinguishment with respect to the amounts that exited the syndicate.

Holdings, SS&C and the material domestic subsidiaries of SS&C have pledged substantially all of their tangible and intangible assets as security to support the obligations of SS&C and SS&C Sarl under the Credit Agreement. In addition, SS&C Sarl has agreed, in certain circumstances, to cause subsidiaries in foreign jurisdictions to guarantee SS&C Sarl's obligations and pledge substantially all of their assets to support the obligations of SS&C Sarl under the Credit Agreement. The Credit Agreement contains customary restrictive covenants and a financial covenant requiring the Company to maintain a specified consolidated net senior secured leverage ratio. As of December 31, 2014, the Company was in compliance with the financial and non-financial covenants.

In connection with the entry into the Credit Agreement, SS&C terminated its prior senior credit facility ("Senior Credit Facility") and used the initial proceeds of the borrowings to repay all amounts outstanding under the Senior Credit Facility, including an aggregate principal amount of outstanding borrowings of approximately $260.0 million, and to satisfy a portion of the consideration required to fund the Company's acquisition of GlobeOp. At the time of the termination of the Senior Credit Facility, all liens and other security interests that SS&C had granted to the lenders under the Senior Credit Facility were released.

At December 31, 2014, annual maturities of long-term debt during the next five years and thereafter are as follows (in thousands):

Year ending December 31,	
2015	$ 20,470
2016	22,495
2017	194,655
2018	4,277
2019 and thereafter	403,103
	$645,000

7. Derivatives and Hedging Activities

Derivative financial instruments are recognized on the consolidated balance sheets as either assets or liabilities and are measured at fair value. Changes in the fair values of derivatives are recorded each period in earnings or accumulated other comprehensive income, depending on whether a derivative qualifies for hedge accounting and is effective as part of a hedged transaction. Gains and losses on derivative instruments reported in accumulated other comprehensive income are subsequently included in earnings in the periods in which earnings are affected by the hedged item. The Company does not use derivative instruments for speculative purposes. The Company had no derivative instruments as of December 31, 2014 and 2013.

On March 14, 2012, SS&C and SS&C Sarl entered into a cooperation agreement with GlobeOp, pursuant to which SS&C Sarl issued an announcement disclosing that the Company and GlobeOp had agreed on the terms of a recommended cash offer (the "Offer") to be made by SS&C Sarl to acquire the entire issued and to be issued share capital of GlobeOp for cash of 485 pence per share. As a result of the Offer's foreign currency denomination, the Company was exposed to market risks relating to fluctuations in foreign currency exchange rates. In conjunction with the Offer, the Company entered into a forward currency transaction and a currency option transaction to protect against the foreign currency exchange rate risk that existed. The transactions were contingent upon the Offer meeting the acceptance conditions and were not designated as hedge transactions.

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During the three months ended June 30, 2012, the forward contract was utilized at an average exchange rate of $1.584 to £1.0 on a notional amount of £423.0 million, and the option contract was sold. These transactions resulted in a loss of $14.3 million recorded in other expense on the Consolidated Statements of Comprehensive Income for the year ended December 31, 2012.

8. Fair Value Measurements

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date.

The authoritative guidance relating to fair value measurements and disclosure establishes a valuation hierarchy for disclosure of the inputs to the valuations used to measure fair value. This hierarchy prioritizes the inputs into three broad levels as follows.

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 inputs are quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets in markets that are not active, inputs other than quoted prices that are observable for the asset or liability, including interest rates, yield curves and credit risks, or inputs that are derived principally from or corroborated by observable market data through correlation.
- Level 3 inputs are unobservable inputs based on the Company's own assumptions used to measure assets and liabilities at fair value.

A financial asset's or liability's classification within the hierarchy is determined based on the lowest level input that is significant to the fair value measurement.

As of December 31, 2014 and 2013, the Company did not have any significant nonfinancial assets and nonfinancial liabilities that are measured at fair value on a non-recurring basis.

Recurring Fair Value Measurements

The Company did not have any financial assets or liabilities that were measured at fair value as of December 31, 2014. The table below segregates all financial assets and liabilities that were measured at fair value on a recurring basis (at least annually) into the most appropriate level within the fair value hierarchy based on the inputs used to determine their fair value at the measurement date in 2013 (in thousands):

	Total Carrying Value at December 31, 2013	Level 1	Level 2	Level 3
Assets	$ —	$ —	$ —	$ —
Liabilities:				
Contingent consideration	$ 500	$ —	$ —	$ 500
Total liabilities	$ 500	$ —	$ —	$ 500

The Company determines the fair value of the contingent consideration liabilities associated with its acquisitions based on the potential payments of the liability associated with the unobservable input of the estimated post-acquisition financial results (the achievement of certain revenue and EBITDA targets) of the related acquisition through a certain date. As such, contingent consideration liabilities are a Level 3 liability. As

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of December 31, 2013, the Company's contingent consideration liability was measured at fair value using estimated future cash flows based on the potential payments of the liability based on the unobservable input of the estimated post-acquisition financial results of Prime Management Limited ("Prime") through September 30, 2014. The Company increased this contingent consideration liability to a fair value of $0.9 million and recorded the adjustment of $0.4 million to other expense in the second quarter of 2014. This consideration was paid out in the fourth quarter of 2014. See Note 12 for further discussion of acquisitions.

The carrying amounts and fair values of financial instruments at December 31, 2014 and 2013 are as follows (in thousands):

	2014		2013	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial liabilities:				
Credit facility	$645,000	$641,141	$774,507	$783,606

The above fair values were computed based on comparable quoted market prices or an estimate of the amount to be paid to terminate or settle the agreement, as applicable. The fair values of cash, accounts receivable, net, short-term borrowings, and accounts payable approximate the carrying amounts due to the short-term maturities of these instruments.

9. Leases

The Company is obligated under noncancelable operating leases for office space and office equipment. Total rental expense was $16.7 million, $17.7 million and $16.6 million for the years ended December 31, 2014, 2013 and 2012, respectively. The lease for the corporate facility in Windsor, Connecticut expires in 2022. Future minimum lease payments under the Company's operating leases, excluding future sublease income, as of December 31, 2014, are as follows (in thousands):

Year Ending December 31,	
2015	$15,776
2016	15,433
2017	13,499
2018	11,178
2019 and thereafter	33,892
	$89,778

The Company subleases office space to other parties under noncancelable leases. The Company received rental income under these leases of $0.2 million, $1.2 million, and $1.4 million for the years ended December 31, 2014, 2013, and 2012, respectively. There are no future minimum lease receipts under these leases as of December 31, 2014.

10. Defined Contribution Plans

The Company has a 401(k) Retirement Plan (the "Plan") that covers substantially all domestic employees. Each employee may elect to contribute to the Plan, through payroll deductions, up to 50% of his or her cash compensation, subject to certain limitations. The Plan provides for a Company match of employees' contributions in an amount equal to 50% of an employee's contributions up to $4,000 per year. The Company

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offers employees a selection of various public mutual funds and several other investment options through a brokerage account but does not include Company common stock as an investment option in its Plan.

During the years ended December 31, 2014, 2013 and 2012, the Company incurred $4.1 million, $3.9 million and $3.1 million, respectively, of matching contribution expenses related to the Plan.

11. Stock-based Compensation

In February 2014, the Company's Board of Directors adopted an equity-based incentive plan ("the 2014 Plan"), which authorizes stock options to be granted for up to 3,000,000 shares of the Company's common stock, Under the 2014 Plan, which became effective in May 2014 upon stockholder approval, the exercise price of stock options is set on the grant date and may not be less than the fair market value per share on such date. Generally, stock options expire ten years from the date of grant. The Company has granted time-based stock options under the 2014 Plan.

In April 2008, the Company's Board of Directors adopted, and its stockholders approved, an equity-based incentive plan ("the 2008 Plan"), which authorizes equity awards to be granted for up to 9,498,306 shares of the Company's common stock, which is calculated based on an initial authorization of 1,416,661 shares of the Company's common stock and an annual increase to be added on the first day of each of the Company's fiscal years during the term of the 2008 Plan beginning in fiscal 2009 equal to the lesser of (i) 1,416,661 shares of common stock, (ii) 2% of the outstanding shares on such date or (iii) an amount determined by the Company's board of directors. Under the 2008 Plan, which became effective in July 2008, the exercise price of awards is set on the grant date and may not be less than the fair market value per share on such date. Generally, awards expire ten years from the date of grant. The Company has granted time-based options under the 2008 Plan.

In August 2006, the Company's Board of Directors adopted an equity-based incentive plan ("the 2006 Plan"), which authorizes equity awards to be granted for up to 11,173,819 shares of the Company's common stock. Under the 2006 Plan, the exercise price of awards is set on the grant date and may not be less than the fair market value per share on such date. Generally, awards expire ten years from the date of grant. The Company has granted restricted shares of its common stock and both time-based and performance-based options under the 2006 Plan.

The Company generally settles stock option exercises with newly issued common shares.

Restricted shares. During the year ended December 31, 2013, the Company granted 25,000 restricted shares of its common stock under the 2006 Plan, which vested 25% on the first anniversary of the grant date and continue to vest 1/12th of the remaining balance each quarter thereafter for three years. The restricted shares vest in full upon a change in control, subject to certain conditions.

Time-based options. Time-based options granted under the 2006 Plan, the 2008 Plan or the 2014 Plan generally vest 25% on the first anniversary of the grant date and 1/36th of the remaining balance each month thereafter for 36 months. All outstanding time-based options vest upon a change in control, subject to certain conditions. Time-based options granted during 2014, 2013 and 2012 have a weighted-average grant date fair value of $12.77, $9.86 and $5.79 per share, respectively, based on the Black-Scholes option pricing model. Compensation expense is recorded on a straight-line basis over the requisite service period. The fair value of time-based options vested during the years ended December 31, 2014, 2013 and 2012 was approximately $11.3 million, $8.2 million and $4.9 million, respectively. At December 31, 2014, there was approximately $48.2 million of unearned non-cash stock-based compensation related to time-based options that the Company expects to recognize as expense over a weighted average remaining period of approximately three years.

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For the time-based options valued using the Black-Scholes option-pricing model, the Company used the following weighted-average assumptions:

	Time-Based awards		
	2014	2013	2012
Expected term to exercise (years)	4.0	4.0	4.0
Expected volatility	29.04%	28.04%	32.14%
Risk-free interest rate	1.36%	1.16%	0.45%
Expected dividend yield	0.84%	0%	0%

Expected volatility prior to March 2014 was based on a combination of the Company's historical volatility as a public company and historical volatility of the Company's peer group. Beginning in March 2014 on the four-year anniversary of the Company's initial public offering, expected volatility is based on the Company's historical volatility as a public company. Expected term to exercise is based on the Company's historical stock option exercise experience.

Total restricted stock and stock options. The amount of stock-based compensation expense recognized in the Company's Consolidated Statements of Comprehensive Income for the years ended December 31, 2014, 2013 and 2012 was as follows (in thousands):

Statement of Comprehensive Income Classification	2014	2013	2012
Cost of software-enabled services	$ 3,940	$2,925	$1,557
Cost of maintenance	282	273	228
Cost of professional services	443	338	239
Total cost of revenues	4,665	3,536	2,024
Selling and marketing(1)	2,265	1,475	1,001
Research and development	1,165	901	574
General and administrative(2)	3,388	2,474	1,991
Total operating expenses	6,818	4,850	3,566
Total stock-based compensation expense	$11,483	$8,386	$5,590

(1) For the years ended December 31, 2014 and 2013, includes stock-based compensation expense of $0.2 million and $0.1 million, respectively, associated with restricted shares of its common stock. At December 31, 2014, there was approximately $0.6 million of unearned non-cash stock-based compensation related to the restricted stock that the Company expects to recognize as expense over a remaining period of 32 months. At December 31, 2013, there was approximately $0.8 million of unearned non-cash stock-based compensation related to the restricted stock that the Company expects to recognize as expense over a remaining period of 44 months.

(2) For the year ended December 31, 2013, includes stock-based compensation expense of $0.1 million associated with restricted Class A stock. At December 31, 2013, there was no unearned non-cash stock based compensation related to the restricted stock. For the year ended December 31, 2012, includes stock-based compensation expense of $0.7 million associated with restricted Class A stock. At December 31, 2012, there was approximately $0.1 million of unearned non-cash stock-based compensation related to the restricted stock that the Company recognized as expense over a remaining period of three months.

The associated future income tax benefit recognized was $3.8 million, $2.7 million and $1.9 million for the years ended December 31, 2014, 2013 and 2012, respectively.

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For the year ended December 31, 2014, the amount of cash received from the exercise of stock options was $24.1 million, with an associated tax benefit realized of $18.8 million. The intrinsic value of options exercised during the year ended December 31, 2014 was approximately $56.1 million. For the year ended December 31, 2013, the amount of cash received from the exercise of stock options was $27.8 million, with an associated tax benefit realized of $31.8 million. The intrinsic value of options exercised during the year ended December 31, 2013 was approximately $87.8 million. For the year ended December 31, 2012, the amount of cash received from the exercise of stock options was $14.4 million, with an associated tax benefit realized of $6.5 million. The intrinsic value of options exercised during the year ended December 31, 2012 was approximately $17.6 million.

