

RED DEVIL ENERGY DRINKS LIMITED

Financial Statements for the 52 weeks ended 2 October 2005
together with directors' report and report of the auditors

Registered Number: 3011709



RED DEVIL ENERGY DRINKS LIMITED

Directors' report

The directors present their annual report on the affairs of the Company, together with the financial statements and report of the auditors, for the 52 weeks ended 2 October 2005.

Principal activities and business review

The principal activities of the company are the manufacture and sale of soft drinks.

Turnover for the year was £1,997,000.

The loss for the year before taxation amounted to £296,000.

After crediting taxation of £189,000 the loss for the year was £107,000.

Trading conditions in 2004/05 were very challenging, driven by increased competition and disruption to the Company's customer service levels following the implementation of a new systems infrastructure. Despite this Red Devil Energy Drinks Limited recorded a reduced decrease in profits for the year, and the Company is now operating from a robust and modern systems infrastructure which positions it well for the future.

During the year, Red Devil Energy Drinks Limited granted 15 year licences to Britvic Soft Drinks Limited (14 March 2005 - £4,000,000) and Britvic International Limited (17 April 2005 - £10,000) for the sale of its respective brands.

On 2 October 2005 the trade and assets of Red Devil Energy Drinks Limited were sold to Britvic Soft Drinks Limited for £13,804,600.

Future developments

As a result of the aforementioned sale of trade and assets Red Devil Energy Drinks Limited will no longer trade, but will maintain profitability from income received on the Britvic Soft Drinks Limited and Britvic International Limited licences.

Events since the balance sheet date

Since the year end, the Company's ultimate parent undertaking, Britvic plc, has been floated through an Initial Public Offering, with Admission to the London Stock Exchange occurring on 14 December 2005.

Research and development

Research and development work undertaken by the Company continues to focus on product quality, operational efficiencies and new initiatives. Responsibility rests with the operating functions of the Company with particular emphasis placed on new packaging and product development to ensure that the Company can meet the demands of a competitive and changing market.

Results and dividends

Results, dividends proposed and recommended transfers to reserves are as follows:

	£000
Loss for the year after taxation	(107)
Dividends	-
	<hr/>
Transfer to profit and loss reserves	(107)
	<hr/>

Directors and their interests

The following served as directors of the Company during the year:

P S Moody
J M Gibney
D B J Price - Appointed 1 April 2005

The interests of Mr P S Moody, who is also a director of Britannia Soft Drinks Limited, are reported in that Company's accounts.

The interests of Mr J M Gibney, who is also a director of Britvic Soft Drinks Limited, are reported in that Company's accounts.

The interests of Mr D B J Price, who is also a director of Robinsons Soft Drinks Limited, are reported in that Company's accounts.

None of the directors had any other beneficial interest in the other shares, debentures or loan stocks issued by InterContinental Hotels Group PLC or any of its subsidiaries.

RED DEVIL ENERGY DRINKS LIMITED

Contracts and arrangements

There were no contracts of significance in relation to the Company's business in which directors of the Company or any connected persons had a material interest at the end of the financial year or at any time during the year. There were no arrangements in place at the end of the financial year or at any time during the year to which the Company was a party whose objects enable the directors or connected persons to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate other than the Group's share schemes which provide arrangements by which executive directors may receive shares in InterContinental Hotels Group PLC. Details of these schemes are contained in the InterContinental Hotels Group PLC accounts.

Fixed assets

Information relating to changes in fixed assets is given in Note 7 to the accounts.

Supplier payment policy

The Company agrees payment terms with all of its main suppliers and abides by these terms subject to satisfactory performance by the supplier. Amounts owed to other suppliers are settled on or before the end of the month following receipt of a valid invoice. At 2 October 2005, trade creditors outstanding represented approximately 33 days purchases (2004: 22 days) from suppliers comprising trade creditors.

Charitable and political contributions

The company made no contributions to charities or for political purposes (2004: £nil).

Disabled employees

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the Company continues and that appropriate training is arranged. It is the policy of the Company that all employees be given equal opportunities in respect of training, career development and promotion.

Employee consultation

The Group places considerable value on the involvement of its employees and has continued its previous practice of keeping them informed on matters affecting them as employees and on the various factors affecting the performance of the Group.

The group has widely established arrangements involving briefing group consultancy committees and the publication of Company newspapers as part of the general process of employee consultation.

All our eligible employees are able to participate in the Britvic Share Incentive Scheme and the Britvic Buy as you Earn Scheme. It is Group policy that there shall be no discrimination in respect of sex, colour, religion, race, nationality or ethnic origin and that equal opportunity shall be given to all employees.

