Company Registration No. 05547809 (England and Wales)

PR GOAL 3 LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2018

PR GOAL 3 LIMITED

COMPANY INFORMATION

Directors	S Macnab A Hamilton-Stanley V Turpin
Company number	05547809
Registered office	Chivas House 72 Chancellors Road Hammersmith London W6 9RS
Auditor	KPMG LLP 15 Canada Square London E14 5GL

PR GOAL 3 LIMITED

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PR GOAL 3 LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 JUNE 2018

The directors present their report and financial statements for the year ended 30 June 2018.

Principal activity and review of the business

The principal activity of the Company is that of an intermediate finance company.

The Company's results have been prepared in accordance with FRS 102 - The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102").

As an intermediate finance company, the most material items impacting current and prior year statement of total comprehensive income are movements from the interest income on its lending activity to fellow group undertakings.

The Company made a profit in the year of €12.1m (2017:€12.1m) from interest receivable on loans to its parent undertaking. The consistent profit year-on-year is due to Euro interest rates remaining relatively static.

The Company remains committed to lending to fellow group undertakings by using debt financing and the directors are satisfied with the overall performance of the fellow group undertakings.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

S Macnab	
I FitzSimons	(Resigned 31 August 2018)
V Turpin	(Appointed 1 September 2017)
A Hamilton-Stanley	(Appointed 1 September 2018)
H Fetter	(Resigned 31 August 2017)

Results and dividends

The results for the year are set out on page 6. A review of the business and results for the year are discussed above.

The Company paid no dividends in the year (2017: nil).

Political donations

The Company did not make any political donations or incurred any political expenditure during the year.

Employees

The average monthly number of persons (including directors) employed by the Company during the year did not exceed 250.

Future developments

The Company remains committed to lending to fellow group undertakings by using debt financing and the directors are satisfied with the overall performance of the fellow group undertakings.

Financial instruments

Treasury operations and Financial Instruments

Pernod Ricard S.A group ("The Group") operates a centralised treasury function. The directors make use of this facility to assist in managing liquidity, interest rate and foreign currency risks associated with the Group's activities.

Liquidity risk
The Group manages its cash and borrowing requirements centrally to maximise interest income and minimise interest expense, whilst ensuring that the Group has sufficient liquid resources to meet the operating needs of the business.

Interest rate risk
The Group is exposed to fair value interest rate risk on its fixed rate borrowings and cash flow interest rate risk on its floating rate deposits, bank overdrafts and loans. The Group uses interest rate derivatives to manage the mix of fixed and variable rate debt so as to reduce its exposure to changes in interest rates, where appropriate. The Company has no interest rate swaps in place as all loan balances are within the Pernod Ricard S.A. group.

Foreign currency risk
The Group's principal foreign currency exposures arise from trading operations in overseas companies. Group policy permits, but does not demand, that these exposures may be hedged. This hedging activity involves the use of foreign exchange forward contracts.

Credit risk
Investments of cash surpluses, borrowings and derivative instruments are made through banks which must fulfill credit rating criteria approved by the Board of Directors of Pernod Ricard S.A.

Auditor
Pursuant to section 487 of the Companies Act 2006, the auditor will be reappointed and KPMG LLP will therefore continue in office.

Statement of disclosure to auditor
Each of the directors in office at the date of approval of this annual report confirms that:

- so far as the directors are aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Going concern
After making enquiries, the directors, at the time of approving the financial statements, have determined that there is reasonable expectation that the Company has adequate resources to continue operating for the foreseeable future. For this reason, the directors have adopted the going concern basis in preparing the financial statements.
The Directors' Report has been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

In accordance with section 414B of the Companies Act 2006, a Strategic Report has been excluded from these financial statements, due to the entities eligibility for small company exemptions.

