

ANDREW DICK & SONS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

52 weeks to 21 August 1999

Registered Number 20957



AD

REB/AFB

aces99\mnaudacs\20957

ANDREW DICK & SONS LIMITED

REPORT OF THE DIRECTORS

The directors present their annual report and financial statements for the 52 weeks ended 21 August 1999.

Results

The Company did not trade on its own account during the period.

Directors and their Interests

The directors during the period were:-

Mr R E Bell	
Mr B A Jones	
Mr N D Preston	(appointed 16 June 1999)
Mr G W G Whitehead	(resigned 5 March 1999)
Mr A E Wilkinson	(resigned 16 June 1999)

Mr B A Jones resigned as a director on 10 December 1999.

Mr R J McDonald was appointed as a director on 10 December 1999.

No director has, or has at any time had, any beneficial interest in the share capital or loan capital of the Company. The interests of the directors who held office at the end of the financial year (and their immediate families) in the share and loan capital of Allied Domecq PLC, then the Company's ultimate parent company, were as follows:-

	<u>Ordinary Shares of 25p Each</u>	
	<u>At 21 August 1999</u>	<u>At 22 August 1998</u> (or on appointment)
Mr R E Bell	1182	2507
Mr B A Jones	825	2964
Mr N D Preston	Nil	Nil

Under the terms of Employee Share Schemes, directors have been granted options to subscribe for Ordinary Shares of 25p each in Allied Domecq PLC. The holdings of the directors who held office at the end of the financial year were as follows:-

	<u>At 21 August 1999</u>	<u>At 22 August 1998</u> (or on appointment)
Mr R E Bell	6302	19621
Mr B A Jones	6562	47485
Mr N D Preston	3795	35485

Auditors

The Company, having satisfied Section 250 of the Companies Act 1985 (as amended by Section 14 of the Companies Act 1989), will not re-appoint auditors.

Statement of Directors' Responsibilities

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of the 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 accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the accounts comply with the Companies Act 1985. They 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.

By Order of the Board



R E Bell
Secretary

Registered Office:

1st Floor
Stuart House
Eskmills
Station Road
Musselburgh
EH21 7PH



ANDREW DICK & SONS LIMITED

BALANCE SHEET AS AT 21 AUGUST 1999

	<u>21 August 1999</u>		<u>22 August 1998</u>	
	£	£	£	£
FIXED ASSETS				
<u>Investments</u>				
Loan to Fellow Group Undertakings		137,929		137,929
		<u>137,929</u>		<u>137,929</u>
CAPITAL AND RESERVES				
<u>Share Capital - Authorised</u>				
19,820 Ordinary Shares of £1 each	19,820		19,820	
18,000 Preferred Ordinary Shares of 1p each	180		180	
	<u>20,000</u>		<u>20,000</u>	
<u>Share Capital - Allotted, Called Up and Fully Paid</u>				
18,000 Ordinary Shares of £1 each		18,000		18,000
18,000 Preferred Ordinary Shares of 1p each		180		180
<u>Reserves</u>		119,749		119,749
		<u>137,929</u>		<u>137,929</u>

The Company was dormant within the meaning of Section 250 of the Companies Act 1985 throughout the period ended 21 August 1999.

The financial statements were approved by the board of directors on 12th May 2000 and were signed on its behalf by:


R. E. BELL
Director

ANDREW DICK & SONS LIMITED

NOTES ON THE FINANCIAL STATEMENTS

21 AUGUST 1999

1 Ultimate Parent Company

At the period end the company was ultimately controlled by its parent company Allied Domecq PLC. Allied Domecq PLC is incorporated in Great Britain and registered in England and Wales.

The group financial statements of the ultimate parent company, Allied Domecq PLC, are available from from The Pavilions, Bridgwater Road, Bedminster, Bristol, BS13 8AR.

As at the date of signing these accounts the ultimate controlling parent company is Punch Group Limited registered number 3752645, which is incorporated in Great Britain and registered in England and Wales. The accounts of this company are filed at Companies House.

2 Profit and Loss Account

The Company has not traded on its own account during the fifty two weeks ended 21 August 1999, has received no income and incurred no expenditure and consequently has made neither a profit nor a loss.

3 Directors' Emoluments

No emoluments have been paid to the Chairman or other Directors during the period.

4 Value Added Tax

Under a Group Registration the Company is jointly and severally liable for Value Added Tax due by other companies within the Group. At 21 August 1999, this contingent liability amounted to £10.9 m (1998 : £15.9 m).

5 Basis of Accounting

The financial statements are prepared under the historic cost accounting rules, and in accordance with applicable Accounting Standards.