The following table summarizes stock option activity as of and for the years ended December 31, 2014, 2013 and 2012:

	Shares	Weighted Average Exercise Price
Outstanding at December 31, 2011	12,083,861	$ 9.83
Granted(1)	2,939,750	22.39
Cancelled/forfeited	(194,447)	15.37
Exercised	(1,418,034)	10.12
Outstanding at December 31, 2012	13,411,130	12.47
Granted(2)	2,024,170	40.81
Cancelled/forfeited	(332,327)	20.27
Exercised	(3,587,331)	7.75
Outstanding at December 31, 2013	11,515,642	18.70
Granted(3)	2,198,825	55.74
Cancelled/forfeited	(203,586)	30.51
Exercised	(1,790,233)	13.47
Outstanding at December 31, 2014	11,720,648	26.24

(1) Of the grants during 2012, 2,883,750 were granted under the 2008 Plan and 56,000 were granted under the 2006 Plan.
(2) Of the grants during 2013, 1,798,420 were granted under the 2008 Plan and 225,750 were granted under the 2006 Plan.
(3) Of the grants during 2014, 450,000 were granted under the 2014 Plan, 1,632,825 were granted under the 2008 Plan and 116,000 were granted under the 2006 Plan.

The following table summarizes information about stock options outstanding that are expected to vest and stock options outstanding that are exercisable at December 31, 2014:

Outstanding, Vested Options Currently Exercisable				Outstanding Options Expected to Vest			
Shares	Weighted Average Exercise Price	Aggregate Intrinsic Value (In thousands)	Weighted Average Remaining Contractual Term (Years)	Shares	Weighted Average Exercise Price	Aggregate Intrinsic Value (In thousands)	Weighted Average Remaining Contractual Term (Years)
6,751,718	$ 14.92	$ 294,189	4.26	4,968,930	$ 41.62	$ 83,805	8.98

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12. Acquisitions

DST Global Solutions

On November 30, 2014, SS&C purchased the assets of DSTGS for approximately $95.0 million, plus the costs of effecting the transaction and the assumption of certain liabilities. DSTGS provides investment management software and services.

The net assets and results of operations of DSTGS have been included in the Company's consolidated financial statements from December 1, 2014. The purchase price was allocated to tangible and intangible assets based on their fair value at the date of acquisition. The fair value of the intangible assets, consisting of completed technology, customer relationships and trade name, was determined using the income approach. Specifically, the discounted cash flows method was utilized for customer relationships, and the relief-from-royalty method was utilized for the completed technology and trade name. The completed technology is amortized over approximately seven and eight years, customer relationships are amortized over approximately 10 to 15 years and trade names are amortized over approximately 10 years, in each case the estimated lives of the assets. The remainder of the purchase price was allocated to goodwill and is primarily not tax deductible.

There are $7.2 million in revenues from DSTGS operations included in the Consolidated Statement of Comprehensive Income for the year ended December 31, 2014.

Gravity

On September 27, 2012, SS&C purchased the assets of Gravity Financial ("Gravity") for approximately $5.7 million, plus the costs of effecting the transaction and the assumption of certain liabilities. Gravity provides full-service fund administration.

The net assets and results of operations of Gravity have been included in the Company's consolidated financial statements from September 28, 2012. The purchase price was allocated to tangible and intangible assets based on their fair value at the date of acquisition. The fair value of the intangible assets, consisting of trade name and customer relationships, was determined using the income approach. Specifically, the discounted cash flows method was utilized for customer relationships, and the relief-from-royalty method was utilized for the trade name. The intangible assets are amortized each year based on the ratio that the projected cash flows for the intangible assets bear to the total of current and expected future cash flows for the intangible assets. The customer relationships and trade name are each amortized over approximately seven years, in each case the estimated lives of the assets. The remainder of the purchase price was allocated to goodwill and is tax deductible.

GlobeOp

On May 31, 2012, SS&C purchased the issued and to be issued share capital of GlobeOp for approximately $834.4 million using existing cash and debt financing as discussed in Note 6, plus the costs of effecting the transaction and the assumption of liabilities. GlobeOp provides independent fund services, specializing in middle- and back-office services and integrated risk-reporting to hedge funds, asset management firms and other sectors of the financial industry.

The net assets and results of operations of GlobeOp have been included in the Company's consolidated financial statements from June 1, 2012. The purchase price was allocated to tangible and intangible assets based on their fair value at the date of acquisition. The fair value of the intangible assets, consisting of completed technology, trade name and customer relationships, was determined using the income approach. Specifically, the

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relief-from-royalty method was utilized for the completed technology and trade name, and the discounted cash flows method was utilized for the customer relationships. The intangible assets are amortized each year based on the ratio that the projected cash flows for the intangible assets bear to the total of current and expected future cash flows for the intangible assets. The completed technology is amortized over approximately eight years, customer relationships are amortized over approximately nine years and trade name is amortized over approximately 17 years, in each case the estimated lives of the assets. The remainder of the purchase price was allocated to goodwill and is not tax deductible.

The PORTIA Business

On May 9, 2012, SS&C purchased the assets of Thomson Reuters' PORTIA Business ("the PORTIA Business") for approximately $170.0 million, plus the costs of effecting the transaction and the assumption of certain liabilities. The PORTIA Business provides a broad set of middle-to-back office capabilities that allow investment managers to track and manage the day-to-day activity in their investment portfolios.

The net assets and results of operations of the PORTIA Business have been included in the Company's consolidated financial statements from May 10, 2012. The purchase price was allocated to tangible and intangible assets based on their fair value at the date of acquisition. The fair value of the intangible assets, consisting of non-compete agreement, completed technology, trade name and customer relationships, was determined using the income approach. Specifically, the discounted cash flows method was utilized for the non-compete agreement and customer relationships, and the relief-from-royalty method was utilized for the completed technology and trade name. The intangible assets are amortized each year based on the ratio that the projected cash flows for the intangible assets bear to the total of current and expected future cash flows for the intangible assets. The non-compete agreement is amortized over approximately three years, completed technology is amortized over approximately seven years, customer relationships are amortized over approximately 10 years and trade name is amortized over approximately nine years, in each case the estimated lives of the assets. The remainder of the purchase price was allocated to goodwill and is tax deductible.

The following summarizes the allocation of the purchase price for the acquisitions of DSTGS (preliminary), Gravity, GlobeOp and the PORTIA Business (in thousands):

	DSTGS	Gravity	GlobeOp	The PORTIA Business
Accounts receivable	$ 8,866	$ 326	$ 21,611	$ 8,465
Fixed assets	2,074	—	33,507	744
Other assets	3,392	44	27,065	88
Acquired client relationships and contracts	17,200	3,600	276,000	56,600
Completed technology	34,200	—	39,000	9,500
Trade names	4,300	100	15,000	1,700
Non-compete agreements	—	—	—	600
Goodwill	66,511	1,698	503,089	104,223
Deferred revenue	(10,185)	—	(731)	(12,198)
Deferred income taxes	(11,626)	—	(92,302)	—
Other liabilities assumed	(19,770)	(34)	(33,325)	(561)
Consideration paid, net of cash acquired	$ 94,962	$5,734	$788,914	$169,161

Additionally, the Company acquired Prime in October 2013 for approximately $4.0 million and Hedgemetrix LLC ("Hedgemetrix") in October 2012 for approximately $3.1 million. The consideration paid, net of cash acquired above for DSTGS includes an estimated working capital adjustment of approximately $8.0 million anticipated to be paid in the first quarter of 2015.

The fair value of acquired accounts receivable balances approximates the contractual amounts due from acquired customers, except for approximately $0.5 million, $0.3 million and $1.2 million of contractual amounts that are not expected to be collected as of the acquisition date and that were also reserved by the companies acquired — DSTGS, GlobeOp and the PORTIA Business, respectively.

The goodwill associated with each of the transactions above is a result of expected synergies from combining the operations of businesses acquired with the Company and intangible assets that do not qualify for separate recognition, such as an assembled workforce.

The following unaudited pro forma condensed consolidated results of operations are provided for illustrative purposes only and assume that the acquisition of DSTGS occurred on January 1, 2013 and the acquisition of Prime occurred on January 1, 2012. This unaudited pro forma information (in thousands, except per share data) should not be relied upon as being indicative of the historical results that would have been obtained if the acquisitions had actually occurred on that date, nor of the results that may be obtained in the future.

	2014	2013
Revenues	$830,914	$789,913
Net income	$129,903	$116,730
Basic EPS	$ 1.56	$ 1.44
Basic weighted average number of common shares outstanding	83,314	81,195
Diluted EPS	$ 1.49	$ 1.36
Diluted weighted average number of common and common equivalent shares outstanding	87,331	85,616

13. Commitments and Contingencies

Millennium Actions

Several actions (the “Millennium Actions”) have been filed in various jurisdictions against the Company’s subsidiary, GlobeOp, alleging claims and damages with respect to a valuation agent services agreement performed by GlobeOp for the Millennium Global Emerging Credit Fund, L.P. and Millennium Global Emerging Credit Fund Ltd. (the “Millennium Funds”). These actions include (i) a putative class action in the U.S. District Court for the Southern District of New York (the “U.S. Class Action”) on behalf of a putative class of investors in the Millennium Funds filed in May 2012 asserting claims of $844 million (the alleged aggregate value of assets under management by the Millennium Funds at the funds’ peak valuation); (ii) an arbitration proceeding in the United Kingdom (the “UK Arbitration”) on behalf of Millennium Global Investments Ltd. and Millennium Asset Management Ltd., the Millennium Funds’ investment manager and administrative manager, respectively (together, the “Millennium Managers”), which commenced with a request for arbitration in July 2011, seeking an indemnity of $26.5 million for sums paid by way of settlement to the Millennium Funds in a separate arbitration to which GlobeOp was not a party, as well as an indemnity for any losses that may be incurred by the Millennium Managers in the U.S. Class Action; and (iii) a claim in the same arbitration proceeding by the liquidators on behalf of the Millennium Global Emerging Credit Master Fund Ltd. (the “Master Fund”) against GlobeOp for damages alleged to be in excess of $160 million. These actions allege that GlobeOp breached its contractual obligations and/or negligently breached a duty of care in the performance of services for the Millennium Fund and that, *inter alia* , GlobeOp should have discovered and reported a fraudulent scheme perpetrated by the portfolio manager employed by the investment manager. The U.S. Class Action also asserts

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claims against SS&C identical to the claims against GlobeOp in that action. In the arbitration, GlobeOp has asserted counterclaims against both the Millennium Managers and the Master Fund for indemnity, including in respect of the U.S. Class Action.

Hearings in the UK Arbitration were conducted in London in July and August 2013, September 2014 and December 2014.

GlobeOp has secured insurance coverage that provides reimbursement of various litigation costs up to pre-determined limits. Since 2012, GlobeOp has been reimbursed for litigation costs under the applicable insurance policy.

In January 2014, GlobeOp, SS&C, the Millennium Managers and the plaintiff in the U.S. Class Action entered into a settlement agreement resolving all disputes and claims between and among the parties (including a separate mutual release between and among GlobeOp and SS&C, on the one hand, and the Millennium Managers on the other that covers claims asserted in the UK Arbitration). The settlement agreement was approved by the United States District Court for the Southern District of New York on July 7, 2014 and consummated in August 2014. Accordingly, the U.S. Class Action matter has been dismissed with prejudice and is now concluded. GlobeOp's insurers funded the entirety of the settlement amount contemplated to be contributed by GlobeOp. The resolution of the U.S. Class Action does not affect the claims, counterclaims and/or defenses as between GlobeOp and the Master Fund that have been asserted in the UK Arbitration.

The Company cannot predict the outcome of the UK Arbitration. The Company believes that it has strong defenses and is vigorously contesting the UK Arbitration (as described above, the U.S. Class Action has been concluded). The amount of any potential loss, if any at all, cannot be reasonably estimated at this time.

In addition to the foregoing legal proceedings, from time to time, the Company is subject to other legal proceedings and claims. In the opinion of the Company's management, the Company is not involved in any other such litigation or proceedings with third parties that management believes would have a material adverse effect on the Company or its business.

14. Product and Geographic Sales Information

The Company operates in one reportable segment. There were no sales to any individual clients during the periods in the three-year period ended December 31, 2014 that represented 10% or more of net sales. The Company attributes net sales to an individual country based upon location of the client.

The Company manages its business primarily on a geographic basis. The Company's reportable regions consist of the United States, Canada, Americas excluding the United States and Canada, Europe and Asia Pacific and Japan. The European region includes European countries as well as the Middle East and Africa.

