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JUSTERINI & BROOKS (SCOTLAND) LIMITED  
BALANCE SHEET AS AT 30TH SEPTEMBER 1985

	<u>1985</u>	<u>1984</u>
CAPITAL		
Called up share capital		
Authorised: 100 shares of £1 each	£ 100 ===	£ 100 ===
Allotted:		
2 shares of £1 each on which no calls have been made	£ - ===	£ - ===

NOTES:

1. The company did not trade during the year and consequently no profit and loss account has been prepared.
2. The company is a wholly owned subsidiary of International Distillers and Vintners Limited, and its ultimate holding company is Grand Metropolitan PLC, which is incorporated in Great Britain.
3. The financial statements were approved by the board of directors on 13th December 1985.

The company was dormant, as defined by Section 252 of the Companies Act 1985, throughout the year.

JUSTERINI & BROOKS (SCOTLAND) LIMITED  
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REPORT OF THE DIRECTORS  
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The Directors submit their Report and Accounts for the year ended 30th September 1985.

1. REVIEW OF ACTIVITIES  
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The Company did not trade on its own account during the year and acted as a management company for its parent company, International Distillers and Vintners Limited, which is a subsidiary of Grand Metropolitan PLC. It is anticipated that the present activities of the company will continue in the following financial year

2. RESEARCH AND DEVELOPMENT  
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None.

3. POST BALANCE SHEET EVENTS  
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None.

4. FIXED ASSETS: CHANGES  
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None.

5. DIRECTORS  
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The Directors during the year were :-

J.Q.	DADD
A.R.	JOHNSTON
J.A.	KING
I.G.	SHAW
G.W.	SHORTREED
J.E.	MILNE

(appointed 01.10.1984)

## 6. DIRECTORS' SHAREHOLDINGS

The interests of the Directors, other than those who were Directors of the parent company, in the shares or debentures in any company in the Grand Metropolitan PLC Group were as follows :-

Name	Class	30.9.1985	1.10.1984
J.A. KING	GM 50P ORDINARY	1088	1088
I.G. SHAW	GM 50P ORDINARY	4170	1720

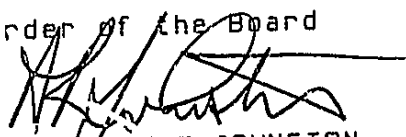
Note: Under the Grand Metropolitan PLC Share Option Schemes the following Directors held options to subscribe for shares at prices between 134.0p and 316.0p per share, exercisable up to 1992 :

Name	30.9.1985	1.10.1984
J.Q. DADD	9600	6600
A.R. JOHNSTON	15964	14500
J.A. KING	33767	28638
I.G. SHAW	24759	22450
G.W. SHORTREED	17300	19665
J.E. MILNE	4548	0

## 7. AUDITORS

A Special Resolution was passed at the Annual General Meeting held on 2nd March 1983 to the effect that no auditors would be appointed, under Section 12 of the Companies Act 1981. The exemption continues and consequently no auditors will be appointed.

By Order of the Board

  
ANDREW RITCHIE JOHNSTON  
Secretary

BLYTHSWOOD ESTATE, INCHINNAN RD  
RENFREW, SCOTLAND.

13th DECEMBER 1985.

JUSTERINI & BROOKS (SCOTLAND) LIMITED

ANNUAL GENERAL MEETING

3 MARCH 1986

Present: J Q Dadd (in the Chair and representing  
International Distillers & Vintners Ltd)

G S R Vassallo (representing  
William Hucks and Company Limited)

NOTICE

The Notice convening the Meeting was taken as read.

ANNUAL REPORT AND ACCOUNTS

The Directors' Report and the Accounts for the year to 30 September 1985 were taken as read and it was RESOLVED that the Accounts and Report be and are hereby ADOPTED.

AUDITORS

A Special Resolution having been passed at the Annual General Meeting held on 2 March 1983 to the effect that no auditors would be appointed, under Section 252 of the Companies Act 1985 the exemption continues and consequently no auditors will be appointed.

*J. Dadd*  
*G. S. R. Vassallo*