

Punch Taverns (CPM) Limited

(formerly Cousin of Pubmaster)

Report and Financial Statements

21 August 2004



Punch Taverns (CPM) Limited
Period ended 21 August 2004

Registered No. 2585754

DIRECTORS

N Preston (Appointed 01/12/2003)
D Kemp (Appointed 01/12/2003)
R McDonald (Appointed 01/12/2003)
N Sammons (Resigned 01/12/2003)
R Sands (Resigned 01/12/2003)
R Turnball (Resigned 01/12/2003)

SECRETARY

S Rudd

AUDITORS

Ernst & Young LLP
1 Colmore Square
Birmingham
B4 6HQ

BANKERS

Barclays Bank plc
15 Colmore Row
Birmingham
B3 2EP

SOLICITORS

Slaughter & May
One Bunhill Row
London
EC1Y 8YY

REGISTERED OFFICE

Jubilee House
Second Avenue
Burton upon Trent
Staffordshire
DE14 2WF

Punch Taverns (CPM) Limited
Period ended 21 August 2004

DIRECTORS' REPORT

The directors present their report and financial statements for the 47 week period ended 21 August 2004.

CHANGE OF NAME

On 2 September 2004 a written resolution was passed to change the company name of Cousin of Pubmaster Limited to Punch Taverns (CPM) Limited.

RESULTS AND DIVIDENDS

The loss for the period after taxation amounted to £4,000 (52 week period ended 28 September 2003: profit £898,000). The directors do not propose a payment of a dividend (2003: Nil).

PRINCIPAL ACTIVITY

The company has not traded during the period.

DIRECTORS AND THEIR INTERESTS

The directors of the company who served during the period are listed on page 1.

None of the directors had any declarable interest in the shares of the company at 21 August 2004 or 23 August 2003.

The beneficial interests of Directors who held office at 21 August 2004 in the shares of Punch Taverns plc are shown below:

	<i>At 21 August 2004</i>		<i>At date of appointment</i>	
	Ord Shares	Ord Share Options	Ord Shares	Ord Share Options
N Preston	1,044	60,587	1,000	72,267
D Kemp	28,139	154,871	27,845	149,953
R McDonald	<u>47,203</u>	<u>320,650</u>	<u>46,909</u>	<u>302,328</u>

AUDITORS

During the period PricewaterhouseCoopers LLP resigned as auditors of the company and Ernst & Young LLP were appointed to fill the vacancy arising. A resolution for the reappointment of Ernst & Young LLP as auditors of the company will be proposed at the annual general meeting.

On behalf of the board



R J McDonald
Director
20 May 2005

Punch Taverns (CPM) Limited
Period ended 21 August 2004

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and of its profit and loss for the 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
- state whether applicable 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.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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 of the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Punch Taverns (CPM) Limited
Period ended 21 August 2004

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF PUNCH TAVERNS (CPM) LIMITED

We have audited the company's financial statements for the period ended 21 August 2004 which comprise the Profit and Loss Account, Balance Sheet and the related notes 1 to 11. These financial statements have been prepared on the basis of the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' 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.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with United Kingdom law and accounting standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 if, in our opinion, the Directors' Report is not consistent with the financial statements, if 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 transactions with the company 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 United Kingdom Auditing Standards 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 judgements 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 21 August 2004 and of its loss for the period then ended and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young LLP
Registered Auditor
Birmingham
20 May 2005

Punch Taverns (CPM) Limited
Period ended 21 August 2004

PROFIT & LOSS ACCOUNT
for the period ended 21 August 2004

	<i>Notes</i>	47 week period ended 21 August 2004 £000	52 week period ended 28 September 2003 £000
Turnover		-	1,358
Loss on sale of fixed assets			(51)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		-	1,307
Tax on ordinary activities	3	(4)	(409)
RETAINED (LOSS)/PROFIT FOR THE PERIOD	8	(4)	898

There are no recognised gains and losses other than those shown above.

The profit and loss account relates to discontinued activities.

Punch Taverns (CPM) Limited
Period ended 21 August 2004

BALANCE SHEET
at 21 August 2004

	<i>Notes</i>	21 August 2004 £000	28 September 2003 £000
FIXED ASSETS			
Investments	4	2	2
CURRENT ASSETS			
Debtors due within one year	5	128,265	140,519
CREDITORS: amounts falling due within one year	6	(13,091)	(25,341)
NET CURRENT ASSETS		<u>115,174</u>	<u>115,178</u>
NET ASSETS		<u>115,176</u>	<u>115,180</u>
CAPITAL AND RESERVES			
Called up share capital	7	58,740	58,740
Share premium	8	13,102	13,102
Profit and loss account	8	43,334	43,338
TOTAL EQUITY SHAREHOLDER'S FUNDS	8	<u>115,176</u>	<u>115,180</u>



R J McDonald
Director
20 May 2005

Punch Taverns (CPM) Limited
Period ended 21 August 2004

NOTES TO THE FINANCIAL STATEMENTS
for the period ended 21 August 2004

1. ACCOUNTING POLICIES

Basis of preparation

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards.

