

Diageo Holdings Limited
Annual report and financial statements
30 June 2021

Registered number:: 03623314



Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

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Diageo Holdings Limited
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STRATEGIC REPORT

The directors present their strategic report for the year ended 30 June 2021.

Activities

The principal activity of the company is to act as an investment holding company within the Diageo group ("the group").

The company is incorporated and domiciled as a private company limited by shares in England, United Kingdom. The registered address is Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom.

The directors foresee no changes in the company's activities.

Business review

Development and performance of the business of the company during the financial year and position of the company as at 30 June 2021

The loss for the year ended 30 June 2021 decreased by £11,494,000,000 compared to the year ended 30 June 2020, from a profit of £11,391,000,000 to a loss of £103,000,000. This was due to a reduction in the income from shares in group undertakings, which decreased by £11,721,000,000 to £nil in the year ended 30 June 2021. The company's net assets decreased by £103,000,000 from £13,145,000,000 to £13,042,000,000.

Financial and other key performance indicators

As the company is an intermediary holding company within the group, the principal key performance indicator used by management to analyse the development, performance and position of the company's business is adherence to the group dividend policy.

Principal risks and uncertainties facing the company as at 30 June 2021

The principal risks identified by the group are disclosed on page 45 to 48 of Diageo plc's 2021 Annual Report. The most relevant of the group risks to this entity are the ones we have selected and articulated below, together with specific considerations relating to the company's operations and environment. If any of these risks occur, the company's business, financial condition and operational results could suffer. As the company forms part of the group's investment holding structure and financial operations, the financial risk management measures used by management to analyse the development, performance and position of the company's business are mainly similar to those facing the group as a whole. The directors consider that the following risks might impact the performance and the solvency or liquidity of the company through its investments and intercompany financing structure. One company-specific risk has been identified, which is the recoverability of the company's investment in subsidiaries.

Pandemics

Global outbreak of a public health threat or fear of such an event could result in increased government restrictions and regulations including the shutdown of the on-trade, restrictions to travel, and quarantining of employees resulting in a negative impact to consumer demand, or a slowdown or halting of the group business operations due to supply or logistic constraints and could adversely impact the group financial performance. To mitigate these challenges the group regularly gathers data and obtains insights which enable management to assess conditions in the markets where the group operates and to amend forecasts and investment decisions appropriately.

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STRATEGIC REPORT (continued)

Pandemics (continued)

Principal risks and uncertainties facing the company as at 30 June 2021 (continued)

The directors have assessed that the key impacts from the Covid-19 pandemic on the company would be in respect of any change in credit risk impacting the valuation of intercompany receivables and the recoverability of the investments in subsidiaries, associates, other investments and the effect of Covid-19 on remote working and ability to access IT systems, along with a potentially heightened cyber risk.

The directors believe that the risk mitigation actions taken by the group in relation to the Covid-19 pandemic, which incorporate those taken on behalf of the company, have been agile and effective and that the group will maintain adequate liquidity and be strongly positioned for a recovery in consumer demand. During the year, the group took actions to protect the business and support Diageo partners and communities. Further information is disclosed on pages 45 to 48 of Diageo plc's 2021 Annual Report.

Brexit

The European Union and the United Kingdom have agreed the EU-UK Trade and Cooperation Agreement which fully came into force on 1 May 2021. We remain of the view that the direct financial impact to the group or the company will not be material. A cross-functional working group is in place to identify and assess the consequences of Brexit, with all major functions within our business represented, including the function of raising external funding. The group will monitor the implications of the Agreement very closely, as well as the broader environment risks, including a continuing focus on identifying critical decision points to ensure potential disruption is minimised, and take prudent actions to mitigate these risks wherever practical.

Climate change

Climate change poses a risk to the group for decades to come. Both physical risks, such as changes in climate and acute weather events, and transition risks, such as impacts on economies, changes in consumer attitude, and regulatory developments, have the potential to affect the group. The company might be impacted through its indirect investment in Diageo Scotland Limited.

The group conducted a detailed climate change risk assessment (CCRA) this year in North America and Scotland. The group chose these two regions since they account for around half of the group's net sales value globally, are home to many of the group's manufacturing sites, and have extensive global raw material supply chains. This review found that, with respect to North America, risks related to wildfires, storm winds, and high temperature hazards are projected to significantly increase in the future. By contrast, whilst extreme cold events will continue to be a risk, overall, the risks associated with this hazard are projected to improve due to warming temperatures.

In respect of Scotland, risks related to water temperature and wildfire hazard are projected to significantly increase in the future. By contrast, whilst extreme cold events will continue to be a risk, overall, the risks associated with this hazard are projected to improve due to warming temperatures. In addition, sea level rise and coastal flooding may have an impact on assets near to the coastlines.

Results of CCRA's are shared with markets in scope. Those markets then assess the results and recommendations for their market, add risks to the market risk register as appropriate, and develop mitigation plans and document these within the existing risk management process. The group then tracks climate risk mitigation efforts.

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STRATEGIC REPORT (continued)

Business review (continued)

Principal risks and uncertainties facing the company as at 30 June 2021 (continued)

Climate change (continued)

Physical and transition climate change risks could reduce the company dividend income and profit. It may also impact trust and reputation amongst consumers and other stakeholders of the group. Further information on the group's risk management measures in relation to climate change is disclosed on page 46 of Diageo plc's 2021 Annual Report.

Statement on Section 172 of the Companies Act 2006

Section 172 of the Companies Act 2006 requires the directors to promote the success of the company for the benefit of the members as a whole, having regard to the interests of stakeholders in their decision-making. In making decisions, the directors consider what is most likely to promote the success of the company for its shareholders in the long term, as well as the interests of the group's stakeholders. The directors understand the importance of taking into account the views of stakeholders and the impact of the company's activities on local communities, the environment, including climate change, and the group's reputation.