Auditors

The directors will place a resolution before the Annual General Meeting to reappoint Ernst & Young LLP as auditors for the ensuing year.

Liability insurance for Company officers

As permitted by the Companies Act 1985, the Company has maintained insurance cover for the directors against liabilities in relation to the Company.

By Order of the board

D B J Price

D B J PRICE

Secretary

Britvic House

Chelmsford

Date *30 January 2006*

RED DEVIL ENERGY DRINKS LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES in relation to financial statements

The following statement, which should be read in conjunction with the Report of the Auditors set out on page 5, is made with a view to distinguishing for shareholders the respective responsibilities of the directors and of the auditors in relation to the financial statements.

The directors are required by the Companies Act 1985 to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company and the Group as at the end of the financial year and of the profit or loss for the financial year.

Following discussions with the auditors, the directors consider that in preparing the financial statements on pages 6 to 14 inclusive, the Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, and that all applicable accounting standards have been followed. The financial statements have been prepared on a going concern basis as the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future.

The directors have responsibility for ensuring that the Company keeps accounting records which disclose with reasonable accuracy the financial position of the Company and which enable them to ensure that the financial statements comply with the Companies Act 1985.

The directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

RED DEVIL ENERGY DRINKS LIMITED

INDEPENDENT AUDITORS' REPORT to the members of Red Devil Energy Drinks Limited

We have audited the company's financial statements for the 52 weeks ended 2 October 2005 which comprise the Profit and Loss Account, Company Balance Sheet, and the related notes 1 to 15. 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 judgments 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 2 October 2005 and of its loss for the 52 weeks then ended and have been properly prepared in accordance with the Companies Act 1985.

Ernst & Young LLP

Ernst & Young LLP
Registered Auditor
Nottingham

Date *30 January 2006*

RED DEVIL ENERGY DRINKS LIMITED

COMPANY PROFIT AND LOSS ACCOUNT

FOR THE 52 WEEKS ENDED 2 OCTOBER 2005

	Note	2005 £000	2004 £000
Turnover			
Continuing activities		-	-
Discontinued activities		1,997	2,094
Total turnover	2	1,997	2,094
Costs and overheads, less other income	3	(2,201)	(2,529)
Loss on ordinary activities before interest			
Continuing activities		(839)	(1,114)
Discontinued activities		635	679
Total loss on ordinary activities before interest		(204)	(435)
Other interest receivable and similar income	5	122	-
Interest payable and similar charges	5	(214)	(224)
Loss on ordinary activities before taxation		(296)	(659)
Tax on loss on ordinary activities	6	189	142
Loss on ordinary activities after taxation		(107)	(517)
Dividends		-	-
Retained loss for the year	12	(107)	(517)

There are no other recognised gains or losses other than as shown above.

RED DEVIL ENERGY DRINKS LIMITED

COMPANY BALANCE SHEET

AT 2 OCTOBER 2005

	Note	2005 £000	2004 £000
Fixed Assets			
Intangible assets	7	1,084	8,772
		<hr/>	<hr/>
		1,084	8,772
Current Assets			
Stocks	8	-	101
Debtors	9	284	770
Cash at bank and in hand		139	-
		<hr/>	<hr/>
		423	871
Creditors			
Amounts falling due within one year	10	(267)	(11,890)
		<hr/>	<hr/>
Net Current Assets / (Liabilities)		156	(11,019)
		<hr/>	<hr/>
Total Assets less Current Liabilities		1,240	(2,247)
Creditors			
Amounts falling due after more than one year	10	(3,594)	-
		<hr/>	<hr/>
Net Liabilities		(2,354)	(2,247)
		<hr/>	<hr/>
Capital and Reserves			
Called up share capital	11	-	-
Profit and loss account	12	(2,354)	(2,247)
		<hr/>	<hr/>
Shareholders' Funds		(2,354)	(2,247)
		<hr/>	<hr/>

The directors approved the financial statements on



 J M Gibney

30 January 2006

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 2 OCTOBER 2005

1. ACCOUNTING POLICIES

A summary of the principal accounting policies, all of which have been applied consistently throughout the period and the preceding year, is set out below.

a) Basis of accounting

The financial statements are prepared under the historical cost convention as modified by the revaluation of certain tangible fixed assets. They have been drawn up to comply with applicable United Kingdom accounting standards.

b) Going Concern

The Company has overall net liabilities; hence, it is dependent on continuing finance being made available by its parent company to enable it to meet its liabilities as they fall due. Britannia Soft Drinks Limited, has expressed its willingness to provide financial support to Red Devil Energy Drinks Limited in order to assist the company in meeting its liabilities as and when they fall due, but only to the extent that money is not otherwise available to the company to meet such liabilities.

