

**Guinness Brewing (UK) 1996 Profit  
Sharing Scheme Limited**

Financial statements  
30 June 2005

Registered company number: 2634629



**Profit and loss account**

During the financial year and the preceding financial year, the company did not trade and received no income and incurred no expenditure. Consequently during those years the company made neither a profit nor a loss, and there were no other recognised gains or losses.

Accordingly, neither a profit and loss account, a statement of recognised gains and losses, a note of historical cost profits and losses nor a reconciliation of movements in shareholders' funds has been presented.

The notes on page 3 form part of the financial statements.

**Balance sheet**

	<i>Note</i>	<b>30 June 2005 £</b>	<b>30 June 2004 £</b>
<b>Current assets</b>			
Debtors – due within one year			
Amounts owed by Diageo plc		100	100
		<hr/>	<hr/>
<b>Net assets</b>		100	100
		<hr/>	<hr/>
<b>Capital and reserves</b>			
Called up share capital	3	100	100
		<hr/>	<hr/>
<b>Equity shareholders' funds</b>		100	100
		<hr/>	<hr/>

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The company did not trade during the financial year or the preceding financial year. The directors do not expect the company to trade in the foreseeable future.

The directors:

- (a) confirm that the company was entitled to exemption under subsection (1) of section 249 AA of the Companies Act 1985 from the requirement to have its accounts audited for the financial year ended 30 June 2005
- (b) confirm that members have not required the company to obtain an audit of its accounts for that financial year in accordance with subsection (2) of section 249B of that Act
- (c) acknowledge their responsibilities for:
  - (i) ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985 and
  - (ii) preparing accounts which give a true and fair view of the state of the affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of section 226 of that Act, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

The financial statements were approved by the Board of Directors on 27 July 2005 and were signed on its behalf by:



**S M Bunn**  
*Director*

## Notes to the financial statements

### 1. Accounting policies

The financial statements of the company have been prepared under the historical cost convention and in accordance with applicable UK accounting standards. The bases used are consistent with those used in the previous year.

#### Basis of preparation

The company is a wholly owned subsidiary of Diageo plc and is included in the consolidated financial statements of Diageo plc which are publicly available. Consequently the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard No 1 (Revised 1996).

The company is exempt under the terms of Financial Reporting Standard No 8 from disclosing related party transactions (but not balances) with entities that are part of the Diageo plc group ("group undertakings") or investees of the Diageo plc group.

The company acted as a trustee and nominee for the purposes of administering the Guinness Brewing (UK) 1996 Profit Sharing Scheme, an Inland Revenue approved Profit Sharing Scheme, under which shares were held for the beneficial ownership of UK employees of the Diageo group. Such schemes have been phased out after the introduction by the Inland Revenue of the Share Incentive Plan (SIP) and, following 19 October 2004, when the remaining shares held by this company were transferred to the beneficiaries, this activity has ceased.

### 2. Profit and loss account

None of the directors received any remuneration during the financial year in respect of their services as directors of the company (2004 - £nil).

### 3. Called up share capital

	30 June 2005	30 June 2004
	£	£
<i>Authorised, allotted, called up and fully paid</i>		
Equity: 100 ordinary shares of £1 each	100	100

### 4. Immediate and ultimate parent undertaking

The company's immediate and ultimate holding company is Diageo plc, a company incorporated and registered in England. The consolidated financial statements of Diageo plc can be obtained from the registered office at 8 Henrietta Place, London W1G 0NB.