The company is a member of the group of companies (the "group") whose ultimate holding company is Diageo plc ("Diageo"). In accordance with the requirements of UK company law, Diageo has included in its 2021 Annual Report and Accounts on page 7 a statement as to how the directors of Diageo have had regard to the matters set out in Section 172 of the Companies Act 2006.

In order to ensure consistency in how the group operates with regard to its wider stakeholders, the group has adopted an internal Code of Business Conduct alongside a comprehensive framework of global policies and standards that are designed to ensure, amongst other things, that all companies throughout the group, including the company, have regard to its wider stakeholders in a consistent manner.

The company has therefore had regard to the matters set out in Section 172 of the Act in a manner that is consistent with the approach adopted by Diageo, while at the same time ensuring the directors of the company are fulfilling their duties.

Main activities of the Board

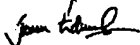
The activities of the Board during the year include the approval of financial statements for the year ended 30 June 2020.

Diageo Holdings Limited
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STRATEGIC REPORT (continued)

Business review (continued)

On behalf of the Board

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J M C Edmunds
Director

Lakeside Drive
Park Royal
London
NW10 7HQ

8 December 2021

Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

DIRECTORS' REPORT

The directors are pleased to submit their annual report, together with the audited financial statements for the year ended 30 June 2021.

Going concern

The company's business activities, together with the factors likely to affect its future development and position, are set out in the business review section of the strategic report. The company is expected to continue to remain in positive net asset position for the foreseeable future. The company participates in the group's centralised treasury arrangements and the parent and fellow group undertakings are expected to provide financial support for the foreseeable future. The company is not reliant on external third party financing. The only liabilities at the balance sheet date are in respect of balances due to fellow group undertakings. The directors have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the company to continue as a going concern. On the basis of their assessment, the company's directors have a reasonable expectation that the company will be able to continue in operational existence for a period of at least 12 months from the date the financial statements are approved and signed, as a fellow group undertaking has agreed its policy is to provide financial support for this period. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

In arriving at this conclusion, the directors have also considered the potential impact that the Covid-19 pandemic may have on the company and believe that any impact would be minimal.

Financial

The result for the year ended 30 June 2021 is shown on page 14.

The loss for the year transferred to reserves was £103,000,000 (2020 - profit of £11,391,000,000) and the other comprehensive income for the year was £nil (2020 - £42,406,000,000).

Dividends paid during the year ended 30 June 2021 and 30 June 2020 were £nil and £54,127,800,000, respectively.

Directors

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

J M C Edmunds

C-L Jordan (appointed 1 May 2021)

H Patel

V Rao (resigned 1 May 2021)

P Viswanathan (resigned 1 August 2020)

I Thrustle (appointed 30 September 2021)

C M Lewin (appointed 1 August 2020 and resigned 30 September 2021)

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DIRECTORS' REPORT (continued)

Directors' remuneration

None of the directors received any remuneration during the year in respect of their services as directors of the company (2020 - £nil). The directors were paid by fellow group undertakings, and no cost was recharged to the company.

Directors' indemnity

The Articles of Association permit qualifying third-party indemnities for the directors as defined by Section 234 of the Companies Act 2006. No such indemnity was in force during the last financial year, nor is any currently in force.

Internal control and risk management over financial reporting

The company operates under the financial reporting processes and controls of the group. Diageo plc's internal control and risk management systems including its financial reporting process of Diageo plc, which include those of the company, are discussed in the group's Annual Report 2020 on page 97 at www.diageo.com, which does not form part of this report.

Independent auditors

Pursuant to Section 487 of the Companies Act 2006, the independent auditors, PricewaterhouseCoopers LLP, have been reappointed and will continue in office as independent auditors of the company.

Disclosure of information to the auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

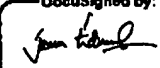
Business relationship statement

The business of the company is that of an intermediate holding company and as such it has a more limited number of third-party business relationships than other companies within the group. However, in order to ensure consistency in how the group operates, the company has adopted an internal Code of Business Conduct alongside a comprehensive framework of global policies and standards that are designed to ensure, amongst other things, that all companies throughout the group, including the company, have regard to its wider stakeholders, including those in a business relationship with the company, in a consistent manner. Decisions taken by directors are informed by the interests of its wider stakeholders, including those in a business relationship with the company, as guided by, amongst other things, the Code of Business Conduct and framework of policies and standards.

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DIRECTORS' REPORT (continued)

On behalf of the Board

DocuSigned by:

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J M C Edmunds
Director

Lakeside Drive
Park Royal
London
NW10 7HQ

8 December 2021

Diageo Holdings Limited
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Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 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.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

Independent auditors' report to the members of Diageo Holdings Limited

Report on the audit of the financial statements

Opinion

In our opinion, Diageo Holdings Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and financial statements (the "Annual Report"), which comprise: the balance sheet as at 30 June 2021; the income statement, the statement of comprehensive income and the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 30 June 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to but were not limited to, UK tax legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to manipulate financial results, and management bias in accounting estimates and judgements. Audit procedures performed by the engagement team included:

- Discussions with the directors, management and internal legal counsel, including inquiry regarding known or suspected instances of non-compliance with laws and regulations and fraud;
- Reviewing relevant board of directors meeting minutes;
- Challenging assumptions and judgements made by management in their significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. In particular, in relation to the recoverability of the company's investment in its subsidiary; and
- As in all of our audits we also addressed the risk of management override of internal controls, including testing journals, and evaluated whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

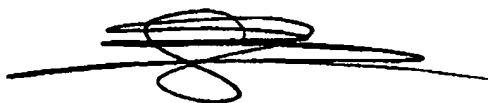
Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

A handwritten signature in black ink, consisting of several overlapping loops and a long horizontal stroke extending to the right.

Steve Reid (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
8 December 2021

Diageo Holdings Limited
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INCOME STATEMENT

	Notes	Year ended 30 June 2021 £ m	Year ended 30 June 2020 £ m
Income from shares in group undertakings	3	—	11,721
Provision against subsidiary undertakings	6	—	(182)
Operating profit		—	11,539
Finance charges	4	(103)	(148)
(Loss)/profit before taxation on ordinary activities		(103)	11,391
Taxation on (loss)/profit on ordinary activities	5	—	—
(Loss)/profit for the financial year		(103)	11,391

The accompanying notes are an integral part of these financial statements.

