

Huckleberry's Limited
No: 502269

HUCKLEBERRY'S LIMITED

FINANCIAL STATEMENTS

30 JUNE 2002



Huckleberry's Limited

Directors' report and financial statements

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Directors' Report

The directors have pleasure in submitting their annual report and financial statements for the period ended 30 June 2002.

Activities

The company did not trade during the period.

Directors

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

P.E.A. Kinnersly (resigned 10 September 2001)

H. Nouss

E. Bonnot (resigned 30 April 2002)

R. Goldstein (appointed 10 September 2001)

The interests of the directors who held office at the end of the financial year in the shares of Diageo plc, the ultimate holding company, are disclosed in the financial statements of the intermediate holding company, BurgerKing Limited.

None of the directors who held office at the end of the financial year had any interests in the shares of the company.

Company Secretary

The company secretary who served during the year was:-

S. Bailey

Auditors

The company did not trade during the year. In accordance with Section 250 of the Companies Act 1985, the financial statements were not audited.

By order of the board


Sonja Bailey
Secretary

17 April 2003

Charter Place, Vine Street
Uxbridge, Middlesex
UB8 1BZ

Huckleberry's Limited

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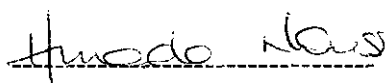
Balance Sheet

At 30 June 2002

	<u>Note</u>	2002 £	2001 £
Current assets			
Debtors		4,982,017	4,982,017
Amount due from group company		(10,642,355)	(10,642,355)
		<u>(5,660,338)</u>	<u>(5,660,338)</u>
Capital and reserves			
Called up share capital	2	1,000	1,000
Profit and loss account		(5,661,338)	(5,661,338)
		<u>(5,660,338)</u>	<u>(5,660,338)</u>

The company was dormant (within the meaning of Section 250 of the Companies Act 1985) throughout the financial period.

These financial statements were approved by the board of directors on 17 April 2003 and were signed on its behalf by:-


Huhada Nouss
Director

Notes*At 30 June 2002***1. Activity and basis of accounting**

The company did not trade during this period.

2. Share Capital

	2002 £	2001 £
Authorized, allotted, called up and fully paid shares of £1 each		
Ordinary shares	500	500
7% cumulative preference	500	500
	-----	-----
	<u>1,000</u>	<u>1,000</u>

3. Ultimate holding company

The ultimate holding company is Diageo plc, which is incorporated in England. The accounts of Diageo plc can be obtained from Diageo plc, 8 Henrietta Place, London W1M 9AG.

4. Post Balance Sheet Events

As part of the restructuring of the Diageo Group's portfolio, in December 2002 Diageo sold Burger King to a private equity consortium comprising Texas Pacific Group, Bain Capital Partners and Goldman Sachs Capital Partners.