c) Cash flow

In accordance with FRS1 these financial statements do not include a cash flow statement as the Company is a wholly owned subsidiary undertaking of a UK parent whose financial statements for the 52 weeks to 2 October 2005 include a consolidated cash flow statement.

d) Foreign currencies

Transactions in foreign currencies are recorded at the exchange rates ruling on the dates of the transactions. Assets and liabilities denominated in foreign currencies are translated into sterling at the relevant rates of exchange ruling at the balance sheet date.

e) Intangible fixed assets

Goodwill relates to purchased goodwill and adjustments necessary in ascribing fair values to the separable net assets relating to the soft drinks business acquired. The capitalised goodwill is being amortised on a straight line basis over its useful economic life, estimated at 10 years. It is reviewed for impairment at the end of the first full financial year following the acquisition and in other periods if events or changes in circumstances indicate that the carrying value may not be recoverable.

No value is attributed to trademarks, concessions, patents and similar rights and assets, including management contracts.

Costs incurred on trademarks, concessions, patents and similar rights, whether purchased or created by the Company, are expensed in the profit and loss account in the period in which they are incurred.

f) Research and development

Expenditure on research and development is charged to the profit and loss account as incurred.

g) Stocks

Stocks are stated at the lower of cost, including an appropriate element of production overhead cost, and net realisable value.

h) Deferred taxation

Deferred tax assets and liabilities are recognised, subject to certain exceptions, in respect of all material timing differences between the recognition of gains and losses in the financial statements and for tax purposes. Those timing differences recognised include accelerated capital allowances, unrelieved tax losses and short term timing differences. Timing differences not recognised include those relating to the revaluation of fixed assets in the absence of a commitment to sell the assets, the gain on sale of assets rolled into replacement assets and the distribution of profits from overseas subsidiaries in the absence of any commitment by the subsidiary to make the distribution.

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered.

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

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 2 OCTOBER 2005

1. ACCOUNTING POLICIES (Continued)

i) Turnover

Turnover represents sales (excluding VAT and similar taxes and intra-group transactions) of goods and services, net of discounts, provided in the normal course of business.

2. TURNOVER

Turnover is attributable to one continuing activity.

Turnover is stated after deducting trade discounts and is analysed by geographical destination as follows:

	2005 £000	2004 £000
United Kingdom - external	1,997	2,094
- fellow subsidiaries	-	-
	<hr/> 1,997	<hr/> 2,094

The turnover is predominately sourced from the United Kingdom, and is discontinued following the sale of the Company's trade and assets to Britvic Soft Drinks Limited in the year.

3. COSTS AND OVERHEADS LESS OTHER INCOME

	2005 £000	2004 £000
Change in stocks of finished goods	101	(29)
Raw materials, consumables and excise duty	407	553
Other external charges	854	891
Amortisation of intangibles	988	1,114
Income from brand licence	(149)	-
	<hr/> 2,201	<hr/> 2,529

The following amounts are included above:

Auditors' remuneration
 - audit work
 - non audit work

-	-
-	-

Auditors' fees are borne by Britvic Soft Drinks Limited, another member of the Britannia Soft Drinks Group.

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 2 OCTOBER 2005

4. DIRECTORS' REMUNERATION

A management charge of £250,000 (2004 - £250,000) has been made in respect of administration costs by Britvic Soft Drinks Limited, a company within the Britannia Soft Drinks Group, which includes the Directors' emoluments which it is not possible to identify separately.

There are two directors to whom benefits are accruing under defined benefit pension schemes (2004 – Nil). Two directors exercised share options during the year (2004 – 2).

5. INTEREST RECEIVABLE AND PAYABLE AND SIMILAR INCOME AND CHARGES

	2005 £000	2004 £000
Interest receivable:		
Interest receivable from Group undertakings	122	-
	<hr/>	<hr/>
	122	-
	<hr/>	<hr/>
Interest payable:		
Interest payable to Group Undertakings	214	224
	<hr/>	<hr/>
	214	224
	<hr/>	<hr/>

6. TAX ON (LOSS) ON ORDINARY ACTIVITIES

Tax charge	2005 £000	2004 £000
UK corporation tax at 30% (2004: 30%)		
Current year – Amount recoverable via group relief	(133)	(198)
Prior years	(56)	56
	<hr/>	<hr/>
Total current tax	(189)	(142)
	<hr/>	<hr/>
Tax on (loss) on ordinary activities	(189)	(142)
	<hr/>	<hr/>
Tax reconciliation	2005 %	2004 %
UK corporation tax standard rate	30.0	30.0
Permanent differences	14.9	-
Adjustment to tax charge in respect of prior periods	18.9	-
	<hr/>	<hr/>
Effective current tax rate	63.8	30.0
	<hr/>	<hr/>

No other factors have been identified which may affect future tax charges.