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STATEMENT OF COMPREHENSIVE INCOME

		Year ended 30 June 2021 £ m	Year ended 30 June 2020 £ m
	Notes		
(Loss)/profit for the financial year		(103)	11,391
Items that may be recycled subsequently to the income statement			
Dividend in specie	3	—	42,406
Other comprehensive income for the year, net of tax		—	42,406
Total comprehensive (expense)/income for the year		(103)	53,797

The accompanying notes are an integral part of these financial statements.

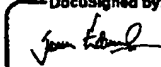
Diageo Holdings Limited
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BALANCE SHEET

	Notes	Year ended 30 June 2021 £ m	Year ended 30 June 2020 £ m
Non-current assets			
Investments in subsidiaries	6	26,818	26,818
Current assets			
Cash and cash equivalents		—	—
Total assets		26,818	26,818
Current liabilities			
Trade and other payables	7	(13,776)	(13,673)
Net assets		13,042	13,145
Equity			
Called up share capital	8	—	—
Retained earnings		13,042	13,145
Total equity		13,042	13,145

The accounting policies and other notes on pages 18 to 40 form part of the financial statements.

These financial statements on pages 14 to 40 were approved by the Board on 8 December 2021 and were signed on its behalf by:

DocuSigned by:

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J M C Edmunds
Director

Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

STATEMENT OF CHANGES IN EQUITY

	Called up share capital £ m	Retained earnings £ m	Total £ m
Balance at 30 June 2019	13,000	476	13,476
Profit for the financial year	—	11,391	11,391
Other comprehensive income	—	42,406	42,406
Total comprehensive income for the year	—	53,797	53,797
Capital reduction	(13,000)	13,000	—
Dividends to shareholders	—	(54,128)	(54,128)
Balance at 30 June 2020	—	13,145	13,145
Loss for the financial year and other comprehensive expense	—	(103)	(103)
Balance at 30 June 2021	—	13,042	13,042

The accompanying notes are an integral part of these financial statements.

Diageo Holdings Limited
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Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS

1. ACCOUNTING POLICIES

Basis of preparation

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

These financial statements are prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* (FRS 101).

In preparing these financial statements, the company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU (IFRS), but makes amendments where necessary in order to comply with Companies Act 2006 and sets out below where the FRS 101 disclosure exemptions have been taken.

These financial statements are prepared on a going concern basis under the historical cost convention, except that certain financial instruments are measured at their fair value.

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.

The preparation of financial statements in conformity with FRS 101 requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(d) (statement of cash flows);
 - 16 (statement of compliance with all IFRS);
 - 79(a)(iv) (comparative information requirements);
 - 111 (cash flow statement information);
 - 134-136 (capital management disclosures)
- IAS 7, 'Statement of cash flows'
- The following paragraphs of IAS 8, 'Accounting policies, changes in accounting estimates and errors':
 - 30 (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective);
 - 31 (disclosures relating to the new IFRS).
- Paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36, 'Impairment of assets' (disclosures when the recoverable amount is fair value less costs of disposal, assumptions involved in estimating recoverable amounts of cash-generating units containing goodwill or intangible assets with indefinite useful lives, and management's approach to determining these amounts).
- The following paragraphs of IAS 24 'Related party disclosures':
 - 17 (key management compensation);

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NOTES TO THE FINANCIAL STATEMENTS (continued)

1. ACCOUNTING POLICIES (continued)

Basis of preparation (continued)

- 18A (key management services provided by a separate management entity).
- The requirements of IFRS 7 Financial Instruments: Disclosures, provided that equivalent disclosures are included in the consolidated financial statements of the group in which the entity is consolidated.

The company has taken advantage of the exemption by virtue of section 400 under Companies Act 2006, from the requirement to prepare consolidated financial statements, as it and its subsidiaries are included in the consolidated financial statements of its ultimate parent, Diageo plc.

These financial statements are separate financial statements.

New accounting standards and interpretations

The following amendments to the accounting standards, issued by the IASB which have been endorsed by the EU, have been adopted by the group and therefore by the company from 1 July 2020 with no impact on the company's results, financial position or disclosures:

- Amendments to References to the Conceptual Framework in IFRSs;
- Amendments to IFRS 3 - Definition of a Business;
- Amendments to IAS 1 and IAS 8 - Definition of Material;
- Amendments to IFRS 16 - Covid-19 - Related Rent Concessions;
- Amendments to IFRS 9, IAS 39 and IFRS 7 - Interest rate benchmark reform (phase 1);
- Amendments to IAS 19 - Plan Amendment, Curtailment or Settlement.

The following amendment and standard, issued by the IASB have not been adopted by the company:

- IFRS 17 – Insurance contracts
- Amendments to IFRS 9, IAS 39 and IFRS 7 – Interest rate benchmark reform (phase 2)

Going concern

The financial statements have been prepared on a going concern basis as a fellow group undertaking has agreed to provide financial support for the foreseeable future which is for a period of at least 12 months from the date the financial statements are approved and signed.

The only liabilities at the balance sheet date are in respect of balances due to fellow group undertakings.

Functional and presentational currency

These financial statements are presented in sterling (£), which is the company's functional currency.

All financial information presented in sterling (£) has been rounded to the nearest million unless otherwise stated.

Finance costs

Finance costs are recognised in the income statement in the year in which they are incurred.

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NOTES TO THE FINANCIAL STATEMENTS (continued)

1. ACCOUNTING POLICIES (continued)

Investments in subsidiaries

Investments in subsidiaries are stated at historical cost less impairment provisions for any permanent decrease in value. The carrying amounts of the company's investments are reviewed at each reporting date to determine whether there is an indication of impairment. If such an indication exists, then the asset's recoverable amount is estimated. Losses are recognised in the income statement to reflect an impairment against the carrying value. Where an event results in the asset's recoverable amount being higher than the previously impaired carrying value, the original impairment may be reversed through the statement of comprehensive income in subsequent periods.