Revenues by geography for the years ended December 31, were (in thousands):

	2014	2013	2012
United States	$514,803	$466,670	$360,438
Canada	63,037	60,980	59,206
Americas, excluding United States and Canada	15,745	16,760	12,269
United Kingdom	99,163	97,079	63,064
Europe, excluding United Kingdom	49,929	51,561	41,463
Asia-Pacific and Japan	25,184	19,652	15,402
	$767,861	$712,702	$551,842

SS&C TECHNOLOGIES HOLDINGS, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Long-lived assets as of December 31, were (in thousands):

	2014	2013	2012
United States	$60,373	$62,577	$63,402
Canada	6,376	6,881	6,979
Americas, excluding United States and Canada	1,499	66	111
Europe	10,204	9,426	10,071
Asia-Pacific and Japan	4,738	5,078	7,319
	$83,190	$84,028	$87,882

Revenues by product group for the years ended December 31, were (in thousands):

	2014	2013	2012
Portfolio management/accounting	$691,915	$640,075	$476,703
Trading/treasury operations	32,705	32,949	36,640
Financial modeling	8,664	8,366	8,325
Loan management/accounting	8,382	6,683	7,174
Property management	15,217	14,622	14,830
Money market processing	9,421	8,279	6,169
Training	1,557	1,728	2,001
	$767,861	$712,702	$551,842

15. Selected Quarterly Financial Data (Unaudited)

Unaudited quarterly results for 2014 and 2013 were:

	First Quarter	Second Quarter	Third Quarter	Fourth Quarter
	(In thousands, except per share data)			
2014				
Revenue	$185,810	$188,722	$192,598	$200,731
Gross profit	84,311	86,489	91,215	95,115
Operating income	47,025	45,389	54,363	53,595
Net income	26,448	27,245	40,827	36,607
Basic EPS	$ 0.32	$ 0.33	$ 0.49	$ 0.44
Diluted EPS	$ 0.30	$ 0.31	$ 0.47	$ 0.42

	First Quarter	Second Quarter	Third Quarter(1)	Fourth Quarter
	(In thousands, except per share data)			
2013				
Revenue	$173,218	$177,457	$179,505	$182,522
Gross profit	75,777	80,696	83,310	84,119
Operating income	41,996	45,292	47,864	47,816
Net income	21,429	26,119	43,466	26,881
Basic EPS	$ 0.27	$ 0.32	$ 0.53	$ 0.33
Diluted EPS	$ 0.26	$ 0.31	$ 0.51	$ 0.31

SS&C TECHNOLOGIES HOLDINGS, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(1) During the third quarter of 2013, the Company's effective rate was benefited by the recognition of previously unrecognized tax benefits of approximately $7.3 million, an enacted rate change in the United Kingdom, which resulted in a tax benefit of approximately $2.9 million, and research and development credits and other discrete items, which resulted in tax benefits of approximately $5.6 million.

16. Subsequent Event

Pending acquisition. On February 2, 2015, SS&C and Advent Software, Inc. ("Advent") announced that they have entered into a definitive agreement wherein SS&C will acquire Advent. Under the terms of the agreement, SS&C will purchase Advent for an enterprise value of approximately $2.7 billion in cash, equating to $44.25 per share plus assumption of debt. The closing, which is expected to occur in the second quarter of 2015, remains subject to Advent stockholder approval, clearances by relevant regulatory authorities and satisfaction of customary closing conditions. SS&C plans to fund the acquisition and refinancing of existing debt with $3.0 billion of debt financing, cash on hand and approximately $400 million of equity. Advent provides software and services to the global investment management industry.

Dividend declared. On February 20, 2015, the Company's Board of Directors declared a quarterly cash dividend of $0.125 per share of common stock payable on March 16, 2015 to stockholders of record as of the close of business on March 2, 2015.

EXHIBIT INDEX

Exhibit Number	Description of Exhibit
2.3†	Asset Purchase Agreement, dated February 28, 2012, by and between Thomson Reuters (Markets) LLC and SS&C Technologies, Inc. is incorporated herein by reference to Exhibit 1.1 to SS&C Technologies Holdings, Inc.'s Current Report on Form 8-K, filed on February 29, 2012 (File No. 001-34675)
2.4†	Agreement and Plan of Merger, dated as of February 2, 2015, by and among Advent Software, Inc., the Registrant and Arbor Acquisition Company, Inc. is incorporated herein by reference to Exhibit 2.1 to the Registrant's Current Report on Form 8-K, filed on February 3, 2015 (File No. 001-34675)
2.5	Voting and Support Agreement, dated as of February 2, 2015, by and among the Registrant, Arbor Acquisition Company, Inc., Stephanie G. DiMarco, James Harleen, DiMarco/Harleen Revocable Living Trust and DiMarco/Harleen 1996 Charitable Trust is incorporated herein by reference to Exhibit 2.2 to the Registrant's Current Report on Form 8-K, filed on February 3, 2015 (File No. 001-34675)
3.1	Restated Certificate of Incorporation of the Registrant is incorporated herein by reference to Exhibit 3.3 to the Registrant's Registration Statement on Form S-1, as amended (File No. 333-164043) (the "2010 Form S-1")
3.2	Amended and Restated Bylaws of the Registrant are incorporated herein by reference to Exhibit 3.4 to the 2010 Form S-1
10.1	Credit Agreement, dated as of March 14, 2012, by and among SS&C Technologies, Inc., the Registrant, the subsidiary guarantors identified therein, Deutsche Bank AG New York Branch and other lenders party thereto is incorporated herein by reference to Exhibit 10.1 to the Registrant's Current Report on Form 8-K, filed on March 14, 2012 (File No. 001-34675)
10.2	First Amendment to Credit Agreement, dated as of May 23, 2012, to the Credit Agreement dated as of March 14, 2012, by and among SS&C Technologies, Inc., the Registrant, the subsidiary guarantors identified therein, Deutsche Bank AG New York Branch and other lenders party thereto is incorporated herein by reference to Exhibit 10.1 to the Registrant's Current Report on Form 8-K, filed on May 24, 2012 (File No. 001-34675)
10.3	Stockholders Agreement, dated as of November 23, 2005, by and among the Registrant, Carlyle Partners IV, L.P., CP IV Coinvestment, L.P., William C. Stone and Other Executive Stockholders (as defined therein) is incorporated herein by reference to Exhibit 10.5 to SS&C Technologies, Inc's Registration Statement on Form S-4, as amended (File No. 333-135139) (the "Form S-4")
10.4	Amendment No. 1, dated April 22, 2008, to the Stockholders Agreement dated as of November 23, 2005, by and among the Registrant, Carlyle Partners IV, L.P., CP IV Coinvestment, L.P. and William C. Stone is incorporated herein by reference to Exhibit 10.28 to the Registrant's Registration Statement on Form S-1, as amended (File No. 333-143719) (the "2008 Form S-1")
10.5	Amendment No. 2, dated March 2, 2010, to the Stockholders Agreement dated as of November 23, 2005, as amended by Amendment No. 1 to the Stockholders Agreement dated April 22, 2008, by and among the Registrant, Carlyle Partners IV, L.P., CP IV Coinvestment, L.P. and William C. Stone is incorporated herein by reference to Exhibit 10.1 to SS&C Technologies, Inc.'s Current Report on Form 8-K, filed on March 2, 2010 (File No. 000-28430) (the "March 2, 2010 8-K")

Exhibit Number	Description of Exhibit
10.6	Amendment No. 3, dated March 10, 2011, to the Stockholders Agreement dated as of November 23, 2005, as amended by Amendment No. 1 to the Stockholders Agreement dated April 22, 2008, and Amendment No. 2 to the Stockholders Agreement dated March 2, 2010, by and among the Registrant, Carlyle Partners IV, L.P., CP IV Coinvestment, L.P. and William C. Stone is incorporated herein by reference to Exhibit 10.35 to SS&C Technologies, Inc.'s Annual Report on Form 10-K for the year ended December 31, 2010 (File No. 000-28430)
10.7	Registration Rights Agreement, dated as of November 23, 2005, by and among the Registrant, Carlyle Partners IV, L.P., CP IV Coinvestment, L.P., William C. Stone and Other Executive Investors (as defined therein) is incorporated herein by reference to Exhibit 10.6 to the Form S-4
10.8	2006 Equity Incentive Plan is incorporated herein by reference to Exhibit 10.1 to SS&C Technologies, Inc.'s Current Report on Form 8-K, filed on August 15, 2006 (File No. 000-28430) (the "August 15, 2006 8-K")
10.9*	Forms of 2006 Equity Incentive Plan Amended and Restated Stock Option Grant Notice and Amended and Restated Stock Option Agreement are incorporated herein by reference to Exhibit 10.2 to the March 2, 2010 8-K
10.10*	Form of Stock Award Agreement is incorporated herein by reference to Exhibit 10.4 to the August 15, 2006 8-K
10.11	2008 Stock Incentive Plan is incorporated herein by reference to Exhibit 10.26 to the 2008 Form S-1
10.12*	Form of 2008 Stock Incentive Plan Stock Option Grant Notice and Stock Option Agreement is incorporated herein by reference to Exhibit 10.26 to the 2010 Form S-1
10.13*	Employment Agreement, dated as of March 11, 2010, by and among William C. Stone, the Registrant and SS&C Technologies, Inc. is incorporated herein by reference to Exhibit 10.27 to the 2010 Form S-1
10.14*	Lease Agreement, dated September 23, 1997, by and between SS&C Technologies, Inc. and Monarch Life Insurance Company, as amended by First Amendment to Lease dated as of November 18, 1997, is incorporated herein by reference to Exhibit 10.15 to SS&C Technologies, Inc.'s Annual Report on Form 10-K for the year ended December 31, 1997 (File No. 000-28430)
10.15*	Second Amendment to Lease, dated as of April 1999, between SS&C Technologies, Inc. and New Boston Lamberton Limited Partnership is incorporated herein by reference to Exhibit 10.12 to SS&C Technologies, Inc.'s Annual Report on Form 10-K for the year ended December 31, 2004 (File No. 000-28430) (the "2004 10-K")
10.16*	Third Amendment to Lease, effective as of July 1, 1999, between SS&C Technologies, Inc. and New Boston Lamberton Limited Partnership is incorporated herein by reference to Exhibit 10.13 to the 2004 10-K
10.17*	Fourth Amendment to Lease, effective as of June 7, 2005, between SS&C Technologies, Inc. and New Boston Lamberton Limited Partnership, is incorporated herein by reference to Exhibit 10.5 to SS&C Technologies, Inc.'s Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2005 (File No. 000-28430) (the "Q2 2005 10-Q")
10.18*	Fifth Amendment to Lease, dated as of November 1, 2006, by and between SS&C Technologies, Inc. and New Boston Lamberton Limited Partnership is incorporated herein by reference to Exhibit 10.25 to the 2008 Form S-1

Exhibit Number	Description of Exhibit
10.19*	Lease Agreement, dated January 6, 1998, by and between Financial Models Company Inc. and Polaris Realty (Canada) Limited, as amended by First Amendment of Lease, dated as of June 24, 1998, and as amended by Second Lease Amending Agreement, dated as of November 13, 1998, is incorporated herein by reference to Exhibit 10.6 to the Q2 2005 10-Q
10.20*	Amended and Restated Stock Option Agreement, dated February 16, 2010, between the Registrant and William C. Stone is incorporated herein by reference to Exhibit 10.33 to SS&C Technologies, Inc.'s Annual Report on Form 10-K, filed on February 26, 2010 (File No. 000-28430)
10.21	Form of Director Indemnification Agreement is incorporated herein by reference to Exhibit 10.35 to the 2010 Form S-1
10.22	Restricted Stock Agreement, dated as of January 21, 2011, between the Registrant and William C. Stone is incorporated by reference to Exhibit 10.34 to the Registrant's Registration Statement on Form S-1, as amended (File No. 333-171673)
10.23	Amended and Restated Stock Option Agreement, dated May 24, 2011, between the Registrant and William C. Stone is incorporated herein by reference to the Registrant's Current Report on Form 8-K, filed on May 27, 2011 (File No. 001-34675)
10.24	Amended and Restated Stock Option Agreement, dated March 10, 2013, between the Registrant and William C. Stone is incorporated herein by reference to Exhibit 10.1 to the Registrant's Current Report on Form 8-K, filed on March 12, 2013 (File No. 001-34675)
10.25	Fifth Amendment to Credit Agreement, dated as of June 10, 2013, to the Credit Agreement dated as of March 14, 2012, by and among SS&C Technologies, Inc., the Registrant, SS&C Technologies Holdings Europe, certain subsidiaries of the Registrant as guarantors, Deutsche Bank AG New York Branch as administrative agent and as designated 2013 replacement term lender, and each 2013 converting lender is incorporated herein by reference to Exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q for the quarter ended June 30, 2013 (File No. 001-34675)
10.26	Sixth Amendment to Credit Agreement, dated as of February 12, 2014, to the Credit Agreement dated as of March 14, 2012, by and among SS&C Technologies, Inc., the Registrant, SS&C Technologies Holdings Europe, the subsidiary guarantors identified therein, Deutsche Bank AG New York Branch and the other lenders party thereto is incorporated herein by reference to Exhibit 10.29 to the Registrant's Annual Report on Form 10-K, filed on February 27, 2014 (File No. 001-34675)
10.27	Form of Restricted Stock Award Agreement under 2006 Equity Incentive Plan is incorporated herein by reference to Exhibit 10.2 to the Registrant's Quarterly Report on Form 10-Q for the Quarter ended June 30, 2013 (File No. 001-34675)
10.28*	SS&C Technologies Holdings, Inc. 2014 Stock Option Plan is incorporated herein by reference to Appendix A to the Company's definitive proxy statement on Schedule 14A, filed on April 16, 2014 (File No. 001-34675)
10.29*	SS&C Technologies Holdings, Inc. Executive Bonus Plan is incorporated herein by reference to Appendix B to the Company's definitive proxy statement on Schedule 14A, filed on April 16, 2014 (File No. 001-34675)
10.30*	2014 Stock Option Plan Form of Stock Option Agreement is incorporated herein by reference to Exhibit 10.3 to the Registrant's Quarterly Report on Form 10-Q for the quarter ended June 30, 2014 (File No. 001-34675)

