

Beam UK Pension Plan Trustee Limited  
Annual report  
For the period ended 28 February 2007

**Registered Number 05724141**



# **Beam UK Pension Plan Trustee Limited**

## **Annual report**

**for the period ended 28 February 2007**

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# **Beam UK Pension Plan Trustee Limited**

## **Directors and advisers for the period ended 28 February 2007**

### **Directors**

B G Fountain (appointed 31/10/06)

R Rakosnik (appointed 17/05/06)

W M Potts (appointed 17/05/06 - resigned 30/10/07)

D W Reid (appointed 17/05/06)

R Welsh (appointed 31/10/06)

R B Condell (appointed 13/06/07)

J R Dunderdale (appointed 22/01/08)

H C Perkins (appointed 31/10/06 resigned 9/04/07)

Office Organizations & Services Limited (appointed 28/02/06 - resigned 14/03/07)

Peregrine Secretarial Services Limited (appointed 28/02/06 - resigned 17/05/06)

### **Secretary**

Lycidas Secretaries Limited (appointed 14/03/07)

Office Organizations & Services Limited (appointed 28/02/06 - resigned 14/03/07)

### **Registered office**

Prewetts Mill

Worthing Road

Horsham

RH12 1ST

### **Company number**

05724141

### **Auditors**

PricewaterhouseCoopers LLP

Kintyre House

209 West George Street

Glasgow

G2 2LW

### **Solicitors**

Herbert Smith LLP

Exchange House

Primrose Street

London

EC2A 2HS



# **Beam UK Pension Plan Trustee Limited**

## **Directors' report for the period ended 28 February 2007**

The directors present their report and the audited financial statements of the company for the period ended 28 February 2007. The company was incorporated on 28 February 2006 and these financial statements cover the period from incorporation, 28 February 2006 to 28 February 2007.

### **Principal activities**

The company acts as trustee company to the Beam UK Pension Plan and did not trade during the year.

### **Review of business and future developments**

The results for the period and financial position of the company at the period end are as shown in the attached financial statements.

The company is expected to continue to act as trustee company to the Beam UK Pension Plan.

### **Share capital**

On creation of the company, the authorised share capital was 100 ordinary shares of £1 each.

On creation, 2 ordinary shares of £1 each were issued for par.

### **Dividends and reserves**

The directors have not paid a dividend in respect of the period ended 28 February 2007.

### **Statement of directors' responsibilities**

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 those 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,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business, in which case there should be supporting assumptions or qualifications as necessary.

The directors confirm that they have complied with the above requirements in preparing the financial statements.



# Beam UK Pension Plan Trustee Limited

## Statement of directors' responsibilities (continued)

The directors are responsible for keeping proper accounting records that 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 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of 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 United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

## Disclosure of information to auditors

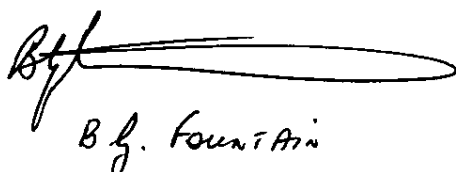
In the case of each of the persons who are directors at the time when the report is approved under section 234 (ZA) of the Companies Act, the following applies:

- (a) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- (b) he has taken all steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

## Auditors

A resolution to reappoint PricewaterhouseCoopers LLP as auditors to the company will be proposed at the Annual General Meeting.

## By order of the Board



B. J. Fountain

Director

11/6/08

# **Beam UK Pension Plan Trustee Limited**

## **Independent auditors' report to the members of Beam UK Pension Plan Trustee Limited**

We have audited the financial statements of Beam UK Pension Plan Trustee Limited for the period ended 28 February 2007 which comprise the balance sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, 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 other transactions is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

### **Basis of audit opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments 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.



# Beam UK Pension Plan Trustee Limited

## Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 28 February 2007 and of its result for the period then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the directors' report is consistent with the financial statements

*PricewaterhouseCoopers LLP*

PricewaterhouseCoopers LLP

Chartered Accountants and Registered Auditors

Glasgow


13 June 2008

# Beam UK Pension Plan Trustee Limited

## Balance sheet as at 28 February 2007

	Notes	2007 £
<b>Current assets</b>		
Amounts owed by group undertakings	4	2
<b>Net assets</b>		<b>2</b>
<b>Capital and reserves</b>		
Called up share capital	5	2
<b>Total shareholders funds</b>	6	<b>2</b>

The financial statements on pages 6 to 9 were approved by the board of directors on 11/6/08 and were signed on its behalf by

 B. J. Lountari

Director

Date 11-6-08

# **Beam UK Pension Plan Trustee Limited**

## **Accounting policies**

### **Basis of accounting**

The financial statements have been prepared on the going concern basis, under the historical cost convention, in accordance with the Companies Act 1985 and application of accounting standards in the United Kingdom. A summary of the principal accounting policies, which in accordance with applicable Accounting Standards in the United Kingdom. A summary of the principal accounting policies, which have been applied consistently, is set out below.

### **Related party transactions**

The company has taken advantage of the exemptions of FRS8 not to disclose details of transactions with entities that are at least 90% controlled by Fortune Brands Inc group.

### **Cash flow statement**

The company is exempt from the requirement of FRS1 (Revised) to include a cash flow statement as it is a wholly owned subsidiary, in which the group accounts of the ultimate parent company include a consolidated cash flow.

# Beam UK Pension Plan Trustee Limited

## Notes to the financial statements for the period ended 28 February 2007

### 1 Directors' emoluments

The directors are remunerated by fellow group undertakings and no recharge of emoluments or retirement benefits is made, in respect of their service to the company during the period

### 2 Employees

There were no employees throughout the period

### 3 Profit and loss account

The audit fee for the company has been borne by fellow group undertakings, no recharge of this fee is made

### 4 Debtors

£

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#### Amount owed by group undertakings

At 28 February 2007

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Amounts owed by group undertakings relate to un-paid share capital which is repayable on demand

On 28 February 2006 Beam Global Spirits and Wine UK (Holdings) Limited acquired 100% of the Beam UK Pension Plan Trustee Limited's share capital for a cash contribution of £2 which remains outstanding

Name of undertaking	Country of incorporation	Holding	Class of shares
Beam UK Pension Plan Trustee Limited	United Kingdom	Ordinary	100%

# Beam UK Pension Plan Trustee Limited

## 5 Called up share capital

	2007
	£
<b>Authorised</b>	
100 ordinary shares of £1 each	100
<b>Allotted, called up and not paid</b>	
2 ordinary shares of £1 each	2

### (a) Authorised share capital

On creation of the company, the authorised share capital was £100 ordinary shares of £1 each

### (b) Issued share capital

On creation, 2 ordinary shares of £1 each were issued for par

## 6 Reconciliation of movements in total equity shareholders' funds

	2007
	£
Called up share capital	2
<b>Closing total equity shareholders' funds</b>	<b>2</b>

## 7 Ultimate parent undertaking

The immediate parent company is Beam Global Spirits and Wine UK (Holdings) Limited, a company registered in England and Wales. The ultimate parent undertaking and controlling party is Fortune Brands, Inc. the smallest and largest group to consolidate these financial statements. Copies of the consolidated financial statements of Fortune Brands, Inc. can be obtained from their offices at 520 Lake Cook Road, Deerfield, IL 60015, U S A