Group financial statements

The company is exempt from preparing and delivering group financial statements under s228 of the Companies Act 1985 (subsidiary of an EU parent). The financial statements present information about the company as an individual undertaking and not part of the group as a whole.

Turnover

Turnover, which is stated net of value added tax, represents amounts invoiced to third parties.

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted at the balance sheet date. Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, or gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax is measured at the tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

2. DIRECTORS' EMOLUMENTS AND STAFF COSTS

The directors received no emoluments from the company in the current or preceding period. The company had no employees during the current or preceding period.

Punch Taverns (CPM) Limited
Period ended 21 August 2004

NOTES TO THE FINANCIAL STATEMENTS
for the period ended 21 August 2004

3. TAXATION

	2004 £000	2003 £000
Group relief payable	-	408
Adjustment in respect of previous period	4	1
UK corporation tax	<u>4</u>	<u>409</u>

The charge to UK corporation tax is reconciled as follows:

	2004	2003
Profit on ordinary activities before taxation	<u>-</u>	<u>1,307</u>
Profit on ordinary activities at standard rate of corporation tax in the UK (30%)	-	392
Expenses not deductible for tax purposes	-	16
Adjustment to tax charge in respect of previous period	4	1
Current tax charge for the period	<u>4</u>	<u>409</u>

There is no provided or unprovided deferred tax at the period end (2003: Nil).

4. INVESTMENTS

	Shares in subsidiary undertakings £000
Cost:	
At 21 August 2004 and 28 September 2003	<u>2</u>

Details of the principal subsidiary undertakings in which the shareholding is in ordinary shares, are as follows:

<i>Name of company</i>	<i>Nature of business</i>
Owned directly:	
Punch Taverns (SPM) Ltd (formerly Son of Pubmaster Limited)	Non Trading Company
Punch Taverns (DPM) Ltd (formerly Daughter of Pubmaster Limited)	Non Trading Company

Punch Taverns (CPM) Limited
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NOTES TO THE FINANCIAL STATEMENTS
for the period ended 21 August 2004

5. DEBTORS

	2004 £000	2003 £000
<i>Due in less than one year</i>		
Amounts due from group undertakings	<u>128,265</u>	<u>140,519</u>

6. CREDITORS: amounts falling due within one year

	2004 £000	2003 £000
Corporation tax	11,808	-
Amount due to parent undertakings	-	3,752
Amount due to group undertakings	<u>1,283</u>	<u>21,589</u>
	<u>13,091</u>	<u>25,341</u>

7. SHARE CAPITAL

	2004 No	2004 £000	2003 No	2003 £000
<i>Authorised</i>				
Deferred shares of £1 each	66,133,756	66,134	66,133,756	66,134
Share warrants of US\$0.01 each	<u>58,383,685</u>	<u>356</u>	<u>58,383,685</u>	<u>356</u>
<i>Issued called up and fully paid</i>				
Deferred shares of £1 each	58,383,685	58,384	58,383,685	58,384
Share warrants of US\$0.01 each	<u>58,383,685</u>	<u>356</u>	<u>58,383,685</u>	<u>356</u>

Punch Taverns (CPM) Limited
Period ended 21 August 2004

NOTES TO THE FINANCIAL STATEMENTS
for the period ended 21 August 2004

8. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENTS ON RESERVES

	Share Capital	Share Premium	Profit & Loss Account	Total Share- holders Funds
	£000	£000	£000	£000
At 17 August 2002	58,740	13,102	42,440	114,282
Profit for the period	-	-	898	898
At 23 August 2003	58,740	13,102	43,338	115,180
Loss for the period	-	-	(4)	(4)
At 21 August 2004	58,740	13,102	43,334	115,176

9. CASH FLOW STATEMENT

The company has taken advantage of the exemption under FRS1 not to prepare a cashflow statement on the grounds that it is a wholly owned subsidiary of an EU parent, in whose financial statements a consolidated cashflow statement is prepared.

10. RELATED PARTY DISCLOSURES

The company has taken advantage of the exemption in paragraph 3(c) of FRS 8 from disclosing transactions with related parties that are part of the Punch Taverns plc Group or investees of the group. There were no other related party transactions during the period.

11. ULTIMATE PARENT UNDERTAKING

The company's ultimate parent undertaking and controlling party is Punch Taverns plc, a company registered in England & Wales.

Punch Taverns plc is the parent undertaking of the only group of undertakings for which group financial statements are drawn up and of which the company is a member.

Copies of its group financial statements, which include the company, are available from Jubilee House, Second Avenue, Burton upon Trent, Staffordshire, DE14 2WF.