Financial liabilities

Financial liabilities are initially recorded at fair value, where permitted by IFRS 9, including any directly attributable transaction costs. The company classifies its financial liabilities into the following categories: financial liabilities at amortised cost and financial liabilities at fair value through profit and loss. Where financial liabilities are eligible to be carried at either amortised cost or fair value the company does not apply the fair value option.

Trade and other payables Trade payables are non-interest bearing and are stated at their nominal value as they are due on demand. Amounts owed to other group companies are initially measured at fair value and are subsequently reported at amortised cost.

Taxation

Current tax is based on taxable profit for the year. Taxable profit is different from accounting profit due to temporary differences between accounting and tax treatments, and due to items that are never taxable or tax deductible. Tax benefits are not recognised unless it is probable that the tax positions are sustainable. Once considered to be probable, tax benefits are reviewed each year to assess whether a provision should be taken against full recognition of the benefit on the basis of potential settlement through negotiation and/or litigation. Tax provisions are included in current liabilities. Penalties and interest on tax liabilities are included in profit before taxation. In prior years penalties and interest on tax liabilities were provided for in the tax charge.

Dividends

The interim dividend is included in the financial statements in the year in which it is approved by the directors, and the final dividend in the year in which it is approved by shareholders. Dividends received are included in the financial statements in the year in which they are receivable.

Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS (continued)

1. ACCOUNTING POLICIES (continued)

Judgements in applying accounting policies and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The critical accounting policy, which the directors consider is of greater complexity and particularly subject to the exercise of judgements and estimates, is set out in detail in the accounting policy for investments in subsidiaries. A critical accounting judgement, specific to the company, is the assessment that recoverable amount of the company's investment in is greater than the carrying amount.

2. OPERATING COSTS

The auditors' remuneration of £3,500 (2020 - £3,000) was paid on behalf of the company by a fellow group undertaking. There were no fees payable to the independent auditors in respect of non-audit services (2020 - £nil).

The company did not employ any staff during either the current or prior year.

None of the directors received any remuneration during the financial year in respect of their services as directors of the company (2020 - £nil). The directors were paid by fellow group undertakings, and no cost was recharged to the company.

3. INCOME FROM SHARES IN GROUP UNDERTAKINGS

	Year ended 30 June 2021 £ m	Year ended 30 June 2020 £ m
Dividend income from shares in group undertakings		
Grand Metropolitan Limited	—	11,721
Dividend in specie recognised in other comprehensive income		
Grand Metropolitan Limited	—	42,588
Other comprehensive expense - recycled subsequently to the statement	—	(182)
	<u>—</u>	<u>42,406</u>

During the year ended 30 June 2020 the company received a dividend in specie from its subsidiary undertaking of £42,588,000,000, which was recognised in other comprehensive income as it arose from an intra-group restructuring, with a subsequent onward distribution of the same amount to Diageo plc, the company's parent company.

As a result of the receipt of the dividend in specie of £42,588,000,000, the company's investment in Grand Metropolitan Limited was impaired by £182,000,000, and an amount equal to this was released from other comprehensive income to the income statement, as it was deemed realised to the extent of the impairment (Note 6).

Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS (continued)

3. INCOME FROM SHARES IN GROUP UNDERTAKINGS (continued)

During the year ended 30 June 2020 dividends of £11,539,000,000 were settled by receiving an amount due from fellow group undertakings; furthermore the dividend in specie of £42,588,000,000 was settled through a promissory note.

4. FINANCE CHARGES

	Year ended 30 June 2021 £ m	Year ended 30 June 2020 £ m
Interest charge to fellow group undertakings		
Diageo Finance plc	(103)	(148)
Finance charges	(103)	(148)

5. TAXATION ON (LOSS)/PROFIT ON ORDINARY ACTIVITIES

	Year ended 30 June 2021 £ m	Year ended 30 June 2020 £ m
(a) Analysis of taxation for the year		
Current tax	—	—
Deferred tax	—	—
Taxation on (loss)/profit on ordinary activities	—	—
(b) Factors affecting total tax for the year		
(Loss)/profit before taxation on ordinary activities	(103)	11,391
Taxation on (loss)/profit on ordinary activities at UK corporation tax rate of 19% (2020 - 19%)	20	(2,165)
Expenses not deductible for tax purposes	—	(34)
Items not chargeable for tax purposes	—	2,227
Group relief surrendered for nil consideration	(20)	(28)
Total tax for the year	—	—

The UK corporation tax rate for the year ended 30 June 2021 is 19% which has been effective since 1 April 2017. In the Spring Budget 2021, the UK Government announced an increase in the corporation tax rate to 25% which will apply from 1 April 2023. The legislation increasing the tax rate to 25% rate was substantively enacted on 24 May 2021.

Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS

Shares in group undertakings

	Subsidiaries
	£ m
Cost	
At 30 June 2020 and 30 June 2021	<u>27,000</u>
Provisions	
At 30 June 2020 and 30 June 2021	<u>(182)</u>
Carrying amount	
At 30 June 2020 and 30 June 2021	<u><u>26,818</u></u>

During the year ended 30 June 2020 the company received a dividend in specie from its subsidiary undertaking of £42,588,000,000, which was recognised in other comprehensive income as it arose from an intra-group restructuring, with a subsequent onward distribution of the same amount to Diageo plc, the company's parent company. As a result of the receipt of the dividend in specie of £42,588,000,000, the company's investment in Grand Metropolitan Limited was impaired by £182,000,000, and an amount equal to this was released from other comprehensive income to the income statement, as it was deemed realised to the extent of the impairment.

Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Direct holdings				
<i>Subsidiary undertakings</i>				
Grand Metropolitan Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Indirect holdings***				
<i>Subsidiary undertakings</i>				
1759 Property Limited	(vi)	St. James's Gate, Dublin 8, Ireland	100%	100%
Agropecuarias Las Marias I.C.A.		Carretera Nacional Acarigua-Barquisimeto Casa Agropecuaria Las Marias I C.A.S-N Sector los Guayones La Miel, Lara., Venezuela	100%	99.76%
AGS Employee Shares Nominees (Ireland) Designated Activity Company		St. James's Gate, Dublin 8, Ireland	100%	100%
Allsopp (East Africa) Limited	(i)	Tusker House, Ruaraka, PO Box 30161, 00100 Nairobi GPO, Kenya	97%	48.52%
Anejos De Altura, Sociedad Anonima		0 calle 8-19 zona 9, Quetzaltenango, Guatemala	100%	50%
Anna Seed 83 Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Arran Tradings, C.A.		Calle 1 con calle Calle 1 Este, Edificio y Galpon BTP, Zona Industrial La Caracarita, Municipio Los Guayos, estado Carabobo, Venezuela	97.6%	97.6%
Arthur Bell & Sons Limited	(i)	11 Lochside Place, Edinburgh, Scotland, EH12 9HA, United Kingdom	100%	100%
Arthur Guinness Son & Company (Dublin) Unlimited Company (formerly Arthur Guinness Son & Company (Dublin))	(i)	St. James's Gate, Dublin 8, Ireland	100%	100%
Atalantaf Limited		Victoria Place, 5th Floor, 31 Victoria Street, Hamilton, HM 10 Bermuda	100%	100%
Belsazar GmbH		Reeperbahn 1., 20359 Hamburg, Germany	100%	100%

* The percentage of shares held owned by the immediate shareholder(s) of the subsidiary

** Effective percentage of shares held owned by the company directly and indirectly

*** On 10 November 2021, there was an intragroup restructuring that impacted some of the indirect investments of the company, as the shares in Diageo Holdings Netherlands B.V. were transferred to Diageo Relay BV in exchange of shares issued in Diageo Relay BV

Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
Bundaberg Distilling Company Pty. Limited	(iv)	Whitted Street, QLD, 4670, Bundaberg, Australia	100%	100%
Bundaberg Distilling Investments Pty Ltd	(ii)	162 Blues Point Road, Level 1, NSW, 2060, McMahon's Point, Australia	100%	100%
Chase Distillery Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Chase Distillery (Holdings) Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Cellarers (Wines) Limited		Lakeside Drive, Park Royal, NW10 7HQ, London, United Kingdom	100%	100%
Clyde Trading, C.A.	(iv)	Av. Circunvalacion Norte (Jose Asuncion Rodriguez) Edificio Distribuidora Metropol, Porlamar, Estado Nueva Esparta	99.75%	99.75%
Copper Dog Whisky Limited		11 Lochside Place, Edinburgh, Scotland, EH12 9HA, United Kingdom	100%	100%
Cupar Trading, C.A.	(iv)	Av. Circunvalacion Norte (Jose Asuncion Rodriguez) Edificio Distribuidora Metropol, Porlamar, Estado Nueva Esparta, Venezuela	99.75%	99.75%
D.C.L (Holdings) Australia Proprietary Limited	(i), (ii)	162 Blues Point Road, Level 1, NSW, 2060, McMahon's Point, Australia	100%	100%

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Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
DEF Investments Limited	(vi)	Lakeside Drive, Park Royal, NW10 7HQ, London, United Kingdom	100%	100%
Diageo (IH) Limited	(i)	Lakeside Drive, Park Royal, NW10 7HQ, London, United Kingdom	100%	100%
Diageo Angola Limitada		Rua Fernao de Sousa, Condominio Bengo, Letter A, 11.s floor, Fraction A37, neighbourhood Vila Alice, Province of Luanda, Angola	100%	100%
Diageo Atlantic B.V.		Molenwerf 12, 1014 BG, Amsterdam, The Netherlands	100%	100%
Diageo Australia Limited	(ii)	162 Blues Point Road, Level 1, NSW, 2060, McMahons Point, Australia	100%	100%
Diageo Brands Nigeria Ltd	(vi)	Oba Akran Avenue Ikeja, 24, Lagos, PMB 21071, 100001, Nigeria	100%	100%
Diageo Business Services India Private Limited		Kempapura Main Road, Opp Nagawara Lake, Karle SEZ Tower, 2nd floor, Karnataka, 560045, Bangalore, India	99.99%	99.99%
Diageo Business Services Private Company Limited by Shares		1132 Budapest, Vaci ut 20-26, Hungary	100%	100%
Diageo CL1 Limited	(vi)	Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Diageo Croatia d.o.o.za usluge		Hektoroviceva ulica 2, 10000, Zagreb, Croatia	100%	100%

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*** On 10 November 2021, there was an intragroup restructuring that impacted some of the indirect investments of the company, as the shares in Diageo Holdings Netherlands B.V. were transferred to Diageo Relay BV in exchange of shares issued in Diageo Relay BV

Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
Diageo Dominicana S.R.L		Av Lope de Vega, No 29, Torre Novocentro piso 11, Suite 1101, Ensanche Naco, Distrito Nacional Republica Dominicana	100%	100%
Diageo DV Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Diageo Eire Finance & Co		Lakeside Drive, Park Royal, NW10 7HQ, London, United Kingdom	100%	100%
Diageo Employee Ownership Program Organization		1132 Budapest, Vaci ut 20-26, Hungary	99.94%	99.94%
Diageo Europe Holdings Limited	(vi)	St. James's Gate, Dublin 8, Ireland	100%	100%
Diageo Finance US Limited		Lakeside Drive, Park Royal, NW10 7HQ, London, United Kingdom	100%	100%
Diageo Financing Turkey Limited		Lakeside Drive, Park Royal, NW10 7HQ, London, United Kingdom	100%	100%
Diageo Germany GmbH		Reeperbahn 1, 20359, Hamburg, Germany	100%	100%
Diageo Global Supply IBC Limited		3rd Floor Capital House, 3 Upper Queen Street, Belfast, Northern Ireland	100%	100%
Diageo Great Britain Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Diageo Group Insurance Company Limited		Heritage Hall, Le Marchant Street, St Peter Port, GY1 4JH, Guernsey	100%	100%
Diageo Healthcare Limited	(i)	Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%

