

ALLSCRIPTS-MISYS HEALTHCARE SOLUTIONS, INC.
Form SC 13D/A
July 27, 2010

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

SCHEDULE 13D/A

**Under the Securities Exchange Act of 1934
(Amendment No. 4)***

ALLSCRIPTS MISYS HEALTHCARE SOLUTIONS, INC.

(Name of Issuer)

Common Stock, \$0.01 Par Value

(Title of Class of Securities)

01988P108

(CUSIP Number)

Thomas E. Kilroy, Esq.

Misys plc

One Kingdom Street

Paddington

London W2 6BL

United Kingdom

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A. Peter Harwich, Esq.

Allen & Overy LLP

1221 Avenue of the Americas

New York, New York 10020

United States of America

(212) 610-6300

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

July 26, 2010

(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.

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

NAME OF REPORTING PERSON

1
MISYS PLC

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

n/a

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4
OO

CHECK BOX 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 **8**

OWNED BY **79,811,511**

EACH
REPORTING PERSON **9** SOLE DISPOSITIVE POWER

WITH **10** SHARED DISPOSITIVE POWER
79,811,511

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
79,811,511

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
54.6%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
CO

CUSIP No. 01988P108

NAME OF REPORTING PERSON

1 MISYS PATRIOT US HOLDINGS LLC

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

n/a

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4
OO

CHECK BOX 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 SHARED VOTING POWER
BENEFICIALLY **8**

OWNED BY **61,308,295**

EACH
REPORTING PERSON **9** SOLE DISPOSITIVE POWER

WITH **10** SHARED DISPOSITIVE POWER
61,308,295

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
61,308,295

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
41.9%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
PN

CUSIP No. 01988P108

NAME OF REPORTING PERSON

1
MISYS PATRIOT LIMITED

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

n/a

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4
BK, OO

CHECK BOX 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 **8**

OWNED BY **18,503,216**

EACH
REPORTING PERSON **9** SOLE DISPOSITIVE POWER

WITH **10** SHARED DISPOSITIVE POWER
18,503,216

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
18,503,216

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
12.7%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
OO

INTRODUCTORY STATEMENT

This Amendment No. 4 (this Amendment) amends the Schedule 13D initially filed on October 20, 2008 (the Original Filing), as amended by Amendment No. 1 filed on February 11, 2009 (the First Amendment), Amendment No. 2 filed on February 26, 2010 (the Second Amendment) and Amendment No. 3 filed on June 10, 2010 (the Third Amendment), each relating to the common stock, par value \$0.01, of Allscripts-Misys Healthcare Solutions, Inc. (the Company). Information reported in the Original Filing, as amended or superseded by information contained in the First Amendment, the Second Amendment and the Third Amendment, remains in effect except to the extent that it is amended or superseded by information contained in this Amendment.

ITEM 4. PURPOSE OF TRANSACTION

The disclosure in Item 4 of this Schedule 13D is hereby amended and supplemented by adding the following statement after the final paragraph thereof:

On July 26, 2010, Misys plc (Misys) and the Company entered into an agreement dated as of July 26, 2010 (the Amendment Agreement) amending the Framework Agreement dated as of June 9, 2010 by and between Misys and the Company and previously filed with the Third Amendment as Exhibit 99.10 to this report. Pursuant to the Amendment Agreement, Misys and the Company agreed to amend the Framework Agreement to reduce the minimum number of shares of the Company's common stock that must be sold in the secondary public offering contemplated by the Framework Agreement to 25,000,000 upon approval of the Merger (as defined in the Third Amendment) by the stockholders of the Company and Eclipsys Corporation. Misys and the Company also agreed to make certain conforming changes to the form of Amended and Restated Relationship Agreement attached as an exhibit to the Framework Agreement and previously filed with the Third Amendment as Exhibit 99.11 to this report to reflect the possibility that Misys may sell fewer shares than previously contemplated in the secondary public offering.

The foregoing description of the Amendment Agreement is not intended to be complete and is qualified in its entirety by reference to such agreement, the full text of which is filed as Exhibit 99.17 to this report and is incorporated herein by reference.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

Item 7 of the Original Filing is hereby amended to add the following:

Exhibit 99.17 Amendment dated as of July 26, 2010 to the Framework Agreement dated as of June 9, 2010 by and between Misys plc and Allscripts-Misys Healthcare Solutions, Inc.

SIGNATURES

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: July 27, 2010

MISYS PLC

By: /s/ Thomas E. Kilroy
Name: Thomas E. Kilroy
Title: Executive Vice President, General
Counsel and Company Secretary

MISYS PATRIOT US HOLDINGS LLC

By: /s/ Darryl Smith
Name: Darryl Smith
Title: Authorized signatory

MISYS PATRIOT LTD.

By: /s/ Sarah E. H. Brain
Name: Sarah E. H. Brain
Title: Authorized signatory

INDEX OF EXHIBITS

Exhibit No.	Description
99.17	Amendment dated as of July 26, 2010 to the Framework Agreement dated as of June 9, 2010 by and between Misys plc and Allscripts-Misys Healthcare Solutions, Inc.