

RED DEVIL ENERGY DRINKS LIMITED

Financial Statements for the 52 weeks ended 1 October 2006

together with Directors' report and report of the auditors

Registered Number: 3011709

WEDNESDAY



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COMPANIES HOUSE

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 1 October 2006

Principal activities and business review

During 2005, 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. As a result of the sale, Red Devil Energy Drinks Limited no longer trades, but maintains profitability from income received on the Britvic Soft Drinks Limited and Britvic International Limited licences

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

The profit for the year before taxation amounted to £111,000

After charging taxation of £77,000 the profit for the year was £34,000

Results and dividends

Results, dividends and recommended transfers to reserves are as follows

	£000
Profit for the year after taxation	34
Dividends	-
	<hr/>
Transfer to profit and loss reserves	34
	<hr/>

Future developments

It is expected that the Company will continue to be profitable with the income it receives for the Britvic Soft Drinks Limited and Britvic International Limited brand licences

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

The interests of Mr P S Moody and Mr J M Gibney, who are also directors of Britvic plc, 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

Fixed assets

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

Charitable and political contributions

The company made no contributions to charities or for political purposes (2005 £nil)

Disclosure of information to the auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the Company's auditor, each director has taken all the steps that he is obliged to take as a director in order to make himself aware of any relevant audit information and to establish that the auditor is aware of that information

Auditors

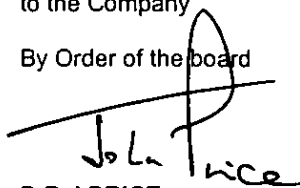
The directors will place a resolution before the Annual General Meeting to reappoint Ernst & Young LLP as auditors for the ensuing year

RED DEVIL ENERGY DRINKS LIMITED

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

A handwritten signature in black ink, appearing to read 'D B J Price', is written over a horizontal line.

D B J PRICE

Secretary

Britvic House

Chelmsford

22 January 2007

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 responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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 that 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 hence for taking reasonable steps for the prevention and detection of 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 year ended 1 October 2006 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 14. These financial statements have been prepared under 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

The directors' responsibilities for the preparation of the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

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 whether in our opinion the information given in the directors' report is consistent with the financial statements.

We also report to you if, in our opinion, 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 other transactions 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 International Standards on Auditing (UK and Ireland) 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, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 1 October 2006 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the directors' report is consistent with the financial statements.

Ernst & Young LLP

Ernst & Young LLP
Registered auditor
Nottingham

23 January 2007

RED DEVIL ENERGY DRINKS LIMITED

COMPANY PROFIT AND LOSS ACCOUNT

FOR THE 52 WEEKS ENDED 1 OCTOBER 2006

	Note	2006 £000	2005 £000
Turnover			
Discontinued activities		-	1,997
		<hr/>	<hr/>
Total turnover	2	-	1,997
Costs and overheads, less other income	3	111	(2,201)
		<hr/>	<hr/>
Profit/(loss) on ordinary activities before interest			
Continuing activities		111	(839)
Discontinued activities		-	635
		<hr/>	<hr/>
Total profit/(loss) on ordinary activities before interest		111	(204)
Other interest receivable and similar income	5	-	122
Interest payable and similar charges	5	-	(214)
		<hr/>	<hr/>
Profit/(loss) on ordinary activities before taxation		111	(296)
Tax on profit/(loss) on ordinary activities	6	(77)	189
		<hr/>	<hr/>
Profit/(loss) on ordinary activities after taxation		34	(107)
		<hr/> <hr/>	<hr/> <hr/>

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

RED DEVIL ENERGY DRINKS LIMITED

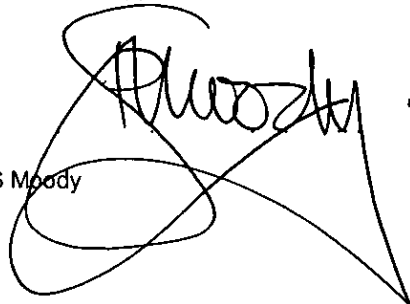
COMPANY BALANCE SHEET

AT 1 OCTOBER 2006

	Note	2006 £000	2005 £000
Fixed Assets			
Intangible assets	7	928	1,084
		<hr/>	<hr/>
		928	1,084
Current Assets			
Debtors	8	240	284
Cash at bank and in hand		139	139
		<hr/>	<hr/>
		379	423
Creditors			
Amounts falling due within one year	9	(300)	(267)
		<hr/>	<hr/>
Net Current Assets		79	156
		<hr/>	<hr/>
Total Assets less Current Liabilities		1,007	1,240
Creditors			
Amounts falling due after more than one year	9	(3,327)	(3,594)
		<hr/>	<hr/>
Net Liabilities		(2,320)	(2,354)
		<hr/>	<hr/>
Capital and Reserves			
Called up share capital	10	-	-
Profit and loss account	11	(2,320)	(2,354)
		<hr/>	<hr/>
Shareholders' Deficit	12	(2,320)	(2,354)
		<hr/>	<hr/>