Exhibit Number	Description of Exhibit
21	Subsidiaries of the Registrant
23.1	Consent of PricewaterhouseCoopers LLP
31.1	Certifications of the Registrant's Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
31.2	Certifications of the Registrant's Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
32	Certification of the Registrant's Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1351, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (furnished and not filed for purposes of sections 11 or 12 of the Securities Act and section 18 of the Exchange Act)
101.INS	XBRL Instance Document.**
101.SCH	XBRL Taxonomy Extension Schema Document.**
101.CAL	XBRL Taxonomy Calculation Linkbase Document.**
101.LAB	XBRL Taxonomy Label Linkbase Document.**
101.PRE	XBRL Taxonomy Presentation Linkbase Document.**
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document.**
101.REF	XBRL Taxonomy Reference Linkbase Document.**

* Management contract or compensatory plan or arrangement filed herewith in response to Item 15(a)(3) of the Instructions to the Annual Report on Form 10-K.

† The Registrant hereby agrees to furnish supplementally a copy of any omitted schedules to this agreement to the Securities and Exchange Commission upon its request.

** submitted electronically herewith

Attached as Exhibit 101 to this report are the following formatted in XBRL (Extensible Business Reporting Language): (i) Consolidated Balance Sheets at December 31, 2014 and 2013, (ii) Consolidated Statements of Comprehensive Income for the years ended December 31, 2014, 2013 and 2012, (iii) Consolidated Statements of Cash Flows for the years ended December 31, 2014, 2013 and 2012, (iv) Consolidated Statements of Changes in Stockholders' Equity for the years ended December 31, 2014, 2013 and 2012 and (v) Notes to Condensed Consolidated Financial Statements.

Exhibit 21

NAME	JURISDICTION OF ORGANIZATION
Financial Models Company Ltd.	New York
GlobeOp Financial Services LLC	Delaware
GlobeOp Transaction Services LLC	Delaware
South Road Holdings LLC	Delaware
SS&C Technologies Connecticut LLC	Connecticut
SS&C Technologies, Inc.	Delaware
Financial Models Corporation Limited	United Kingdom
FMC Global Investments Limited	Barbados
GlobeOp Financial Services (Cayman) Limited	Cayman Islands
GlobeOp Financial Services (India) Private Limited	India
GlobeOp Financial Services (Ireland) Limited	Ireland
GlobeOp Financial Services Limited	United Kingdom
GlobeOp Financial Services (Switzerland) GmbH	Switzerland
GlobeOp Financial Services Technologies (India) Private Limited	India
GlobeOp Holdings Company Mauritius Private Limited	Mauritius
GlobeOp Markets Limited	United Kingdom
GlobeOp Risk Services Limited	United Kingdom
Prime Management Limited	Bermuda
Prime Fund Administration Company	Canada
SS&C European Holdings S.A.R.L.	Luxembourg
SS&C Fund Services Ireland Limited	Ireland
SS&C Fund Services N.V.	Curaçao
SS&C Technologies (s) Pte Ltd.	Singapore
SS&C Technologies Australia Pty Ltd.	Australia
SS&C Technologies B.V.	Netherlands
SS&C Technologies Canada Corp.	Nova Scotia
SS&C Technologies Holdings Europe S.A.R.L.	Luxembourg
SS&C Technologies Hong Kong Limited	Hong Kong
SS&C Technologies India Private Limited	India
SS&C Technologies Ireland Limited	Ireland
SS&C Technologies Limited	United Kingdom
SS&C Technologies Sdn. Bhd.	Malaysia
Tradeware Global UK Limited	United Kingdom
SS&C GlobeOp S.A.R.L.	Luxembourg
DST Global Solutions LLC	Delaware
Global Solutions (Thailand) Limited	Thailand
DST Global Solutions Limited	United Kingdom
DST Global Solutions Singapore Pte. Ltd	Singapore
DST Global Solutions Pty Limited	Australia
DST Global Solutions Hong Kong Limited	Hong Kong
SS&C Solutions NZ Ltd	New Zealand
DST Global Solutions Shanghai Limited	China
PT DST Global Solutions Indonesia	Indonesia
DST Global Solutions S.A. (Proprietary) Ltd	South Africa

Exhibit 23.1

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statements on Form S-8 (No. 333-197943, No. 333-187599, No. 333-167796 and No. 333-165810) of SS&C Technologies Holdings, Inc. of our report dated February 26, 2015 relating to the financial statements and the effectiveness of internal control over financial reporting, which appears in this Form 10-K.

/s/ PricewaterhouseCoopers LLP

Hartford, Connecticut
February 26, 2015

Exhibit 31.1

CERTIFICATION

I, William C. Stone, certify that:

1. I have reviewed this annual report on Form 10-K of SS&C Technologies Holdings, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
    a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
    b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
    c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
    d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
    a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
    b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2015

/s/ William C. Stone

William C. Stone
Chairman of the Board and Chief Executive Officer (Principal Executive Officer)

Exhibit 31.2

CERTIFICATION

I, Patrick J. Pedonti, certify that:

1. I have reviewed this annual report on Form 10-K of SS&C Technologies Holdings, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
    a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
    b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
    c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
    d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
    a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
    b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2015

/s/ Patrick J. Pedonti

Patrick J. Pedonti
Senior Vice President and Chief Financial Officer
(Principal Financial Officer)

Exhibit 32

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the annual report on Form 10-K of SS&C Technologies Holdings, Inc. (the "Company") for the year ended December 31, 2014 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), the undersigned officers of the Company hereby certify to their knowledge, pursuant to 18 U.S.C. Section 1350, that:

(1) the Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: February 26, 2015

By: /s/ William C. Stone
William C. Stone
Chairman of the Board and
Chief Executive Officer
(Principal Executive Officer)

Date: February 26, 2015

By: /s/ Patrick J. Pedonti
Patrick J. Pedonti
Senior Vice President and
Chief Financial Officer
(Principal Financial Officer)

EXHIBIT B

List in Exhibit B the registrant's corporate officers, trust officers, managers or other persons occupying a similar status or performing similar functions who supervise, or are directly responsible for the conduct of, registrant's clearing agency activities, indicating for each:

(a) Name
(b) Title
(c) Area of responsibility
(d) A brief account of the business experience during the last five (5) years.

All control and direction are vested in the directors and officers of SS&C Technologies Holdings, Inc., the ultimate parent company of the SS&C Technologies group. The board of directors of SS&C Technologies Holdings, Inc., directs the management of our business through meetings of the board of directors and three standing committees: the audit committee, the compensation committee, and the nominating committee. In addition, from time to time, special committees may be established under the board of directors when necessary to address specific issues.

SS&C Technologies, Inc. Board Members:

William C. Stone, Board Member

William C. Stone founded SS&C in 1986 and has served as Chairman of the Board of Directors and Chief Executive Officer since SS&C's inception. He also has served as SS&C's President from inception through April 1997 and again from March 1999 until October 2004. Prior to founding SS&C, Mr. Stone directed the financial services consulting practice of KPMG LLP, an accounting firm, in Hartford, Connecticut and was Vice President of Administration and Special Investment Services at Advest, Inc., a financial services company.

Normand A. Boulanger, Board Member

Normand A. Boulanger has served as SS&C's President and Chief Operating Officer since October 2004. Prior to that, Mr. Boulanger served as SS&C's Executive Vice President and Chief Operating Officer from October 2001 to October 2004, Senior Vice President, SS&C Direct from March 2000 to September 2001, Vice President, SS&C Direct from April 1999 to February 2000, Vice President of Professional Services for the Americas, from July 1996 to April 1999, and Director of Consulting from March 1994 to July 1996. Prior to joining SS&C, Mr. Boulanger served as Manager of Investment Accounting for The Travelers from September 1986 to March 1994. Mr. Boulanger was elected as one of SS&C's directors in February 2006.

William A. Etherington, Board Member

William A. Etherington was elected as one of our directors in May 2006. Mr. Etherington retired - after a 38-year career - from IBM in September 2001 as Senior Vice President and Group Executive, Sales and Distribution and a member of the Operations Committee and the Worldwide Management Council. Mr. Etherington served on the board of directors of CIBC from 1994 to 2009. As a corporate director, he currently serves on the boards of directors of Celestica Inc., MDS Inc. and Onex Corporation, and is the retired non-executive Chairman of the Board of the Canadian Imperial Bank of Commerce (CIBC).

Allan M. Holt, Board Member

Allan M. Holt was elected director in February 2006. He currently serves as a Managing Director and Head of the U.S. Buyout Group of The Carlyle Group, which he joined in 1991. He previously was head of Carlyle's Global Aerospace, Defense, Technology and Business/Government Services group. Prior to joining Carlyle, Mr. Holt spent three and a half years with Avenir Group, Inc., an investment and advisory group. From 1984 to 1987, Mr. Holt was Director of Planning and Budgets at MCI Communications Corporation. Mr. Holt served on the board of directors of Aviall, Inc. from 2001 to 2006 and the supervisory board of The Nielsen Company B.V. from 2006 to 2008. He currently serves on the boards of directors of Fairchild Imaging, Inc., HCR ManorCare, Inc., HD Supply, Inc., Sequa Corp. and Vought Aircraft Industries, Inc.

David Varsano, Board Member

David Varsano is the Chief Executive Officer for Pacific Packaging Products, a company specializing in industrial packaging and related solutions headquartered in Wilmington, Massachusetts with multiple locations in the United States, Puerto Rico and the Dominican Republic. Prior to joining Pacific, Mr. Varsano spent 15 years in the software industry, most recently where he served as the Chief Technology Officer for SS&C Technologies in Windsor, Connecticut. In addition, Mr. Varsano was Vice President of Dun & Bradstreet Software, where he directed the development of the company's "SmartStream" platform architecture in Boston and

Atlanta, as well as the product internationalization lab in Brussels, Belgium. Prior to that, Mr. Varsano was a Consulting Manager for the Oracle Corporation's Professional Services organization. He serves as Chairman of the Board of Pacific Packaging Products, and is on the Board of Directors of Packaging Distributors of America, Aviv Centers for Living and Marblehead Youth Hockey. He is a graduate of the Boston University School of Management, where he majored in Management Information Systems and marketing.

Jonathan E. Michael, Board Member

Jonathan E. Michael currently serves as President and Chief Executive Officer of RLI Corp., a publicly traded specialty insurance company, which he joined in 1982. Mr. Michael has held various positions at RLI Corp., including President and Chief Operating Officer, Executive Vice President and Chief Financial Officer. Prior to joining RLI Corp., Mr. Michael was associated with Coopers & Lybrand. Mr. Michael also serves on the board of directors of Maui Jim, Inc.

Michael Daniels, Board Member

Michael Daniels was elected as one of our directors in October 2013. Mr. Daniels retired from his long-standing leadership position as head of IBM Global Services after 36 years with the company, where he oversaw the go-to-market and business line management for IBM's offerings in strategic outsourcing, integrated technology services, small and medium business services, maintenance, and IBM Global Financing. Prior to this, Mr. Daniels served as General Manager of Sales and Distribution Operations of the Americas at IBM as well as leading Global Services in the Asia Pacific region. Mr. Daniels is an Independent Director of Tyco International Ltd. He has a bachelor's degree in political science from Holy Cross College in Massachusetts where he is now a Trustee.

Michael J. Zamkow, Board Member

Michael Zamkow was elected as one of our directors in June 2014. Mr. Zamkow was a partner in Goldman Sachs from 1994-2001. From 1999 he was responsible for the firm's fixed income, currency and commodity areas until his retirement in 2001. He was a Board Member of the FIA (Futures Industry Association) and LCH (London Clearing House) and also oversaw E-commerce activities for Goldman in London. Prior to his career at Goldman, which started in 1984, he obtained his undergraduate degree in accounting from Northeastern University and gained an MBA from Columbia University specializing in Finance and Futures. Mr. Zamkow also serves on the Board of Trustees of Northeastern University.