On behalf of the board

S.S

S Macnab
Director

13 December 2018

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF PR GOAL 3 LIMITED

Opinion

We have audited the financial statements of PR Goal 3 Limited ('the Company') for the year ended 30 June 2018 which comprise the statement of total comprehensive income, balance sheet, statement of changes in equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 June 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 5, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at

www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Jeremy Williams (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL
13 December 2018

PR GOAL 3 LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2018

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland.*

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

PR GOAL 3 LIMITED

STATEMENT OF TOTAL COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2018

	Notes	2018 €'000	2017 €'000
Interest receivable and similar income	5	12,067	12,070
Operating profit and profit before taxation		12,067	12,070
Tax on profit	6	-	-
Profit for the financial year		12,067	12,070
Other comprehensive income		-	-
Total comprehensive income for the year		12,067	12,070

The statement of total comprehensive income has been prepared on the basis that all operations are continuing operations.

The notes on pages 9 to 13 are an integral part of these financial statements.

PR GOAL 3 LIMITED

BALANCE SHEET

AS AT 30 JUNE 2018

	Notes	2018 €'000	2018 €'000	2017 €'000	2017 €'000
Current assets					
Debtors: amounts falling due after more than one year	7	845,285		833,218	
Total assets			845,285		833,218
Capital and reserves					
Called up share capital	8		6,324		6,324
Share premium account	9		626,119		626,119
Profit and loss reserves			212,842		200,775
Total equity			845,285		833,218

The notes on pages 9 to 13 are an integral part of these financial statments.

The financial statements were approved by the Board of Directors and authorised for issue on 13 December 2018 and are signed on its behalf by:

S.S

S Macnab
Director

Company Registration No. 05547809

PR GOAL 3 LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2018

	Called up share capital €'000	Share premium account €'000	Profit and loss reserves €'000	Total €'000
Balance at 1 July 2016	6,324	626,119	188,705	821,148
Year ended 30 June 2017:				
Total comprehensive income for the year	-	-	12,070	12,070
Balance at 30 June 2017	6,324	626,119	200,775	833,218
Year ended 30 June 2018:				
Total comprehensive income for the year	-	-	12,067	12,067
Balance at 30 June 2018	6,324	626,119	212,842	845,285

Cumulative unpaid preference dividends at 30 June 2018 amounted to €243,482,066 (2017: €224,508,761).

The notes on pages 9 to 13 are an integral part of these financial statements.

1 Accounting policies

Company information

PR Goal 3 Limited is a limited company domiciled and incorporated in England and Wales. The registered office is Chivas House, 72 Chancellors Road, Hammersmith, London, W6 9RS, The principal place of business is 111-113 Renfrew Road, Paisley, Renfrewshire, Scotland, PA3 4DY.

The Company is a wholly owned subsidiary of Pernod Ricard S.A. and its results are included in the consolidated financial statements of Pernod Ricard S.A.

1.1 Accounting convention

These financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") as issued in August 2014. The amendments to FRS 102 issued in July 2015 have been applied. The presentation currency of these financial statements is Euro, which is also the functional reporting currency of the Company.

All amounts in the financial statements have been rounded to the nearest €1,000.

The financial statements have been prepared under the historical cost convention and on a going concern basis. The principal accounting policies adopted are set out.

1.2 Reduced disclosure exemptions

The Company has taken advantage of certain disclosure exemptions in preparing these financial statements, as permitted by Section 1 of FRS 102:

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation;
- the requirements of Section 11 Basic Financial Instruments, financial instruments disclosures;
- the requirements of Section 12 Other Financial Instrument Issues, hedge accounting disclosures;
- the requirements of Section 33 Related Party Disclosures, key management personnel compensation.

This information is included in the consolidated financial statements of Pernod Ricard S.A. as at 30 June 2018. Copies of its annual report may be obtained from 12 Place Des Etats-Unis, 75783 Paris, Cedex 16, France.

1.3 Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and amounts reported in the statement of total comprehensive income during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgements have had the most significant effect on amounts recognised in the financial statements:

Assessing for indicators of impairment

The Company assesses for any indication that its assets may be impaired by considering whether any significant changes have taken place, or are expected to take place, which could have an adverse effect on the entity.

Assessing functional currency

The directors are required to identify the functional currency of the Company. In making this decision the directors have used judgement to determine which currency represents the economic effects of the underlying transactions, events and conditions.