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*** On 10 November 2021, there was an intragroup restructuring that impacted some of the indirect investments of the company, as the shares in Diageo Holdings Netherlands B.V were transferred to Diageo Relay BV in exchange of shares issued in Diageo Relay BV

Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
Diageo Holdings Netherlands B.V.		Molenwerf 12, 1014 BG, Amsterdam, The Netherlands	100%	100%
Diageo Hungary Marketing Services Limited Liability Company		1132 Budapest, Vaci ut 20-26, Hungary	100%	100%
Diageo International Spirits Limited	(ii)	Room 06, 13A/F., South Tower, World Finance Centre, Harbour City, 17 Canton Road, Tsim Sha	50%	50%
Diageo Investment Holdings Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Diageo Ireland Unlimited Company (formerly Diageo Ireland)		St. James's Gate, Dublin 8, Ireland	100%	100%
Diageo Ireland Finance 1 Unlimited Company		St. James's Gate, Dublin 8, Ireland	100%	100%
Diageo Ireland Holdings Unlimited Company		St. James's Gate, Dublin 8, Ireland	100%	100%
Diageo Ireland Pension Trustee Designated Activity Company	(i)	St. James's Gate, Dublin 8, Ireland	100%	100%
Diageo Ireland Quebec Distribution Inc.		Boul Henri-Bourassa E., 9225, Local A, Quebec, H1E 1P6, Montreal, Canada	100%	100%
Diageo Japan K.K.		Nakano-ku 4-10-2, Nakano Central Park South, 17, Tokyo, 164-0001, Japan	100%	100%
Diageo Kazakhstan LLP.	(vi)	Timiryazev street 28 V, office 704, Bostandik district, 50040, Almaty, Kazakhstan	100%	100%
Diageo Kenya Limited		L R NO 1870/1/176, ALN House, Eldama Ravine Close, Off Eldama Ravine Road, Westlands, P O Box 764 00606 Nairobi, Kenya	100%	100%

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** Effective percentage of shares held owned by the company directly and indirectly

*** On 10 November 2021, there was an intragroup restructuring that impacted some of the indirect investments of the company, as the shares in Diageo Holdings Netherlands B.V. were transferred to Diageo Relay BV in exchange of shares issued in Diageo Relay BV

Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
Diageo Korea Company Limited		932-94, Daewol-ro, Daewol-myun, Icheon-shi, Gyeonggi-do, 17342, Icheon, South Korea	100%	100%
Diageo Mexico Comercializadora S.A. de C.V.		Carretera Atotonilco Guadalajara, kilómetro 8, Atotonilco el Alto 47750 Jalisco, Mexico	99.98%	99.98%
Diageo Mexico II SA de CV Sociedad Financiera de Objeto Multiple, E.N.R.		Av. Ejercito Nacional, 843-B, Torre Paseo Acceso B, 2, Mexico City, 11520, Mexico	99.99%	99.99%
Diageo Mexico Operaciones S.A.de C.V.		Porfirio Diaz 17, Jalisco, 47750, Atotonilco el Alto, Mexico	100%	99.98%
Diageo Mexico SA de CV		Av. Ejercito Nacional, 843-B, Torre Paseo Acceso B, 2, Mexico City, 11520, Mexico	99.9%	99.9%
Diageo New Zealand Limited	(ii)	123 Carlton Gore Road, Level 2, Newmarket, 1023, Auckland, New Zealand	100%	100%
Diageo Nueva Esparta, C.A.	(i)	Av. Circunvalacion Norte (Jose Asunsion Rodriguez) Edificio Distribuidora Metropoli, Porlamar, Estado Nueva Esparta, Venezuela	99.9%	99.66%
Diageo Overseas Holdings Limited	(v)	Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Diageo Peru S.A.		Victor Andres Belaunde 147, Via Principal 133, Interior 107, Piso 10, San Isidro, Lima, Peru	99.99%	99.99%
Diageo Retirement Savings Plan Designated Activity Company		St. James's Gate, Dublin 8, Ireland	100%	100%
Diageo Scotland Investment Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Diageo Scotland Limited		11 Lochside Place, Edinburgh, Scotland, EH12 9HA, United Kingdom	100%	100%

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** Effective percentage of shares held owned by the company directly and indirectly

*** On 10 November 2021, there was an intragroup restructuring that impacted some of the indirect investments of the company, as the shares in Diageo Holdings Netherlands B.V were transferred to Diageo Relay BV in exchange of shares issued in Diageo Relay BV

Diageo Holdings Limited
Registered number: 03623314
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NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
Diageo Singapore Supply Pte. Ltd.		112 Robinson Road, 1, 5th Floor, 1, 68902, Singapore	100%	100%
Diageo Southern Africa Markets (Pty) Ltd		Building 3, Maxwell Office Park, Magwa Crescent West, Waterfall City, Midrand, 2090, South Africa	100%	100%
Diageo South Africa (Pty) Limited		Building 3, Maxwell Office Park, Magwa Crescent West, Waterfall City, Midrand, 2090, South Africa	51%	51%
Diageo South Africa Empowerment Trust		17 Greenhills Road, Elandsfontein, Germiston, 1601, South Africa	100%	51%
Diageo Supply Marracuene Lda.		Estrada Nacional numero 1, Micanhine, Marracuene, Mozambique	100%	100%
Diageo Treasury Australia LLP	(vi)	Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Diageo UK Turkey Holdings Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Diageo UK Turkey Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Diageo US Investments		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Diageo Venezuela C.A		Ave. San Felipe Urbanización La Castellana, Edificio Centro Coinasa, Piso 6. Caracas, 1060, Venezuela	99.76%	99.76%
Diageo Vietnam		No. 157, 21/8 Street, Phuoc My Ward, Phan Rang - Thap Cham City, Ninh Thuan Province, Vietnam	100%	100%
DIREF Industria de Bebidas,Lda-Angola JV		Rua Dom Eduardo Andre Muaca, S/No, LOTE C4, Luanda, Angola	50.1%	50.1%
Don Julio Agavera S.A. de C.V.		Porfirio Diaz 17, Jalisco, 47750, Atotonilco el Alto, Mexico	100%	99.98%