The directors approved the financial statements on 22 January 2007

P S Moody



RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 1 OCTOBER 2006

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. Britvic plc, 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 1 October 2006 include a consolidated cash flow statement

d) 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

e) 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

f) 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

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 1 OCTOBER 2006

2 TURNOVER

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

	2006 £000	2005 £000
United Kingdom - external	-	1,997
- fellow subsidiaries	-	-
	<hr/>	<hr/>
	-	1,997
	<hr/>	<hr/>

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

3 COSTS AND OVERHEADS LESS OTHER INCOME

	2006 £000	2005 £000
Change in stocks of finished goods	-	101
Raw materials, consumables and excise duty	-	407
Other external charges	-	854
Amortisation of intangibles	156	988
Income from brand licence	(267)	(149)
	<hr/>	<hr/>
	(111)	2,201
	<hr/>	<hr/>

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

4 DIRECTORS' REMUNERATION

In 2006, no directors received any remuneration in respect of their services to the Company

In 2005, a management charge of £250,000 was made in respect of administration costs by Britvic Soft Drinks Limited, a company within the Britvic plc 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 (2005 – 2)

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 1 OCTOBER 2006

5 INTEREST RECEIVABLE AND PAYABLE AND SIMILAR INCOME AND CHARGES

	2006 £000	2005 £000
Interest receivable		
Interest receivable from Group undertakings	-	122
	<hr/>	<hr/>
Interest payable		
Interest payable to Group undertakings	-	214
	<hr/>	<hr/>

6 TAX ON PROFIT/(LOSS) ON ORDINARY ACTIVITIES

Tax charge/(credit)	2006 £000	2005 £000
UK corporation tax at 30% (2005 30%)		
Current year – Amount recoverable via group relief	33	(133)
Prior years	44	(56)
	<hr/>	<hr/>
Total current tax	77	(189)
	<hr/>	<hr/>
Tax on profit/(loss) on ordinary activities	77	(189)
	<hr/>	<hr/>
Tax reconciliation	2006 %	2005 %
UK corporation tax standard rate	30.0	30.0
Permanent differences	-	14.9
Adjustment to tax charge in respect of prior periods	39.6	18.9
	<hr/>	<hr/>
Effective current tax rate	69.6	63.8
	<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 –1 OCTOBER 2006

7 INTANGIBLE FIXED ASSETS

	2006 £000	2005 £000
Goodwill		
Cost at beginning of year	4,440	11,140
Revision of acquisition cost	-	(6,700)
Cost at end of year	4,440	4,440
Amortisation at beginning of year	(3,356)	(2,368)
Amortisation provided during the year	(156)	(988)
Amortisation at end of year	(3,512)	(3,356)
Net book amount at end of year	928	1,084

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 was not considered likely that the deferred consideration would become payable, therefore the consideration and goodwill were revised downwards accordingly.

8 DEBTORS

The following are included in the net book value of debtors

	2006 £000	2005 £000
Amounts falling due within one year		
Other debtors		
- UK Corporation tax receivable	-	133
Amounts due from other Group undertakings	240	151
	240	284

Amounts due from other Group undertakings includes £240,000 which is due after one year (2005 - £151,000)

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 1 OCTOBER 2006

9 CREDITORS

	2006 £000	2005 £000
Amounts falling due within one year		
Accruals and deferred income	267	267
Corporation tax payable	33	-
	<hr/>	<hr/>
	300	267
	<hr/>	<hr/>
Amounts falling due after more than one year		
Accruals and deferred income	3,327	3,594
	<hr/>	<hr/>

Accruals and deferred income relates to the deferred income in respect of 15 year brand licences granted by Red Devil Energy Drinks Limited to Britvic Soft Drinks Limited and Britvic International Limited in the prior year

10 CALLED UP SHARE CAPITAL

	Authorised		Allotted and Fully Paid	
	2006 £	2005 £	2006 £	2005 £
Ordinary shares of £1 each	100,000	100,000	2	2
	<hr/>	<hr/>	<hr/>	<hr/>

11 RESERVES

	Profit and Loss Account £000
At 2 October 2005	(2,354)
Retained profit for year	34
	<hr/>
At 1 October 2006	(2,320)
	<hr/>

12 RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2006 £000	2005 £000
Profit/(loss) attributable to shareholders	34	(107)
Ordinary dividends	-	-
	<hr/>	<hr/>
Net addition/(reduction) to shareholder's funds	34	(107)
Opening shareholder's deficit	(2,354)	(2,247)
	<hr/>	<hr/>
Closing shareholder's deficit	(2,320)	(2,354)
	<hr/>	<hr/>

RED DEVIL ENERGY DRINKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 1 OCTOBER 2006

13 RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption under FRS 8 available to subsidiary undertakings not to disclose transactions with other group companies

14 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 Britvic plc, 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. The consolidated financial statements of Britvic plc are available to the public and may be obtained from Britvic House, Broomfield Road, Chelmsford, Essex CM1 1TU