SS&C Technologies, Inc. Executive Officers:

William C. Stone, Chairman of the Board and Chief Executive Officer

William C. Stone founded SS&C in 1986 and has served as Chairman of the Board of Directors and Chief Executive Officer since SS&C's inception. He also has served as SS&C's President from inception through April 1997 and again from March 1999 until October 2004. Prior to founding SS&C, Mr. Stone directed the financial services consulting practice of KPMG LLP, an accounting firm, in Hartford, Connecticut and was Vice President of Administration and Special Investment Services at Advest, Inc., a financial services company.

Normand A. Boulanger, President and Chief Operating Officer

Normand A. Boulanger has served as SS&C's President and Chief Operating Officer since October 2004. Prior to that, Mr. Boulanger served as SS&C's Executive Vice President and Chief Operating Officer from October 2001 to October 2004, Senior Vice President, SS&C Direct from March 2000 to September 2001, Vice President, SS&C Direct from April 1999 to February 2000, Vice President of Professional Services for the Americas, from July 1996 to April 1999, and Director of Consulting from March 1994 to July 1996. Prior to joining SS&C, Mr. Boulanger served as Manager of Investment Accounting for The Travelers from September 1986 to March 1994. Mr. Boulanger was elected as one of SS&C's directors in February 2006.

Patrick J. Pedonti, Senior Vice President and Chief Financial Officer

Patrick J. Pedonti has served as SS&C's Senior Vice President and Chief Financial Officer since August 2002. Prior to that, Mr. Pedonti served as SS&C's Vice President and Treasurer from May 1999 to August 2002. Prior to joining SS&C, Mr. Pedonti served as Vice President and Chief Financial Officer for Accent Color Sciences, Inc., a company specializing in high-speed color printing, from January 1997 to May 1999.

Paul G. Igoe, Senior Vice President and General Counsel

Paul Igoe has served as SS&C's Senior Vice President, General Counsel and Secretary since January 2013. From September 2009 to December 2012, Mr. Igoe was the Vice President, General Counsel and Secretary for Manchester, Connecticut based Lydall, Inc., a manufacturer of filtration media and thermal/acoustical products. From June 2001 to September 2009, Mr. Igoe served as Associate General Counsel and Assistant Secretary to Teradyne, Inc., a manufacturer of automatic test equipment for the semi-conductor industry. Previous to his employment at Teradyne, Mr. Igoe was a Junior Partner in the Boston office of Hale and Dorr LLP (now Wilmer, Cutler, Pickering, Hale and Dorr LLP). Mr. Igoe received his Juris Doctor from the Georgetown University Law Center in 1987 and his A.B. from the College of the Holy Cross in 1984.

Phil Banas, Managing Director, SS&C Technologies Australia

Phil Banas is Managing Director, SS&C Technologies Australia and is responsible for all aspects of SS&C's Australian operations. Based in Sydney, Mr. Banas oversees new business development, customer support and professional services. Mr. Banas has over 25 years' experience in the investment management software sector and previously ran SS&C's North American sales organization and more recently worked for DST Global Systems as a senior vice president. Mr. Banas has a strong technical background and originally entered the investment technology sector as a software developer. He is also qualified as a General Registered Representative at the London Stock Exchange.

Marc Beliveau, Vice President and Controller

Marc Beliveau has served as SS&C's Vice President and Controller since June 2010. Prior to that, Mr. Beliveau served as SS&C's Controller from August 2005 to June 2010 and Assistant Controller from April 2003 to August 2005. Before joining SS&C, Mr. Beliveau worked in PwC's assurance practice, specializing in audit and transaction services for public and private technology clients. Mr. Beliveau graduated from the University of Connecticut and is a Certified Public Accountant.

Christy Bremner, Senior Vice President and General Manager, SS&C PORTIA

Ms. Bremner joined SS&C in 2012 as Senior Vice President and General Manager, PORTIA Division, which was acquired from Thomson Reuters. She served as President and Global Managing Director of PORTIA since 2002, where she focused on re-engineering the business to be a high-performing growth asset for Thomson Reuters. Previously, Ms. Bremner was Head of Operations for PORTIA and also served in a number of senior management positions with Thomson Financial, spanning business development, strategy, product development and operational management. Prior to Thomson Financial, she led the institutional services division of Trust Company of America, where she managed an outsourced suite of services offered to financial advisors and registered investment advisors. Ms. Bremner has a BS degree in Business Administration from the Whittemore School of Business and Economics at the University of New Hampshire and a MS degree in Finance from the Bentley College Graduate School of Business.

Rahul Kanwar, Senior Vice President and Managing Director of Alternative Assets

Mr. Kanwar is Senior Vice President and Managing Director, Alternative Assets including the global hedge, private equity and fund of fund administration unit of SS&C Technologies Inc. and AdvisorWare, Total Return and FundRunner software products. He joined SS&C when the company acquired the Eisnerfast LLC fund administration business from Eisner LLP in 2005. At Eisner, Mr. Kanwar was responsible for managing and overseeing Eisnerfast LLC from 1998 onwards. Mr. Kanwar also has audit experience in the financial services industry, particularly with hedge funds and brokers and dealers in securities. He has an undergraduate degree in Accounting and Economics from Franklin and Marshall College in Lancaster, PA and is a Certified Public Accountant.

Steve H. Kremidas, Senior Vice President, Chief Development Officer

Steve Kremidas is Senior Vice President and Chief Development Officer responsible for managing software development across a host of financial products on both a domestic and international basis. Mr. Kremidas has full accountability for strategic functional and technical direction and utilizes a disciplined software development methodology to produce commercial grade software to the financial industry.

Thomas McMackin, Senior Vice President and General Manager

Tom McMackin joined SS&C in 2005 when the company acquired Open Information Systems (OIS), where he was Chairman and CEO. Mr. McMackin founded OIS in 1994 after holding several senior positions at Citibank in the World Wide Securities Services and Financial Institutions groups. At OIS, Mr. McMackin established the

McMackin holds an undergraduate degree from Boston College and an MBA from Columbia University with a dual major in Finance and Operations Research.

Bob Moitoso, Senior Vice President and General Manager

Bob Moitoso has served as Senior Vice President and General Manager of SS&C's Financial Markets division since early 2012. He has over twenty-five years of experience in the financial technology and information industry driving product innovation, revenue growth and global expansion. Mr. Moitoso was most recently the Senior Vice President, Global Head Transactions Services for NYSE Technologies, a division of NYSE Euronext. There he was responsible for the NYSE Marketplace FIX electronic trading community and a Managed Services group providing outsourced electronic trading infrastructure and applications. Previously, Mr. Moitoso served as the Senior Vice President, Global Head of the FIX Division at NYFIX and at Thomson Financial, as Senior Vice President, Institutional Equities Division and General Manager of the AutEx Group. He received an MBA as well as a BS in Finance from Bentley University in Waltham, MA. Mr. Moitoso was awarded a Patent, IOI Based Block Trading Systems/Methods in 2011, and has another Patent pending for a Point-to-Point Managed FIX Messaging Service.

Colleen Nelsen, Senior Vice President and General Manager

Colleen Nelsen joined SS&C in 2000, and is a Senior Vice President and General Manager of SS&C's Treasury, Banks & Credit Unions business unit. As head of the business unit, Ms. Nelsen oversees a broad line of products and services all targeting financial institutions. Ms. Nelsen was a key player in SS&C's successful acquisitions of the DVI division of Netzee, Inc., Real-Time USA and the OMR division of ADP. She has over 24 years experience in the financial services industry, and has held various senior management positions at SunGard, Warrington Associates, Inc., and Real-Time Engineering Systems, Inc. She is a member of the International Association of Business Communicators, Who's Who Registry of Global Business Leaders, Financial Markets Association, and the National Association of Female Executives. Ms. Nelsen has an AS in Computer Science from Thornton College and a BS degree in Business Administration from Cardinal Stritch University.

David N. Reid, Senior Vice President and Managing Director, International

Mr. Reid is Senior Vice President and Managing Director of International based in London. Prior to this, Mr. Reid served as co-head of SS&C's global hedge fund administration business and was responsible for operations management and oversight, client service and new business development. Mr. Reid has more than 25 years of experience in investment services, technology and operations for financial services and has held various senior executive positions in accounting and operations, financial services and investment consulting. Previously, Mr. Reid was Senior Vice President of Investment Operations, Accounting and Systems for Conning Asset Management, and Vice president of Mellon Global Securities Services. Mr. Reid has an undergraduate degree in Accounting from the University of Rhode Island in Kingston, RI.

J. Timothy Reilly, Senior Vice President, Institutional and Investment Management

Tim Reilly joined SS&C in June 2013, and serves as Senior Vice President, Institutional and Investment Management. Prior to joining SS&C, Mr. Reilly served in senior financial capacities at PWC for almost 28 years, serving in key roles in PwC's local, regional and national markets, most recently as a Market Leader in the PwC Hartford office. Mr. Reilly also has extensive financial management experience with various clients organizations ranging from Fortune 500 to smaller entrepreneurial organizations. He is a graduate of Clarkson University, and is a Certified Public Accountant. In addition, Mr. Reilly has been recognized for his contribution to the technology community for his roles in a variety of technology related organizations.

James Ramenda, FSA CERA, Senior Vice President, Enterprise Risk

Jim Ramenda is Senior Vice President, Enterprise Risk and oversees business and product development, leads market risk SaaS/BPO service initiatives, and manages sales and support to ensure the highest levels of services are delivered across Asset Managers, Banks, Insurance Companies, Pension Funds, Real Estate Managers, and Alternative Investment Managers. He earned his Bachelor of Science degree in Economics and his Masters of Business Administration (MBA) from The Wharton School, University of Pennsylvania. He also holds several industry designations, including Fellow Society of Actuaries (FSA) and Chartered Enterprise Risk Analyst (CERA).

Bob Schwartz, Chief Technology Officer

Bob Schwartz has more than 20 years of experience in managing large global technology teams and projects, particularly for the financial services industry. Mr. Schwartz joined SS&C from GlobeOp (now SS&C GlobeOp), where he served as chief technology officer. Previously, he served as managing director for operations technology, chief technology officer, and senior vice president for derivative technology, among other positions for Lehman Brothers. Mr. Schwartz also worked for Bankers Trust building that firm's derivatives technology environment.

Mr. Schwartz earned a Bachelor of Science degree in computer science from Stony Brook University. He serves as a member of the Board of Trustees of The New York Blood Center.

Richard Shalowitz, Senior Vice President and Managing Director

Mr. Shalowitz has been part of the DBC organization for over 15 years, maintaining a leadership role through two separate acquisitions. He joined SS&C in 2002 when the company acquired the DBC municipal finance business from Thomson Financial. He held senior level positions when DBC was a private company, including Chief Operating Officer. In 2000, Thomson Financial purchased DBC and Mr. Shalowitz became an Executive Vice President of a Thomson division with expanded responsibility for four additional businesses. Before joining DBC, Mr. Shalowitz spent several years as a municipal bond broker, and prior to that held senior level positions in the health care industry. Mr. Shalowitz has an undergraduate degree from Beloit College and an MBA from the University of California, Irvine.

Henry Toy CA, Managing Director SS&C Fund Services

Mr. Toy joined SS&C Fund Services in 2006 and is co-head of SS&C's global fund administration business. Mr. Toy has built up the Toronto Fund Services location by specializing in hedge fund administration, with a focus on funds with complex strategies, products and structures. Prior to joining SS&C, Mr. Toy was a senior trader before becoming the CFO/COO of Fore Research & Management, a hedge fund in New York with four offices globally and $1.8 Billion USD in assets under management. Mr. Toy was a senior trader of the convertible arbitrage proprietary trading group for TD Securities, which later spun out and created Fore. He has a BA in Chartered Accountancy Studies and Mathematics and a Masters degree in Accounting Studies, both from the University of Waterloo. Mr. Toy, who holds or has held National Association of Securities Dealers securities series licenses 7 and 55, was admitted to the Institute of Chartered Accountants of Ontario in July, 1996.

EXHIBIT C

Attach as Exhibit C narrative and graphic descriptions of registrant's organizational structure. If clearing agency activities are conducted primarily by a division,, subdivision, or other segregable entity within the registrant corporation or organization, identify the relationship of such entity to the registrant's overall organization structure and limit the descriptions to the division, subdivision or other segregable entity which performs clearing agency activities.

