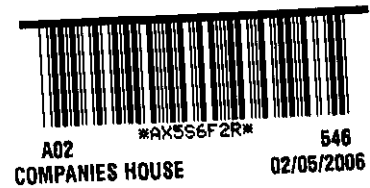


**ALLIED DOMEQ MEDICAL EXPENSES TRUST LIMITED**

**Directors' Report and Accounts**

**Year to 31 August 2005**

**Registered number : 2991889**



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## Report of the Directors

YEAR TO 31 AUGUST 2005

The financial statements for the period are set out on pages 5 to 10.

### REVIEW OF THE FINANCIAL PERIOD

The profit after taxation for the year ended 31 August 2005 was £5,000 (2004: £4,000). The directors do not propose to declare a dividend.

### PRINCIPAL ACTIVITIES

The principal activity of the company is administering medical insurance cover for employees of the group of companies of which it is a part.

### TAKEOVER

On 26 July 2005, the company's then ultimate parent company, Allied Domecq Limited (formerly Allied Domecq Plc) ("AD"), was acquired by Pernod Ricard S.A. ("PR") acting through its subsidiary Goal Acquisition Limited ("Goal"). As part of the acquisition of AD, PR agreed with Fortune Brands Inc. ("FB") to sell certain of the assets and operations of AD and its subsidiaries to FB. On the acquisition becoming effective, FB subscribed for approximately £2.7bn of tracker shares in Goal. These tracker shares give FB certain economic rights over the assets and operations it agreed to purchase from PR.

### DIRECTORS

The following served as directors during the year:

R Solk	Resigned 31 August 2005
M J Feather	Resigned 24 January 2005
C Degg	
T Mains	Appointed 31 August 2005

### Directors' Interests

At 31 August 2005 none of the directors held any interests in shares or debentures in a parent company incorporated in the UK.

### GOING CONCERN

After making enquiries, the directors, at the time of approving the financial statements, have determined that there is reasonable expectation that the company has adequate resources to continue operating for the foreseeable future. For this reason, the directors have adopted the going concern basis in preparing the financial statements.



DIRECTOR

## **Statement of Directors' Responsibilities**

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for that year. 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; and
- ♦ prepare the financial statements on a 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 have general responsibilities 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.



## KPMG Audit Plc

8 Salisbury Square  
London  
EC4Y 8BB  
United Kingdom

### **Report of the independent auditors to the members of Allied Domecq Medical Expenses Trust Limited**

We have audited the financial statements on pages 4 to 10.

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 auditor's 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**

The directors are responsible for preparing the directors' report and, as described on page 2, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

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.

#### **Basis of audit opinion**

We conducted our audit in accordance with 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 the company's affairs as at 31 August 2005 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

KPMG Audit Plc  
Chartered Accountants  
Registered Auditor

7 April 2006

## **Accounting Policies**

YEAR TO 31 AUGUST 2005

### **BASIS OF ACCOUNTING**

The accounts are prepared under the historical cost convention, and comply with applicable UK Accounting Standards.

The company is exempt from the requirement of Financial Reporting Standard 1 to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of Pernod Ricard SA, and its cash flows are included within the consolidated cash flow statement of the group.

The company is exempt under paragraph 3(c) of Financial Reporting Standard 8. Related Party Transactions, from disclosing transactions with entities that are part of the group.

### **TURNOVER**

Turnover represents amounts invoiced to other group companies in relation to medical expenses.

### **DEFERRED TAXATION**

Full provision is made for deferred tax assets and liabilities arising from timing differences. Deferred tax assets are recognised to the extent that they are regarded as recoverable.

**Profit and Loss Account**

YEAR TO 31 AUGUST 2005

	Note	Year to 31 August 2005 £'000	Year to 31 August 2004 £'000
<b>Turnover from continuing operations</b>		<b>1,353</b>	1,287
Cost of sales		(1,353)	(1,287)
<b>Operating profit from continuing operations</b>	1	-	-
Interest receivable and similar income	4	7	6
<b>Profit on ordinary activities before taxation</b>		<b>7</b>	6
Taxation on profit on ordinary activities	5	(2)	(2)
<b>Profit on ordinary activities after taxation</b>		<b>5</b>	4
<b>Retained profit</b>	9	<b>5</b>	4

There is no difference between the profit on ordinary activities for the year as disclosed in the profit and loss account and the results stated on an unmodified historical cost basis.