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** Effective percentage of shares held owned by the company directly and indirectly

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Diageo Holdings Limited
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NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
Don Julio Agricultura y Servicios S.A. de C.V.		Porfirio Diaz 17, Jalisco, 47750, Atotonilco el Alto, Mexico	100%	99.98%
DV Paraguana, C.A.		Av Intercomunal Ali Primera, Los Taques, Estado Falcón, Venezuela	97.6%	97.6%
DV Release, C.A.		Calle 1 con calle Calle 1 Este, Edificio y Galpon BTP, Zona Industrial La Caracarta, Municipio Los Guayos, estado Carabobo, Venezuela	97.6%	97.6%
DV Technology LLC		1209 Orange Street, New Castle, Delaware 19801, United States	100%	100%
DV Trading, C.A.	(iv)	Av. Circunvalacion Norte (Jose Asunsion Rodriguez) Edificio Distribuidora Metropol, Porlamar, Estado Nueva Esparta, Venezuela	99.75%	99.75%
EABL (Tanzania) Limited	(i)	2nd Floor, East Wing TDFL Building, Ohio street. P.O. Box 32840 Dar es Salaam, Tanzania	100%	50.03%
EABL International Limited	(i)	Tusker House, Ruaraka, PO Box 30161, 00100 Nairobi GPO, Kenya	100%	50.03%
East African Beverages (Southern Sudan) Limited	(i)	Southern Sudan African Park Hotel, Juba Town, South Sudan	99%	49.53%
East African Breweries Limited		Tusker House, Ruaraka, PO Box 30161, 00100 Nairobi GPO, Kenya	50.03%	50.03%
East African Breweries Rwanda Limited		Kimihurura, Gasabo, Umujyi was Kigali, 7130 Port Bell Luzira, Rwanda	100%	50.03%
East African Maltings (Uganda) Limited	(i)	P O BOX 7130 Kampala, Uganda	100%	50.03%
East African Maltings Limited		Tusker House, Ruaraka, PO Box 30161, 00100 Nairobi GPO, Kenya	99.99%	50.03%

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** Effective percentage of shares held owned by the company directly and indirectly

*** On 10 November 2021, there was an intragroup restructuring that impacted some of the indirect investments of the company, as the shares in Diageo Holdings Netherlands B.V were transferred to Diageo Relay BV in exchange of shares issued in Diageo Relay BV

Diageo Holdings Limited
Registered number: 03623314
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NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
Gilbeys of Ireland Unlimited Company		Nangor House, Western Estate, Nangor Road, Dublin, 12, Ireland	100%	100%
Global Farming Initiative B.V.		Molenwerf 12, 1014 BG, Amsterdam, The Netherlands	100%	100%
Grand Metropolitan Capital Company Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Grand Metropolitan Estates Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Grand Metropolitan International Holdings Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Guinness Canada Limited		Labatt House, 207 Queen's Quay West, Suite 299, Ontario, M5J 1A7, Toronto, Canada	51%	51%
Guinness Ghana Breweries Plc		Guinness Brewery, Plot 1 Block L, Industrial Area, Kaasi, P. O. Box 1536, Kumasi, Ghana	80.4%	80.4%
Guinness Nigeria plc		Oba Akran Avenue Ikeja, 24, Lagos, PMB 21071, 100001, Nigeria	58.02%	58.02%
Guinness Overseas Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Guinness Storehouse Limited		St. James's Gate, Dublin 8, Ireland	100%	100%
Horizon Developments Limited	(i)	3 Themistokli Dervi Ave, Julia House, 1066, Nicosia, Cyprus	100%	100%
Industrias Pampero C.A.		Ave. San Felipe Urbanización La Castellana, Edificio Centro Coinasa, Piso 6. Caracas, 1060, Venezuela	96.8%	96.57%
International Distillers Uganda Limited		Plot No 1 Malt Road, Portbell Luzira P.O. Box 3221 Kampala, Uganda	100%	50.03%
Islay Trading, C.A.		Calle 1 con calle Calle 1 Este, Edificio y Galpon BTP, Zona Industrial La Caracarita, Municipio Los Guayos, estado Carabobo, Venezuela	97.6%	97.6%

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** Effective percentage of shares held owned by the company directly and indirectly

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Diageo Holdings Limited
Registered number: 03623314
Year ended 30 June 2021

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
James Buchanan & Company Limited	(i)	Lakeside Drive, Park Royal, NW10 7HQ, London, United Kingdom	100%	100%
Jiangsu Diageo Spirits Co., Ltd.		Room 1101, Building 3, No.68, Aoti Street, Jianye District, Nanjing City, China	100%	50%
John Haig & Company Limited		11 Lochside Place, Edinburgh, Scotland, EH12 9HA, United Kingdom	100%	100%
John Walker and Sons Limited	(i)	Lakeside Drive, Park Royal, NW10 7HQ, London, United Kingdom	100%	100%
Justerini & Brooks, Limited		61 St. James's Street, London, SW1A 1LZ, United Kingdom	100%	100%
Kenya Breweries Limited	(iv)	Tusker House, Ruaraka, PO Box 30161, 00100 Nairobi GPO, Kenya	99.99%	50.03%
Ketel One Worldwide B.V.	(iii)	Molenwerf 12, 1014 BG, Amsterdam, The Netherlands	50%	50%
L4L Trading, C.A.		Calle 1 con calle Calle 1 Este, Edificio y Galpon BTP, Zona Industrial La Caracarita, Municipio Los Guayos, estado Carabobo, Venezuela	97.6%	97.6%
Lakeside MWS Limited Liability Partnership	(vii)	Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	—	—
Lismore Trading, C.A.		Calle 1 con calle Calle 1 Este, Edificio y Galpon BTP, Zona Industrial La Caracarita, Municipio Los Guayos, estado Carabobo, Venezuela	97.6%	97.6%
Lochside MWS Limited Partnership	(vii)	11 Lochside Place, Edinburgh, Scotland, EH12 9HA, United Kingdom	—	—
Mull Trading, C.A.		Av La Hormiga con Intersección de la Carretera via Payara, C.C. Tierra Buena Acarigua, Venezuela	97.6%	97.6%
Powtom 11 Limited	(vi)	St. James's Gate, Dublin 8, Ireland	100%	100%