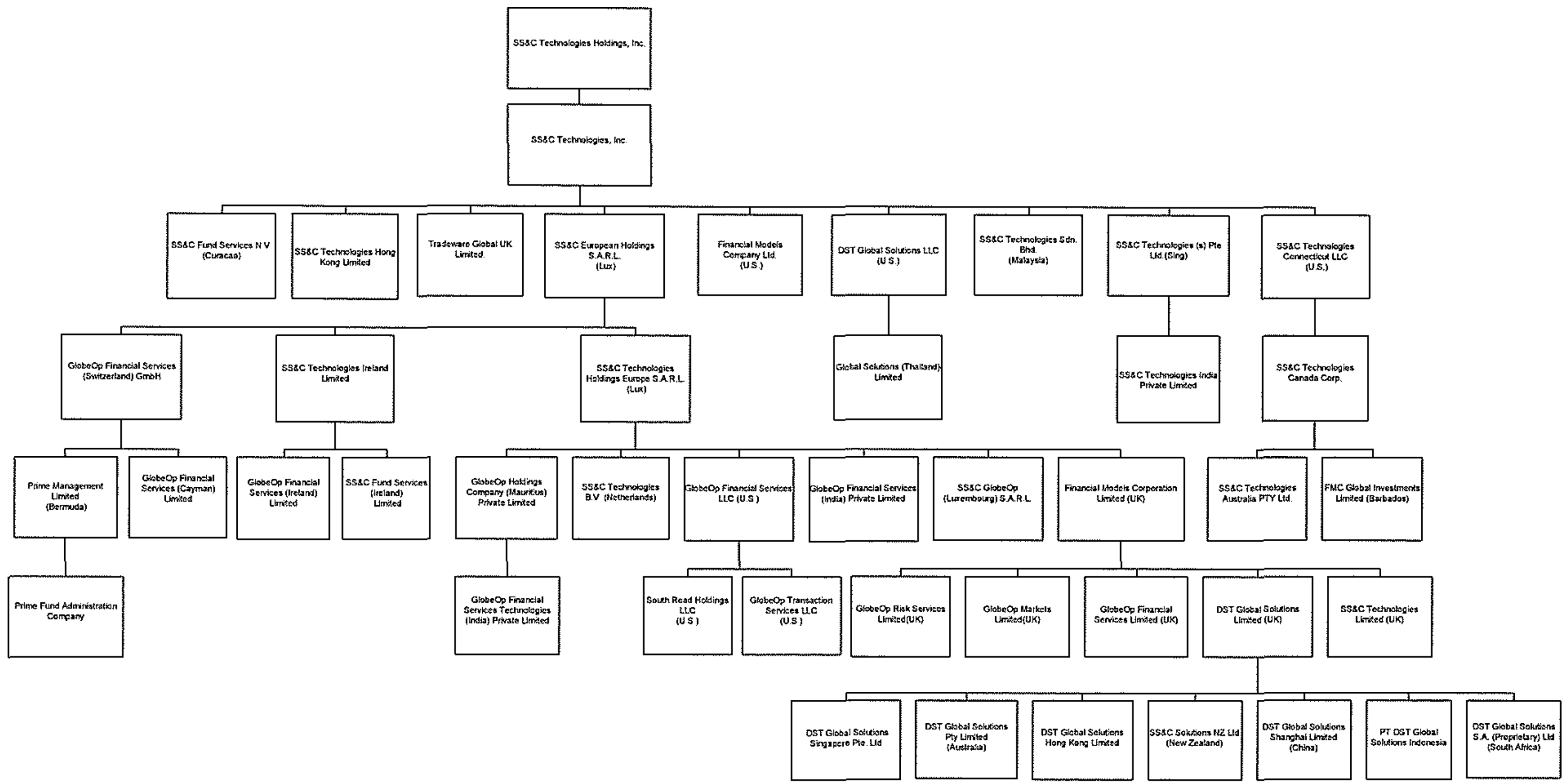
SS&C Technologies Holdings, Inc., formerly known as Sunshine Acquisition Corporation, is the ultimate parent company of SS&C Technologies, Inc. ("SS&C"). SS&C Technologies Holdings, Inc. is a holding company that does not conduct any operations.

All activities under the proposed 17A exemption would be performed by a subsidiary of SS&C, SS&C Technologies Canada Corp. ("SS&C Canada"). SS&C and SS&C Canada will maintain an intercompany agreement setting forth respective services and obligations.

SS&C Technologies Connecticut LLC is an intermediate holding company that is the immediate parent of SS&C Canada. The policies and operations of SS&C Canada are conducted by its own officers and directors, while also subject to control by SS&C Technologies Holdings, Inc. and SS&C Technologies Connecticut LLC.

Please see attached the organizational chart SS&C Technologies Holdings, Inc.

SS&C Technologies Holdings, Inc.
Organizational Chart @ 1/05/2015



<u>Subsidiaries depicted above are 100% directly owned by their parent, except for the following.</u>

- SS&C Technologies India Private Limited is owned 99 9% by SS&C Technologies (s) Pte Ltd and 0.1% by SS&C Technologies, Inc
- GlobeOp Financial Services (India) Private Limited is owned 99% by SS&C Technologies Holdings Europe S.A.R L. and 1% by GlobeOp Financial Services Limited
- GlobeOp Financial Services Technologies (India) Private Limited is owned 99% by GlobeOp Holding Company (Mauritius) Private Limited and 1% by SS&C Technologies Holdings Europe S.A.R.L.
- PT DST Global Solutions Indonesia is owned 99.999% by DST Global Solutions Limited (UK) and 0 001% by Tedy So

EXHIBIT D

Attach as Exhibit D a list of persons who directly or indirectly, through one or more intermediaries, are controlled by, or are under common control with, the clearing agency and indicate the nature of the control relationship.

SS&C is owned principally by public shareholders, as well as by William C. Stone (approximately 20%). See attached organizational chart, attached as part of Exhibit C.

Indirect Control:

William C. Stone

Direct Control:

SS&C Technologies Holdings, Inc.

EXHIBIT E

Attach as Exhibit E a copy of the currently effective constitution, articles of incorporation or association, by-laws, rules, procedures and instruments corresponding thereto, of the registrant and a complete list of all dues, fees and other charges imposed by registrant for its clearing agency activities.

EXHIBIT F

Attach as Exhibit F a brief description of any material pending legal proceeding, other than ordinary and routine litigation incidental to the business, to which the registrant or any of its subsidiaries is a party or to which any of its or their property is the subject. Include the name of the court or agency in which the proceeding is pending, the date instituted, and the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceeding known to be contemplated by governmental agencies.

EXHIBIT G

Attach as Exhibit G copies of all contracts with any national securities exchange, national securities association or clearing agency or securities market for which the registrant acts as a clearing agency or performs clearing agency functions.

EXHIBIT H

Attach as Exhibit H a balance sheet and statement of income and expenses, and all notes or schedules thereto of registrant, as of registrant's most recent fiscal year for which such information is available, certified by an independent accountant. (If certified financial information is not available, uncertified financial information should be submitted).

EXHIBIT I

Attach as Exhibit I the addresses of all offices in which clearing agency activities are performed by registrant, or for registrant by any person listed in response to item 4, and identify the nature of the clearing activities performed in each office listed.

EXHIBIT J

Attach as Exhibit J narrative description of each service or function performed by the registrant.

Securities transaction volumes and volatility have increased over the past decade resulting in the need to improve systems, workflows, risk management, and electronic communications links between all participants involved in the Institutional Trade life cycle. SS&C's service, SSCNet, offers a post-trade, pre-settlement electronic trade confirmation / affirmation service for all constituents involved in the Institutional Trade process, including Investment Managers, Broker Dealers, Custodians, and Interested Parties.

SS&C shall not perform any clearing agency function (e.g., net settlement, maintaining a balance of open positions between buyers and sellers, or marking securities to the market) other than those provided by SSCNet, as permitted by this exemption.

The following describes the key areas of functionality as they pertain to the trade life cycle:

<u>Trade Agreement Phase – Block Level Matching:</u> The first phase of the post-trade life cycle is an optional step which involves Block to Block Level Matching. This is sometimes referred to as "Trade Level Matching". This step requires the Broker/Dealer to submit a final cumulative notice of execution (NOE) on trade date, which will be matched against the aggregated totals of the corresponding allocations submitted by the Investment Manager. The SSCNet matching utility allows the Investment Manager and Broker/Dealer to configure a match agreement between them in such a manner so as to determine if this optional step is required. The configuration process allows them to also determine which instrument types are eligible for Trade Level matching, and which fields are eligible for matching (e.g. matching proceeds based on the gross or net amounts). It also allows the Investment Manager to set tolerances against financial fields on an actual or percentage basis (accrued, commission, fees, price, settlement amount etc.). Should an amount fall within the tolerance accepted by the Investment Manager, the details submitted by the Broker/Dealer shall be deemed to be correct and accepted by the Investment Manager. Matches within tolerance are identified within SSCNet as "Partially Matched". Exact matches are referred to as being "Fully Matched". Matches outside tolerance or ones without a corresponding entry by the counterparty are referred to as "Unmatched".

Upon receipt of the NOE, the Investment Manager submits its corresponding allocations. SSCNet validates key fields during trade import, and if any are found to be erroneous, the trade is placed in a reprocess queue and displayed within a reprocess blotter to allow for data correction to take place either through manual intervention or resubmission of a trade. Allocations are the only obligation the Investment Manager has in terms of submission to SSCNet. If Block Level Matching is selected, SSCNet will aggregate the allocations and create a block trade on behalf of the Investment Manager which will be used to match against the NOE. Allocations are expected to be submitted on Trade Date.

Upon a successful block level match, the next phase of matching can occur; Detail Level Matching.

<u>Trade Agreement Phase – Detail Level Matching:</u> The detail level match takes place on Trade Date regardless of whether block level matching is selected or not. Once an allocation is received by the Broker/Dealer, a "confirmation" can be generated and delivered to the Investment Manager and also captured within the SSCNet matching utility. The confirmation must pass field validations before being accepted into SSCNet for subsequent processing. Any transactions that fail the validation process are presented to the Broker/Dealer through a reprocess blotter for subsequent correction. The Investment Manager is responsible for determining the fields to be matched against and the tolerances applied to financial fields. Again, any match that takes place within tolerance is deemed to be accepted by the Investment Manager and the Broker/Dealer details will be used for downstream processing. As with the block level match feature, Matches within tolerance are identified within SSCNet as "Partially Matched". Exact matches are referred to as being "Fully Matched". Matches outside tolerance or ones without a corresponding entry by the counterparty are referred to as "Unmatched". Because of the time required to prepare and submit allocations or confirmations, a "Waiting to be Matched" period can be established by the Investment Manager. Trades can be matched within this period, but trades not matching will not appear on the unmatched report. Generally, this period is set for approximately 30 minutes.

<u>Settlement Agreement Phase:</u> Custodians and Interested Parties are direct members on SSCNet. Under the current SSCNet matching process, trades can be released to these parties as they enter the network, or after match. If a Custodian is responsible for affirming a trade, it can be released to them immediately. The Investment Manager can still choose to match but they will not be the affirming party. SSCNet is responsible for the transformation of settlement instructions into an ISO 15022 format when communicating with Custodians and Interested Parties. Third party FX notifications, term deposit instructions, and cash movement notifications are also available to these counterparties.

Under the current processing environment, SSCNet can only receive Broker/Dealer confirmations via TradeSuite, and all affirmations must be returned via the same TradeSuite interface after a match occurs. Subject to the approval of this application for exemption, it is anticipated that SSCNet will be able to accept confirmations directly from Broker/Dealers and interface directly with DTCC.

Miscellaneous Items and Functionality

Standing Settlement Instructions: SSCNet introduced the Delivery Instruction Database, or DIDB, in 2001. The DIDB is fully integrated into SSCNet and provides a repository for settlement instructions for all instrument types, including FX, cash, and term deposit processing. The DIDB fully supports the ISO 15022 settlement chain and provides an audit trail detailing additions, modifications, or deletions to settlement models. Managers, Brokers, and/or Custodians can maintain instructions. Rather than attaching instructions to portfolios directly, or maintaining portfolios within the DIDB, a cross-reference mechanism is used to ensure portfolios are synchronized with the proper set of instructions.

Local cross-referencing: SSCNet allows each participant to maintain their own set of currency codes, transaction type identifiers, counterparty codes, and portfolio identifiers. This ensures that the responsibility for maintenance rests with each participant. The receivers of transactions decide upon the export format that they will receive, *e.g.* fixed length proprietary, 15022, or xml. Support of FIX formatted allocations is also supported.