There are no adjustments in respect of deferred tax.

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 2 OCTOBER 2005

7. INTANGIBLE FIXED ASSETS

Goodwill:	2005 £000	2004 £000
Cost at beginning of year	11,140	11,140
Revision of acquisition cost (note 10)	(6,700)	-
	<hr/>	<hr/>
Cost at end of year	4,440	11,140
Amortisation at beginning of year	(2,368)	(1,254)
Amortisation provided during the year	(988)	(1,114)
	<hr/>	<hr/>
Amortisation at end of year	(3,356)	(2,368)
	<hr/>	<hr/>
Net book amount at end of year	1,084	8,772
	<hr/>	<hr/>

8. STOCKS

The following are included in the net book value of stocks:

	2005 £000	2004 £000
Finished goods	-	101
	<hr/>	<hr/>

The replacement cost of stocks approximates to the value at which they are stated in the accounts.

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 2 OCTOBER 2005

9. DEBTORS

The following are included in the net book value of debtors:

	2005 £000	2004 £000
Amounts falling due within one year:		
Other debtors:		
- UK Corporation tax receivable	133	770
Amounts owed from other Group undertakings	151	-
	<hr/>	<hr/>
	284	770
	<hr/>	<hr/>

Amounts owed to group undertakings includes £151,000 which is due after one year (2004 - £nil).

10. CREDITORS

	2005 £000	2004 £000
Amounts falling due within one year		
Bank Loans and Overdrafts	-	4,798
Trade Creditors	-	148
Amounts owed to other Group undertakings	-	108
Other creditors:		
- Deferred consideration	-	6,700
Accruals and deferred income	267	136
	<hr/>	<hr/>
	267	11,890
	<hr/>	<hr/>
Amounts falling due after more than one year		
Accruals and deferred income	3,594	-
	<hr/>	<hr/>

On 15 August 2002, the company acquired the UK and Republic of Ireland businesses of the energy drink 'Red Devil' for a consideration of £11,140,000 including expenses.

The consideration of £11,140,000 included deferred consideration of £6,700,000. The deferred consideration was payable upon meeting certain contract-specified sales volumes up until August 2006. The exact amount payable was dependent on future sales volumes, and the amount provided was based on the Directors' best estimate of forecast sales, and was assessed at 6 monthly intervals. Upon review at 2 October 2005 it is not considered likely that the deferred consideration will become payable, therefore the consideration and goodwill have been revised downwards accordingly.

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 2 OCTOBER 2005

11. CALLED UP SHARE CAPITAL

	Authorised		Allotted and Fully Paid	
	2005 £	2004 £	2005 £	2004 £
Ordinary shares of £1 each	100,000	100,000	2	2

12. RESERVES

	Profit and Loss Account £000
At 3 October 2004	(2,247)
Retained loss for year	(107)
At 2 October 2005	(2,354)

13. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	Note	2005 £000	2004 £000
Loss attributable to shareholders		(107)	(517)
Proposed dividend		-	-
Net reduction in shareholder's funds		(107)	(517)
Opening shareholder's funds		(2,247)	(1,730)
Closing shareholder's funds		(2,354)	(2,247)

14. RELATED PARTY TRANSACTIONS

The aggregate turnover with shareholders is dealt with in the accounts of the immediate parent undertaking. The company has taken advantage of the exemption under FRS8 available to subsidiary undertakings not to disclose transactions with other group companies.

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS -- 2 OCTOBER 2005

15. PARENT UNDERTAKING

The immediate parent undertaking of Red Devil Energy Drinks Limited is Orchid Drinks Limited, incorporated in Great Britain and registered in England.

The smallest group of which the company is a member and for which group financial statements are prepared is Britannia Soft Drinks Limited, incorporated in Great Britain and registered in England.

InterContinental Hotels Group plc was the ultimate parent undertaking of Red Devil Energy Drinks Limited up to and including 13 December 2005. The consolidated financial statements of InterContinental Hotels Group plc are available to the public and may be obtained from 67 Alma Road, Windsor, Berkshire SL4 3HD.

As of 14 December 2005, Britvic plc became the ultimate parent undertaking of Red Devil Energy Drinks Limited. Future consolidated financial statements of Britvic plc will be available to the public and may be obtained from Britvic House, Broomfield Road, Chelmsford, Essex CM1 1TU.