1.4 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1 Accounting policies (Continued)

1.5 Revenue

Interest income is recognised using the effective interest method and classified as forming part of operating profit.

1.6 Financial assets and liabilities

The Company has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS102.

Financial instruments are recognised in the Company's Balance Sheet when the Company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial instruments

Basic financial instruments which include trade payables and receivables; inter-company lending arrangements; and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method. Instruments that are payable or receivable within one year are measured at the undiscounted amount of the cash or other consideration expected unless the arrangement constitutes a financing transaction, where the Company measures the debt instrument at the present value of future payments discounted at a market rate of interest for a similar debt instrument.

1.7 Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the Company.

1.8 Taxation

The tax expense represents the sum of the tax currently payable.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of total comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

2 Auditor's remuneration

The auditor's remuneration for these financial statements amounts to €5,181 (£4,590) (2017: €5,234 (£4,500)). The current and prior year audit fee has been borne by another group company. There are no additional fees receivable by the Company's auditor in respect of services other than the audit of the Company's financial statements.

3 Employees

There were no employees during the year (except for directors) (2017: nil).

4 Directors' remuneration

The number of directors remunerated by the Company for the year ended 30 June 2018 was nil (2017: nil). Directors' emoluments are borne by another group Company in the current and prior year, and they do not receive specific remuneration for their role as directors of the Company.

5 Interest receivable and similar income

	2018 €'000	2017 €'000
Interest receivable from parent undertaking	12,067	12,070

6 Taxation

The charge for the year can be reconciled to the profit per the statement of comprehensive income as follows:

	2018 €'000	2017 €'000
Profit before taxation	12,067	12,070
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2017: 19.75%)	2,293	2,384
Surrender of tax losses from group companies	(2,293)	(2,384)
Tax expense for the year	-	-

The tax charge for the year to 30 June 2018 has been reduced by €2,293,000 (2017: €2,384,000) in respect of losses claimed from group companies for nil consideration.

Factors that may affect future tax charges
The company's tax charge in future periods will be affected by the availability of group relief for any losses that are incurred by other group undertakings.

Finance Act 2016 had the effect of reducing the main rate of corporation tax from 19% to 17% from 1 April 2020. Any deferred tax assets or liabilities have been calculated at 19% or 17% in line with when the company anticipates the temporary differences will unwind.

7 Debtors

	2018	2017
	€'000	€'000
Amounts falling due after one year:		
Amount due from parent undertaking	845,285	833,218

8 Share capital

	2018	2017
	€'000	€'000
Alloted, called up and fully paid		
2 Ordinary shares of €0.01 each	-	-
632,443,508 Preference shares of €0.01 each	6,324	6,324
	6,324	6,324

At a general meeting of the Company every holder of Ordinary shares who is present by representative shall have one vote for every Ordinary share then held by them. The Preference shares shall have one tenth of the voting rights.

Sums distributed by the Company in respect of any financial year shall be applied in the following order of priority:

- first, in paying any arrears or accruals of the Fixed Preference Dividend;

- second, in paying to the holders of the Preference shares in respect of that year a fixed cash cumulative dividend in respect of 3% per annum of the amount subscribed for in such shares; and

- third, sums legally available to be distributed by the Company in or in respect of any financial year remaining may be distributed amongst the holders of Ordinary shares then held by them.

The cumulative unpaid preference share dividend as at 30 June 2018 was €243,482,066.

9 Share premium account

This reserve records the amount above the nominal value received for shares issued, less transaction costs.

10 Related party transactions

The Company has taken advantage of the exemption under the terms of paragraph 33.1A of FRS 102 from disclosing transactions with entities that are wholly owned by the Pernod Ricard S.A. group.

11 Controlling party

The Company's immediate parent company is Goal Acquisition (Holdings) Limited, a company registered in England and Wales.

The ultimate parent undertaking and controlling party is Pernod Ricard S.A., a Company incorporated in France. Copies of its annual report may be obtained from 12 Place Des Etats-Unis, 75783 Paris, Cedex 16, France. This is the largest and smallest group into whose consolidated accounts the Company's financial information is consolidated.

12 Events after the reporting date

No material events occurred after the reporting date.