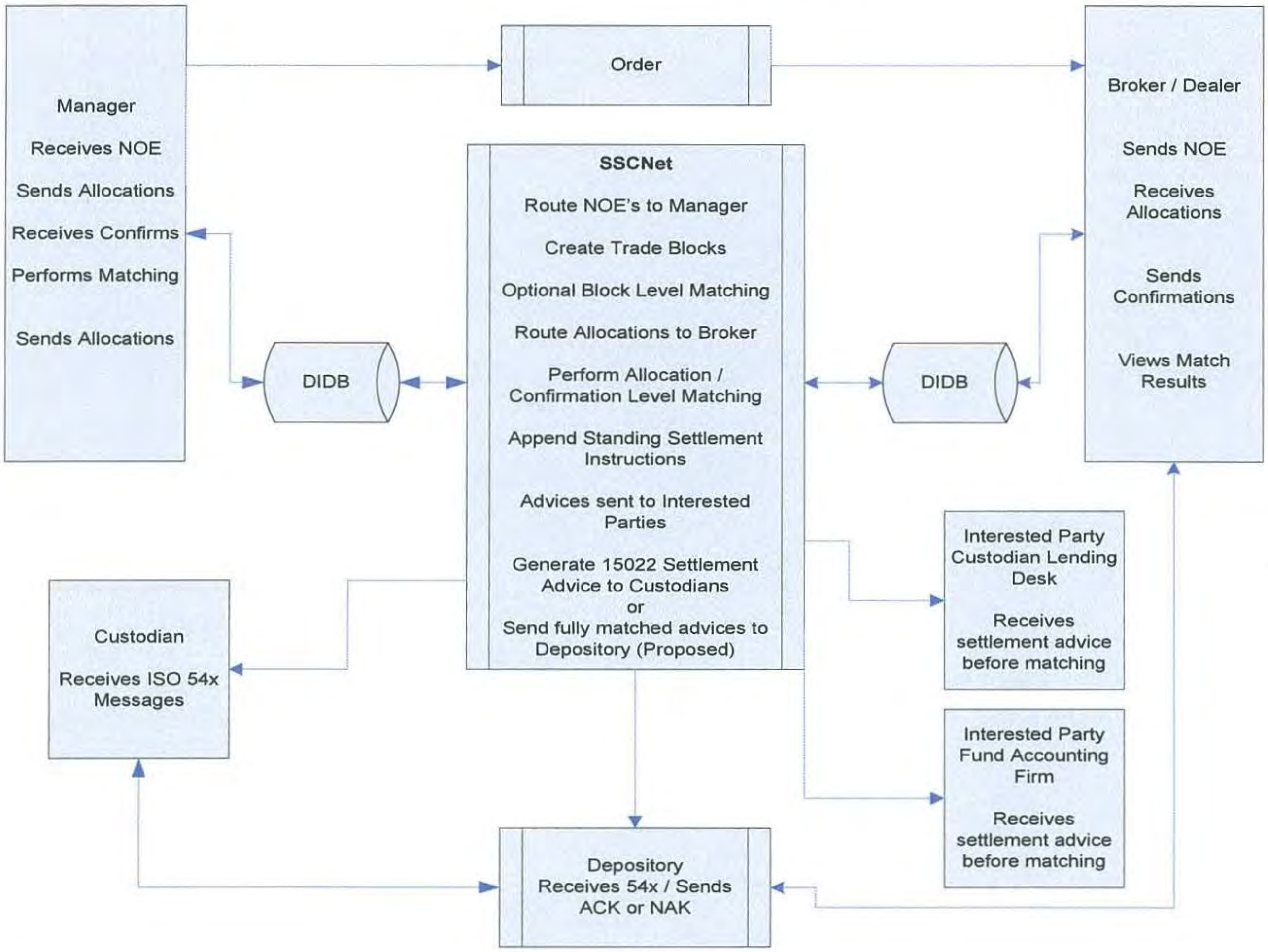
SWIFT interface: A seamless interface into the SWIFT network where SS&C acts as a SWIFT Service Bureau exists. This allows Managers to communicate with parties outside the SSCNet network, with formatting completed within the SSCNet application thereby eliminating the need for costly middleware solutions.

Batch Facility: While SSCNet is a real-time, message based system, a batch facility is provided for participants that require this functionality. It is anticipated that many participants will continue to receive transactions via the batch facility for the foreseeable future. A configuration flag within the SSCNet network can be set for real-time or batch-based communications. An output format is then selected by the participant (e.g. SSCNet proprietary, SWIFT, ISITC, or DTC affirmation format), as well as optional Message Types, Sender IDs, Settlement Locations, and Instrument Types. The participant determines the start date and time, and if the batch is to be submitted on a regular basis or one time only. Once a transaction is exported from SSCNet, it is marked accordingly in the audit trail and will not be exported again in subsequent batches. Once a batch file is created, it is then sent to the participant's system based on the communications choice of the client (FTP, leased line etc.) and optional encryption methodologies are available. Fully automated facsimile and e-mail services are available to allow for communication with counter-parties that are not part of an electronic network.

Time stamps and audit trails: Central time stamping and a full audit trail is available for all transactions. Transaction histories are maintained for a minimum of ten (10) years. These records are maintained online for a minimum of 45 days, and then moved to an online archive facility for a further two (2) year period. Transactions that are aged between two (2) and ten (10) years are then moved to a back-up facility, from which they can be retrieved if necessary.

Please refer to the following workflow diagram.

SSCNet Equity / Fixed Income Trades
Full Participation



Notes

- Orders are communicated outside of SSCNet
- NOE's routed to the Manager – stored for subsequent matching
- Allocations routed from Manager to Broker after settlement instruction enhancement
- Trade Blocks created through Allocation aggregation
- Block level matching available
- Allocations routed to Interested Parties (Fund Accounting firms or Securities Lending Desks)
- Confirmation routed to Manager
- Allocation vs. confirmation matching takes place
- Matched settlement advice routed to depository
- Depository message acknowledged
- Settlement Advice routed to Custodian

Central Matching Utilized

EXHIBIT K

Attach as Exhibit K a description of the measures or procedures employed by registrant to provide for the security of any system which performs the functions of a clearing agency. Include a general description of any operational safeguards designed to prevent unauthorized access to the system (including unauthorized input or retrieval of information for which the primary record source is not a hard copy). Identify any instances within the past year in which the described security measures or safeguards failed to prevent unauthorized access to the system and describe any measures taken to prevent a recurrence of any such incident. Describe also any measures used to verify the accuracy of information received or disseminated by the system.

EXHIBIT L

Attach as Exhibit L a description of the measures or procedures employed by registrant to provide for the safeguarding of securities and funds in its custody or control. Identify any instances within the past year in which the described security measures or safeguards failed to prevent any unauthorized access to securities or funds in possession of registrant and any measures taken to prevent a recurrence of any such incident.

Not Applicable. The registrant does not maintain custody or control securities or funds.

EXHIBIT M

If clearing agency functions are performed by automated facilities or systems, attach as Exhibit M a description of all backup systems or subsystems which are designed to prevent interruptions in the performance of any function as a result of technical or other malfunction. Include backups for input or output links to the system and precautions with respect to malfunctions in any areas external to the system.

EXHIBIT N

Attach as Exhibit N a list of the persons who currently participate, or who have applied for participation, in registrant's clearing agency activities (if registrant performs more than one activity, a columnar presentation may be utilized).

EXHIBIT O

Attach as Exhibit O a description of any specifications, qualifications, or other criteria which limit, are interpreted to limit, or have the effect of limiting access to, or use of, any clearing agency service furnished by the registrant and state the reasons for imposing such specifications, qualifications, or other criteria.

EXHIBIT P

Attach as Exhibit P copies of any form of contracts governing the terms on which persons may subscribe to clearing agency services provided by the registrant.

EXHIBIT Q

Attach as Exhibit Q a schedule of any prices, rates or fees fixed by registrant for services rendered by its participants.

EXHIBIT R

Attach as Exhibit R a schedule of any prohibitions or limitations imposed by the clearing agency on access by any person to services offered by any participant.

EXHIBIT S

If this is an application for an exemption from registration as a clearing agency, attach as Exhibit S a statement demonstrating why the granting of an exemption from registration as a clearing agency would be consistent with the public interest, the protection of investors and the purposes of Section 17A of the Act, including the prompt and accurate clearance and settlement of securities transactions and the safeguarding of securities and funds.

SS&C respectfully requests an exemption from registration as a clearing agency for its electronic trade confirmation and settlement service, SSCNet. SS&C has engaged in electronic trade confirmation and settlement services for over 20 years and since then maintained open interoperability conditions, and provided the assurance to participants and regulators of a secure, reliable service. It is the intent of SS&C to offer ETC services for non-depository eligible US securities as well as ETC services and central matching services for depository eligible US securities through its SSCNet utility. Further, SS&C's request for exemption is consistent with the public interest, the protection of investors and the purposes of Section 17A of the Act because SSCNet in its capacity as a real time matching system will enable participants to more effectively verify trade details which is a critical precursor to timely trade settlement and risk mitigation within the institutional post trade life cycle. Electronic trade confirmation and settlement services provide improved and automated verification which eliminates obstacles to settlement, helps eliminate potential losses created by input and reference data errors, and enables participants to focus on their core competencies such as trading securities and managing assets. With SSCNet, participants will gain access to a matching utility that is affordable, a utility that will strengthen the industry-wide business continuity efforts in the institutional trading area and will allow users to choose the best matching process for their purposes. The built-in middleware in SSCNet as well as the flexibility in handling parts or all of the trade matching cycle, will allow easy interfacing with other matching utilities and therefore offer market participants a greater choice in selecting their matching provider.

SS&C undertakes to comply fully with all conditions set forth under the Commission's Automated Review Policies (Release No. 34-27445; File No. S7-29-89, and Release No. 34-29185; File No. S7-12-91), as well as those conditions set forth under Release No. 34-44188; File No. 600-32, and the Guidance for Systems Outages and System Change Notifications, dated June 1, 2001. SS&C will comply with the following conditions, set forth *verbatim* (except as noted and substituting SS&C for GJVMS): Global Joint Venture Matching Services - US, LLC; Order Granting Exemption from Registration as a Clearing Agency, Securities and Exchange Commission (Release No. 34-44188; File No. 600-32), April 17, 2001:

C.1. Operational Conditions

(1) Before beginning the commercial operation of its matching service, SS&C shall provide the Commission with an audit report that addresses all the areas discussed in the Commission's Automation Review Policies ("ARP"). [1]

(2) SS&C shall provide the Commission with annual reports and any associated field work prepared by competent, independent audit personnel that are generated in accordance with the annual risk assessment of the areas set forth in the ARP. SS&C shall provide the Commission (beginning in its first year of operation) with annual audited financial statements prepared by competent independent audit personnel.

(3) SS&C shall report all significant systems outages to the Commission. If it appears that the outage may extend for thirty minutes or longer, SS&C shall report the systems outage immediately. If it appears that the outage will be resolved in less than thirty minutes, SS&C shall report the systems outage within a reasonable time after the outage has been resolved.

(4) SS&C shall provide the Commission with twenty business days' advance notice of any material changes that SS&C makes to the matching service or ETC service. These changes will not require the Commission's approval before they are implemented.

(5) SS&C shall respond and require its service providers to respond to requests from the Commission for additional information relating to the matching service and ETC service, and provide access to the Commission to conduct on-site inspections of all facilities (including automated systems and systems environment), records, and personnel related to the matching service and the ETC service. The requests for information shall be made and the inspections shall be conducted solely for the purpose of reviewing the matching service's and the ETC service's operations and compliance with the federal securities laws and the terms and conditions in any exemptive order issued by the Commission with respect to SS&C's matching service.

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1 See Exchange Act Release Nos. 34-27445 (Nov. 16, 1989), 54 FR 48703 (Nov. 24, 1989) ("ARP I"), and 34-29185 (May 9, 1991), 56 FR 22490 (May 15, 1991) ("ARP II"); see also Memorandum from the Securities and Exchange Commission Division of Market Regulation to SROs and NASDAQ (June 1, 2001) ("Guidance for Systems Outages and System Change Notifications"), available at http://www.sec.gov/divisions/marketreg/sro-guidance-for-systems-outage-06-01-2001.pdf.

(6) SS&C shall supply the Commission or its designee with periodic reports regarding the affirmation rates for institutional transactions effected by institutional investors that utilize its matching service and ETC service. [2]

(7) SS&C shall preserve a copy or record of all trade details, allocation instructions, central trade matching results, reports and notices sent to customers, service agreements, reports regarding affirmation rates that are sent to the Commission or its designee, and any complaint received from a customer, all of which pertain to the operation of its matching service and ETC service. SS&C shall retain these records for a period of not less than five years, the first two years in an easily accessible place.

(8) SS&C shall not perform any clearing agency function (such as net settlement, maintaining a balance of open positions between buyers and sellers, or marking securities to the market) other than as permitted in an exemption issued by the Commission.

(9) Before beginning the commercial operation of its matching service, SS&C shall provide the Commission with copies of the intercompany agreement between SS&C and SS&C Canada and shall notify the Commission of any material changes to the service agreement. (copy in Exhibit E)

C.2. Interoperability Conditions

(1) SS&C shall develop, in a timely and efficient manner, fair and reasonable linkages between SS&C's matching service and other matching services that are registered with the Commission or that receive or have received from the Commission an exemption from clearing agency registration that, at a minimum, allow parties to trades that are processed through one or more matching services to communicate through one or more appropriate effective interfaces with other matching services.

(2) SS&C shall devise and develop interfaces with other matching services that enable end-user clients or any service that represents end-user clients to SS&C ("end-user representative") to gain a single point of access to SS&C and other matching services. Such interfaces must link with each other matching service so that an end-user client of one matching service can communicate with all end-user clients of all matching services, regardless of which matching service completes trade matching prior to settlement.