There are no recognised gains or losses other than the profit for the year.

**Balance Sheet**

AS AT 31 AUGUST 2005

	Note	31 August 2005 £'000	31 August 2004 £'000
<b>Current Assets</b>			
Debtors	6	1,179	1,259
Cash at bank and in hand		267	129
<b>Creditors (due within one year)</b>	7	<b>(1,316)</b>	<b>(1,263)</b>
<b>Net current assets</b>		<b>130</b>	<b>125</b>
<b>Capital and reserves</b>			
Called up share capital	8	-	-
Profit and loss account	9	130	125
<b>Shareholders' funds</b>		<b>130</b>	<b>125</b>

Approved by the board on

and signed on its behalf by:


  
DIRECTOR



**Reconciliation of Movements in Shareholders' Funds**

YEAR TO 31 AUGUST 2005

	Year to 31 August 2005 £'000	Year to 31 August 2004 £'000
Shareholders' funds at the beginning of the year	125	121
Profit for the financial year	5	4
Shareholders' funds at the end of the year	130	125

## Notes to the Accounts

YEAR TO 31 AUGUST 2005

### 1 OPERATING PROFIT

The auditors' remuneration for their services in the year is borne by another group company.

### 2 STAFF COSTS

The company had no employees during the year (2004: nil).

### 3 DIRECTORS' REMUNERATION

The directors received no remuneration in respect of their services to the company during the year (2004: nil).

At 31 August 2005 none of the directors held any interests in shares or debentures in a parent company incorporated in the UK.

	Year to 31 August 2005 £'000	Year to 31 August 2004 £'000
<b>4 INTEREST RECEIVABLE AND SIMILAR INCOME</b>		
Bank deposit interest	7	6
	<b>7</b>	<b>6</b>

	Year to 31 August 2005 £'000	Year to 31 August 2004 £'000
<b>5 TAXATION</b>		
The charge for taxation on the profit for the year comprises:		
Current tax		
United Kingdom corporation tax at 30% (2004: 30%)	14	(47)
Deferred tax		
Origination and reversal of timing differences	(12)	49
Total tax charge	2	2

**Notes to the Accounts**

YEAR TO 31 AUGUST 2005

**TAXATION** continued

A reconciliation of the current tax charge at the UK corporation tax rate of 30% (2004: 30%) to the current tax on profit on ordinary activities is shown below:

	Year to 31 August 2005 £'000	Year to 31 August 2004 £'000
Profit on ordinary activities before taxation	7	6
Tax charge at UK corporation tax rate	2	2
Timing differences	12	(49)
Current tax charge	14	(47)

	31 August 2005 £'000	31 August 2004 £'000
<b>6 DEBTORS</b>		
Amounts owed by group undertakings	788	833
Taxation	-	47
Deferred taxation (see below)	391	379
	1,179	1,259

	31 August 2005 £'000	31 August 2004 £'000
<b>Deferred tax</b>		
At the beginning of the year	379	428
Charged/(utilised) during the year	12	(49)
At the end of the year	391	379

	31 August 2005 £'000	31 August 2004 £'000
<b>7 CREDITORS</b>		
<b>Amounts falling due within one year</b>		
Deferred premiums owed to group companies	1,302	1,263
Taxation	14	-
	1,316	1,263

**Notes to the Accounts**

YEAR TO 31 AUGUST 2005

	Authorised		Allotted, called up and fully paid	
	2005 £	2004 £	2005 £	2004 £
<b>8 SHARE CAPITAL</b>				
Ordinary shares of £1 each	1,000	1,000	2	2
	1,000	1,000	2	2

	Share Capital £'000	Profit and loss account £'000	Total £'000
<b>9 CAPITAL AND RESERVES</b>			
At the beginning of the year	-	125	125
Retained profit for the year	-	5	5
<b>At the end of the year</b>	-	<b>130</b>	<b>130</b>

**10 ULTIMATE PARENT COMPANY**

The largest group in which the results of the company are consolidated is that headed by Allied Domecq Limited, a company incorporated in England and Wales. The consolidated accounts of this company are available to the public and may be obtained from:

The Company Secretary  
Allied Domecq Limited  
The Pavilions  
Bridgwater Road  
Bedminster Down  
BRISTOL  
BS13 8AR

On 26 July 2005 the company became part of a group headed by Pernod Ricard SA, a company incorporated in France.

No other group accounts include the results of the company.