

**PIMM'S LIMITED**

**FINANCIAL STATEMENTS**

**30 JUNE 2000**

**Registered Company No. 122526**



## **DIRECTORS' REPORT**

The directors have pleasure in submitting their annual report, together with the audited financial statements, for the year ended 30 June 2000.

### **Activities**

During the year the company sold trademarks to a fellow group subsidiary undertaking for a consideration of £45,000.

### **Euro**

The directors do not anticipate that there will be any implications on the activities of the company on the introduction of the euro. There are no costs associated with the introduction of the euro for Pimm's Limited. A statement explaining the impact of the introduction of the euro, and the programme put in place to deal with this along with associated costs, for the Diageo group is disclosed in the annual report of the ultimate parent undertaking, Diageo plc.

### **Financial**

The results for the year are on page 5.

The directors do not recommend the payment of a dividend (1999 - £nil).

The profit for the year retained in the company is £45,000 (1999 - £nil).

### **Directors**

The directors who served during the year were as follows:-

Diageo Corporate Officer A Limited (appointed 1 June 2000)

Diageo Corporate Officer B Limited (appointed 1 June 2000)

S M Bunn (resigned 1 June 2000)

R H Myddelton (resigned 1 June 2000)

M D Peters (resigned 1 June 2000)

### **Emoluments**

None of the directors received any remuneration during the year in respect of their services as directors of the company (1999 - £nil).

### **Directors' interests**

No directors had any interest, beneficial or non-beneficial, in the share capital of the company or had a material interest during the year in any significant contract with the company.

No director, who held office at the end of the financial year, had any interests in the shares of the ultimate parent company, Diageo plc.

**Auditors**

KPMG Audit Plc were appointed by the directors to fill a casual vacancy during the year and, in accordance with Section 384 of the Companies Act 1985, a resolution for the re-appointment of KPMG Audit Plc as auditors of the company is to be proposed at the forthcoming Extraordinary General Meeting. Pursuant to an elective resolution previously passed under S386 Companies Act 1985 the company will not be required to re-appoint its auditors annually in subsequent years.

**Secretary**

The secretaries who served during the year were Diageo Corporate Officer B Limited (appointed 1 June 2000), S M Bunn (appointed 17 August 1999, resigned 1 June 2000) and V A Lynch (resigned 17 August 1999).

By order of the board



S M Bunn  
*For and on behalf of*  
*Diageo Corporate Officer B Limited*

8 Henrietta Place, London W1G 0NB  
25 April 2001

**DIRECTORS' RESPONSIBILITIES  
IN RESPECT OF THE PREPARATION OF FINANCIAL STATEMENTS**

The following statement, which should be read in conjunction with the report of the auditors set out on page 4, is made with a view to distinguishing for shareholders the respective responsibilities of the directors and of the auditors in relation to the financial statements.

The directors are required by the Companies Act 1985 to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss for the financial year.

The directors, in preparing the financial statements on pages 5 to 8, consider that the company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, that all applicable accounting standards have been followed, and that it is appropriate to prepare the financial statements on a going concern basis.

The directors have responsibility for ensuring that the company keeps accounting records which disclose with reasonable accuracy the financial position of the company and which enable them to ensure that the financial statements comply with the Companies Act 1985.

The directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

**AUDITORS' REPORT TO THE MEMBERS OF PIMM'S LIMITED**

We have audited the financial statements on pages 5 to 8.

**Respective responsibilities of the directors and auditors**

The directors are responsible for preparing the directors' report as described on page 3, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

**Basis of opinion**

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

**Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 June 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*KPMG Audit Plc*

**KPMG Audit Plc**  
Chartered Accountants  
Registered Auditor  
London

25 April 2001

**PROFIT AND LOSS ACCOUNT**

		<b>Year ended</b> <b>30 June</b> <b>2000</b> <b>£000</b>	<b>Year ended</b> <b>30 June</b> <b>1999</b> <b>£000</b>
	<b>Notes</b>		
Gain on disposal of trademarks	3	<u>45</u>	<u>-</u>
<b>Profit on ordinary activities</b> <b>before and after taxation</b>		<u>45</u>	<u>-</u>

The notes on pages 7 and 8 form part of these financial statements.

There are no recognised gains or losses other than the gain for the financial year and consequently a statement of total recognised gains and losses is not presented as part of these financial statements.

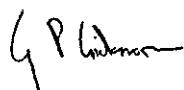
There is no difference between the profit for the year and the historical profit for the year and consequently no note of historical cost profits has been presented as part of the financial statements.

**BALANCE SHEET**

	Notes	30 June <u>2000</u> £000	30 June <u>1999</u> £000
<b>CREDITORS</b>			
Amount owed to group undertakings		<u>(381)</u>	<u>(426)</u>
<b>SHARE CAPITAL AND RESERVES</b>			
Called up share capital	4	50	50
Other reserves	5	14	14
Profit and loss account	5	<u>(445)</u>	<u>(490)</u>
		<u>(381)</u>	<u>(426)</u>

The notes on pages 7 and 8 form part of these financial statements.

The financial statements were approved by the board of directors on 25 April 2001.



G P Crickmore  
*For and on behalf of*  
*Diageo Corporate Officer A Limited*

## NOTES TO THE FINANCIAL STATEMENTS

### 1. Accounting policies

#### *Basis of preparation*

The financial statements of the company are prepared under the historical cost convention and comply with applicable UK accounting standards

The financial statements have been prepared on a going concern basis as the parent undertaking has agreed to provide financial support for the foreseeable future. The only liability at the balance sheet date is due to a group undertaking.

The company is exempt under the terms of Financial Reporting Standard No 8 from disclosing related party transactions (but not balances) with entities that are part of the Diageo plc group or investees of the Diageo plc group.

Under Financial Reporting Standard No 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements.

The company is exempt from the requirement to prepare group accounts under Section 228 of the Companies Act 1985 as its results are included in the consolidated accounts of Diageo plc.

### 2. Auditors' remuneration

Auditors' remuneration was paid on behalf of the company by a group undertaking.

### 3. Disposal of trademarks

During the year the company sold trademarks for a consideration of £45,000. No tax liability arose on the disposal as the trademarks were purchased by a fellow UK group subsidiary company.

### 4. Share capital

	30 June 2000 £000	30 June 1999 £000
Authorised:		
50,006 ordinary shares of £1 each	<u>50</u>	<u>50</u>
Allotted, called up and fully paid:		
50,000 ordinary shares of £1 each	<u>50</u>	<u>50</u>

Ordinary shares are entitled to one vote each.



**NOTES TO THE FINANCIAL STATEMENTS (continued)**

**5. Reserves**

	<b>Other reserves £000</b>	<b>Profit and loss account £000</b>	<b>Total £000</b>
At 30 June 1999	14	(490)	(476)
Retained profit for the year	-	45	45
At 30 June 2000	<u>14</u>	<u>(445)</u>	<u>(431)</u>

**6. Movements in shareholders' funds**

	<b>30 June 2000 £000</b>	<b>30 June 1999 £000</b>
Profit for the year	45	-
Shareholders' funds at beginning of the year	<u>(426)</u>	<u>(426)</u>
Shareholders' funds at end of the year	<u>(381)</u>	<u>(426)</u>

**7. Immediate and ultimate parent undertaking**

The company is a wholly owned subsidiary of United Distillers & Vintners (ER) Limited, a company incorporated and registered in Scotland. The company's ultimate holding company is Diageo plc, a company incorporated and registered in England. The consolidated financial statements of Diageo plc can be obtained from 8 Henrietta Place, London W1G 0NB.