

ALLSCRIPTS-MISYS HEALTHCARE SOLUTIONS, INC.
Form SC 13D/A
February 11, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
SCHEDULE 13D/A
Under the Securities Exchange Act of 1934
(Amendment No. 1)*
ALLSCRIPTS MISYS HEALTHCARE SOLUTIONS, INC.**

(Name of Issuer)
Common Stock, \$0.01 Par Value

(Title of Class of Securities)
01988P108

(CUSIP Number)

Dan Fitz, Esq.
Misys plc
One Kingdom Street
Paddington
London W2 6BL, UK
44 (0)20 3320 5000

copies to:
Andrew L. Bab, Esq.
Debevoise & Plimpton LLP
919 Third Avenue
New York, NY 10022
(212) 909-6323

(Name, Address and Telephone Number of Persons Authorized to Receive Notices and Communications)
February 10, 2009

(Date of event which requires filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Sections 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box o.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 01988P108

NAMES OF REPORTING PERSONS:

1 MISYS PLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2 (a)
(b)

SEC USE ONLY

3

SOURCE OF FUNDS

4 OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6 United Kingdom

SOLE VOTING POWER

7

NUMBER OF

SHARES SHARED VOTING POWER
BENEFICIALLY OWNED BY 8 82,886,017

EACH SOLE DISPOSITIVE POWER
REPORTING 9

PERSON

WITH SHARED DISPOSITIVE POWER

10

82,886,017

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

82,886,017

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

13

56.7%

TYPE OF REPORTING PERSON

14

CO

CUSIP No. 01988P108

NAMES OF REPORTING PERSONS

1

MISYS PATRIOT US HOLDINGS LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS

4

OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

NUMBER OF

SHARES
BENEFICIALLY OWNED BY

8

SHARED VOTING POWER

64,028,875

EACH
REPORTING

9

SOLE DISPOSITIVE POWER

PERSON

WITH SHARED DISPOSITIVE POWER

10

64,028,875

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

64,028,875

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

13

43.8%

TYPE OF REPORTING PERSON

14

PN

CUSIP No. 01988P108

NAMES OF REPORTING PERSONS

1

MISYS PATRIOT LIMITED

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS

4

BK, OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United Kingdom

SOLE VOTING POWER

7

NUMBER OF

SHARES
BENEFICIALLY OWNED BY

8

SHARED VOTING POWER

18,857,142

EACH
REPORTING

9

SOLE DISPOSITIVE POWER

PERSON

WITH SHARED DISPOSITIVE POWER

10

18,857,142

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

18,857,142

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

13

12.9%

TYPE OF REPORTING PERSON

14

OO

This Amendment No. 1 (this Amendment) amends the Schedule 13D initially filed on October 20, 2008 (the Original Filing) relating to the common stock, par value \$0.01, of Allscripts-Misys Healthcare Solutions, Inc. Information reported in the Original Filing remains in effect except to the extent that it is amended or superseded by information contained in this Amendment. Capitalized terms used but not defined in this Amendment have the respective meanings set forth in the Original Filing.

Item 4. Purpose of Transaction.

The disclosure in Item 4 is hereby amended and supplemented by adding the following after the final paragraph thereof:

On February 10, 2009, Misys, MPL, MPUSH and the Company entered into a Stock Repurchase Agreement (the Stock Repurchase Agreement), pursuant to which MPUSH and/or MPL shall sell shares of common stock of the Company to the Company in the aggregate in proportion to any other shares of common stock of the Company that the Company may purchase under the Market Purchase Program (as such term is defined in the Stock Repurchase Agreement) from shareholders of the Company other than Misys or any of its subsidiaries so that Misys and its subsidiaries will retain their current percentage ownership of common stock of the Company.

This summary of the Stock Repurchase Agreement is not intended to be complete and is qualified in its entirety by reference to such agreement, a copy of which is attached hereto as Exhibit 99.7 and is incorporated by reference herein.

Item 7. Material to be Filed as Exhibits

Item 7 of the Schedule 13D is hereby amended to add the following:
Exhibit 99.7 Stock Repurchase Agreement, dated as of February 10, 2009, by and among Misys plc, Misys Patriot Ltd., Misys Patriot US Holdings, LLC and Allscripts-Misys Healthcare Solutions, Inc.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 11, 2009

MISYS PLC

By: /s/ Dan Fitz
Name: Dan Fitz
Title: Executive Vice President, General
Counsel
and Corporate Secretary

MISYS PATRIOT US HOLDINGS LLC

By: /s/ Darryl E. Smith
Name: Darryl E. Smith
Title: President of Misys Holdings Inc.,
sole
member of Misys Patriot US
Holdings LLC

MISYS PATRIOT LTD.

By: /s/ Dan Fitz
Name: Dan Fitz
Title: Director