(3) If any intellectual property proprietary to SS&C is necessary to develop, build, and operate links or interfaces to SS&C's matching service, as described in these conditions, SS&C shall license such intellectual property to other matching services seeking linkage to SS&C on fair and reasonable terms for use in such links or interfaces.

(4) SS&C shall not engage in any activity inconsistent with the purposes of Section 17A(a)(2) of the Exchange Act, [3] which section seeks the establishment of linked or coordinated facilities for clearance and settlement of transactions. In particular, SS&C will not engage in activities that would prevent any other matching service from operating a matching service that it has developed independently from SS&C's matching service.

(5) SS&C shall support industry standards in each of the following categories: communication protocols (e.g., TCP/IP, SNA); message and file transfer protocols and software (e.g., FIX, WebSphere MQ, SWIFT); message format standards (e.g., FIX); and message languages and metadata (e.g., XML). However, SS&C need not support all existing industry standards or those listed above by means of example. Within three months of regulatory approval, SS&C shall make publicly known those standards supported by SS&C's matching service. To the extent that SS&C decides to support other industry standards, including new and modified standards, SS&C shall make these standards publicly known upon making such decision or within three months of updating its system to support such new standards, whichever is sooner. Any translation to/from these published standards necessary to communicate with SS&C's system shall be performed by SS&C without any significant delay or service degradation of the linked parties' services.

(6) SS&C shall make all reasonable efforts to link with each other matching service in a timely and efficient manner, as specified below. Upon written request, SS&C shall negotiate with each other matching service to develop and build an interface that allows the two to link matching services ("interface"). SS&C shall involve neutral industry participants in all negotiations to build or develop interfaces and, to the extent feasible, incorporate input from such participants in determining the specifications and architecture of such interfaces. Absent adequate business or technological justification, [4] SS&C and the requesting other matching service shall conclude negotiations and reach a

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2 DTC submits monthly affirmation/confirmation reports to the appropriate self-regulatory organizations. The Commission anticipates a similar schedule for SS&C.

3 15 U.S.C. §78q-1(a)(2)(A)(ii).

4 The failure of neutral industry participants to be available or to submit their input within the 120 day or 90 day time periods set forth in this paragraph shall not constitute an adequate business or technological justification for failing to adhere to the requirements set forth in this paragraph.

binding agreement to develop and build an interface within 120 calendar days of SS&C's receipt of the written request. This 120-day period may be extended upon the written agreement of both SS&C and the other matching service engaged in negotiations. For each other matching service with whom SS&C reaches a binding agreement to develop and build an interface, SS&C shall begin operating such interface within 90 days of reaching a binding agreement and receiving all the information necessary to develop and operate it. This 90-day period may be extended upon the written agreement of both SS&C and the other matching service. For each interface and within the same time SS&C must negotiate and begin operating each interface, SS&C and the other matching service shall agree to "commercial rules" for coordinating the provision of matching services through their respective interfaces, including commercial rules: (A) allocating responsibility for performing matching services; and (B) allocating liability for service failures. SS&C shall also involve neutral industry participants in negotiating applicable commercial rules and, to the extent feasible, take input from such participants into account in agreeing to commercial rules. At a minimum, each interface shall enable SS&C and the other matching service to transfer between them all trade and account information necessary to fulfill their respective matching responsibilities as set forth in their commercial rules ("trade and account information"). Absent an adequate business or technological justification, SS&C shall develop and operate each interface without imposing conditions that negatively impact the other matching service's ability to innovate its matching service or develop and offer other value-added services relating to its matching service or that negatively impact the other matching service's ability to compete effectively against SS&C.

(7) In order to facilitate fair and reasonable linkages between SS&C and other matching services, SS&C shall publish or make available to any other matching service the specifications for any interface and its corresponding commercial rules that are in operation within twenty days of receiving a request for such specifications and commercial rules. Such specifications shall contain all the information necessary to enable any other matching services not already linked to SS&C through an interface to establish a linkage with SS&C through an interface or a substantially similar interface. SS&C shall link to any other matching service, if the other matching service so opts, through an interface substantially similar to any interface and its corresponding commercial rules that SS&C is currently operating. SS&C shall begin operating such substantially similar interface and commercial rules with the other matching service within 90 days of receiving all the information necessary to operate that link. This 90-day period may be extended upon the written agreement of both SS&C and the other matching service that plans to use that link.

(8) SS&C and respective other matching services shall bear their own costs of building and maintaining an interface, unless otherwise negotiated by the parties.

(9) SS&C shall provide to all other matching services and end-user representatives that maintain linkages with SS&C sufficient advance notice of any material changes, updates, or revisions to its interfaces to allow all parties who link to SS&C through affected interfaces to modify their systems as necessary and avoid system downtime, interruption, or system degradation.

(10) SS&C and each other matching service shall negotiate fair and reasonable charges and terms of payment for the use of their interface with respect to the sharing of trade and account information ("interface charges"). In any fee schedule adopted under conditions C.2(10), C.2(11), or C.2(12) herein, SS&C's interface charges shall be equal to the interface charges of the respective other matching service.

(11) If SS&C and the other matching service cannot reach agreement on fair and reasonable interface charges within 60 days of receipt of the written request, SS&C and the other matching service shall submit to binding arbitration under the rules promulgated by the American Arbitration Association. The arbitration panel shall have 60 days to establish a fee schedule. The arbitration panel's establishment of a fee schedule shall be binding on SS&C and the other matching service unless and until the fee schedule is subsequently modified or abrogated by the Commission or SS&C and the other matching service mutually agree to renegotiate.

(12) (A) The following parameters shall be considered in determining fair and reasonable interface charges: (i) the variable cost incurred for forwarding trade and account information to other matching services; (ii) the average cost associated with the development of links to end-users and end-user representatives; and (iii) SS&C's interface charges to other matching services.
(B) The following factors shall not be considered in determining fair and reasonable interface charges: (i) the respective cost incurred by SS&C or the other matching service in creating and maintaining interfaces; (ii) the value that SS&C or the other matching service contributes to the relationship; (iii) the opportunity cost associated with the loss of profits to SS&C that may result from competition from other matching services; (iv) the cost of building, maintaining, or upgrading SS&C's matching service; or (v) the cost of building, maintaining, or upgrading value added services to SS&C's matching service. (C) In any event, the interface charges shall not be set at a level that unreasonably deters entry or otherwise diminishes price or non-price competition with SS&C by other matching services.

(13) SS&C shall not charge its customers more for use of its matching service when one or more counterparties are customers of other matching services than SS&C charges its customers for use of its matching service when all counterparties are customers of SS&C. SS&C shall not charge customers any additional amount for forwarding to or receiving trade and account information from other matching services called for under applicable commercial rules.

(14) SS&C shall maintain its quality, capacity, and service levels in the interfaces with other matching services ("matching services linkages") without bias in performance relative to similar transactions processed completely within SS&C's service. SS&C shall preserve and maintain all raw data and records necessary to prepare reports tabulating separately the processing and response times on a trade-by-trade basis for (A) completing its matching service when all counterparties are customers of SS&C; (B) completing its matching service when one or more counterparties are customers of other matching services; or (C) forwarding trade information to other matching services called for under applicable commercial rules. SS&C shall retain the data and records for a period not less than six years. Sufficient information shall be maintained to demonstrate that the requirements of condition C.2(15) below are being met. SS&C and its service providers shall provide the

Commission with reports regarding the time it takes SS&C to process trades and forward information under various circumstances within thirty days of the Commission's request for such reports. However, SS&C shall not be responsible for identifying the specific cause of any delay in performing its matching service where the fault for such delay is not attributable to SS&C.

(15) SS&C shall process trades or facilitate the processing of trades by other matching services on a first-in-time priority basis. For example, if SS&C receives trade and account information that SS&C is required to forward to other matching services under applicable commercial rules ("pass-through information") prior to receiving trade and account information from SS&C's customers necessary to provide matching services for a trade in which all parties are customers of SS&C ("intra-hub information"), SS&C shall forward the pass-through information to the designated other matching service prior to processing the intra-hub information. If, on the other hand, the information were to come in the reverse order, SS&C shall process the intra-hub information before forwarding the pass-through information.

(16) SS&C shall sell access to its databases, systems or methodologies for transmitting settlement instructions (including settlement instructions from investment managers, broker-dealers, and custodian banks) and/or transmitting trade and account information to and receiving authorization responses from settlement agents on fair and reasonable terms to other matching services and end-user representatives. Such access shall permit other matching services and end-user representatives to draw information from those databases, systems, and methodologies for transmitting settlement instructions and/or transmitting trade and account information to and receiving authorization responses from settlement agents for use in their own matching services or end-user representatives' services. The links necessary for other matching services and end-user representatives to access SS&C's databases, systems or methodologies for transmitting settlement instructions and/or transmitting trade and account information to and receiving authorization responses from settlement agents will comply with conditions C.2(3), C.2(5), C.2(9), C.2(14) and C.2(15) above.

(17) For the first five years from the date of an exemptive order issued by the Commission with respect to SS&C's matching service, SS&C shall provide the Commission with reports every six months sufficient to document SS&C's adherence to the obligations relating to interfaces set forth in conditions C.2(6) through C.2(13) and C.2(16) above. SS&C shall incorporate into such reports information including but not limited to (A) all other matching services linked to SS&C; (B) the time, effort, and cost required to establish each link between SS&C and other matching services; (C) any proposed links between SS&C and other matching services as well as the status of such proposed links; (D) any failure or inability to establish such proposed links or fee schedules for interface charges; (E) any written complaint received from other matching services relating to its established or proposed links with SS&C; and (F) if SS&C failed to adhere to any of the obligations relating to interfaces set forth in conditions C.2(6) through C.2(13) and C.2(16) above, its explanation for such failure. The Commission shall treat information submitted in accordance with this condition as confidential, non-public information, subject to the provisions of applicable law. If any other matching service seeks to link with SS&C more than five years after issuance of an exemptive order issued by the Commission with respect to SS&C's matching service, SS&C shall notify the Commission of the other matching service's request to link with SS&C within ten days of receiving such request. In addition, SS&C shall provide reports to the Commission in accordance with this paragraph commencing six months after the initial request for linkage is made until one year after SS&C and the other matching service begin operating their interface. The Commission reserves the right to request reports from SS&C at any time. SS&C shall provide the Commission with such updated reports within thirty days of the Commission's request.

(18) SS&C shall also publish or make available upon request to any end-user representative the necessary specifications, protocols, and architecture of any interface created by SS&C for any end-user representative.

Additional Representations

(1) SS&C shall provide CSAE3416/SSAE16 Type 2 reports for SSCNet within 90 days of SSCNet starting production. Please see Exhibit K and attached audits reports.

(2) SS&C shall comply with the White Paper on Sound Practices to Strengthen the Resilience of the U.S. Financial System (Securities Exchange Act Release No. 46432) before its volume for U.S. securities matched is 1% of the U.S. aggregate daily share volume.

(3) SS&C will notify the Commission and seek a volume limit amendment to its Form CA-1 at least 180 days before it anticipates its volume for U.S. securities matched to reach 1% of the U.S. aggregate daily share volume.

(4) SS&C shall obtain contractual commitments from its customers permitting it to provide information to the OSC, SEC, and other regulatory third parties.

(5) SS&C shall make available SS&C Canada employees in Canada or US for interview by the SEC subject to reasonable notice, provided that such action does not impose unreasonable hardship under applicable immigration law on such employees.

(6) As set forth in the Intercompany Agreement, SS&C shall provide the SEC access to information related to SS&C's matching system and ETC services, including those documents it receives from its service provider, SS&C Canada (the "Business Activities Information"). SS&C Canada shall provide on the same business day to SS&C at its headquarters in Windsor, Connecticut electronically generated Business Activities Information, in whatever form SS&C shall specify, including regularly and automatically generated and ad hoc reports, books and

records, correspondence, memoranda, papers, notices, accounts and other such records. Additionally, SS&C Canada shall send to SS&C at its headquarters in Windsor, Connecticut all manually generated Business Activities Information, in whatever form SS&C shall specify, no later than the business day on which the record is generated. Please see attached Intercompany Agreement.

Further, SS&C has confirmed with external counsel that implementation of the Intercompany Agreement would not violate the Canadian Personal Information Protection and Electronic Documents Act ("PIPEDA") or the Ontario Business Records Protection Act ("BRPA").[5] This would allow for the disclosure of personal information by SS&C Canada to SS&C (US).

(7) SS&C maintains an Information Security Policy as well as a Confidentiality and Privacy Policy to ensure customer information is protected. The SS&C Board of Directors and executive officers are ultimately responsible for Information Security. The Vice President of Security coordinates the Information Security activities within SS&C. The policies are attached.

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[5] As the draft Intercompany Agreement is governed by Connecticut law, and as external counsel are not qualified to practice in Connecticut, in providing these opinions they have assumed that the provisions of the Agreement have the same meaning under Connecticut law as they would under Ontario and Canadian law.