* The percentage of shares held owned by the immediate shareholder(s) of the subsidiary

** Effective percentage of shares held owned by the company directly and indirectly

*** On 10 November 2021, there was an intragroup restructuring that impacted some of the indirect investments of the company, as the shares in Diageo Holdings Netherlands B.V. were transferred to Diageo Relay BV in exchange of shares issued in Diageo Relay BV

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NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
Powtom 12 Limited	(vi)	St. James's Gate, Dublin 8, Ireland	100%	100%
Powtom 13 Limited	(vi)	St. James's Gate, Dublin 8, Ireland	100%	100%
Powtom 14 Limited	(vi)	St. James's Gate, Dublin 8, Ireland	100%	100%
Powtom 16 Limited	(vi)	St. James's Gate, Dublin 8, Ireland	100%	100%
Powtom 17 Limited	(vi)	St. James's Gate, Dublin 8, Ireland	100%	100%
R & A Bailey & Co Unlimited Company (formerly R & A Bailey & Co)		Nangor House, Western Estate, Nangor Road, Dublin, 12, Ireland	100%	100%
R&A Bailey Pension Trustee Designated Activity Company	(i)	St. James's Gate, Dublin 8, Ireland	100%	100%
Rum Creation & Products, Inc.	(iii)	Commerce House, Wickhams Cay 1, PO Box 3140, Road Town, Tortola, British Virgin Islands	50%	50%
S & B Production Limited		3rd Floor Capital House, 3 Upper Queen Street, Belfast, United Kingdom	100%	100%
Seedlip Ltd		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	91%	91%
Serengeti Breweries Limited	(ii)	Plot 117/2, Access Road, Nelson Mandela Expressway, Chang'Ombe Industrial Area, P.O. Box 41080, Dar es Salaam, Tanzania	85%	42.5%
Servicios Agavera, S.A.de C.V.		Porfirio Diaz 17, Jalisco, 47750, Atotonilco el Alto, Mexico	100%	99.98%
Seychelles Breweries Limited		O'Brien House, 273 Le Rocher, Mahe, Seychelles	54.4%	54.4%

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Diageo Holdings Limited
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NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
Skye Trading, C.A.		Calle 1 con calle Calle 1 Este, Edificio y Galpon BTP, Zona Industrial La Caracarita, Municipio Los Guayos, estado Carabobo, Venezuela	97.6%	97.6%
Sumagro Limited	(i)	CRB Africa Legal Attorneys, Plot 60, Ursino Street P.O. Box 32840, Dar es Salaam, Tanzania	99.99%	100%
Tembo Properties Limited	(i)	Tusker House, Ruaraka, PO Box 30161, 00100 Nairobi GPO, Kenya	99.98%	50.03%
The Distillers Company (Biochemicals) Limited	(i)	Lakeside Drive, Park Royal, NW10 7HQ, London, United Kingdom	100%	100%
The Lochnagar Distillery Limited	(i)	11 Lochside Place, Edinburgh, Scotland, EH12 9HA, United Kingdom	100%	100%
The Pimm's Drinks Company Limited	(i)	Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Tipplesworth Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
Trelawny Estates Limited	(vi)	7th Floor, Scotiabank Centre, Duke Street, Kingston, Jamaica	100%	100%
Tusker Football Club		Tusker House, Ruaraka, PO Box 30161, 00100 Nairobi GPO, Kenya	100%	50.03%
UDV (SJ) Limited		Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
UDV Ireland Group (Trustees) Designated Activity Company		Nangor House, Western Estate, Dublin, 12, Ireland	100%	100%

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** Effective percentage of shares held owned by the company directly and indirectly

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Diageo Holdings Limited
Registered number: 03623314
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NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Subsidiary undertakings</i>				
UDV Kenya Limited		Tusker House, Ruaraka, PO Box 30161, 00100 Nairobi GPO, Kenya	100%	76.85%
Uganda Breweries Limited		Plot 3-17 Port Bell Road, Luzira Kampala, P.O. Box 7130, Kampala, Uganda	98.19%	49.03%
United Distillers France Limited	(i)	Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom	100%	100%
United Distillers France SAS		73, Rue de Provence 75009 Paris, France	100%	100%
Vietnam Spirits and Wine LTD		621 Pham Van Chi Street, District 6, Ho Chi Minh City, Vietnam	55%	55%
William Sanderson & Son, Limited	(i)	11 Lochside Place, Edinburgh, Scotland, EH12 9HA, United Kingdom	100%	100%
Zepf Technologies UK Limited		11 Lochside Place, Edinburgh, Scotland, EH12 9HA, United Kingdom	100%	100%
Zeta Importers, C.A.	(iv)	Av. Circunvalacion Norte (Jose Asunsion Rodriguez) Edificio Distribuidora Metropol, Porlamar, Estado Nueva Esparta, Venezuela	99.75%	99.75%
<i>Associate undertakings</i>				
Ballindalloch Distillery LLP		Ballindalloch Castle, Ballindalloch, Banffshire AB37 9AX, United Kingdom	33.33%	33.33%
Caleno Drinks Limited		Here 470 Bath Road, Arncliffe, Bristol, England, BS4 3AP, United Kingdom	20%	20%

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NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Associate undertakings</i>				
Cambridge Distillery Limited		Cambridge Distillery, 20 High Street, Grantchester, Cambridge CB3 9NF, United Kingdom	33%	33%
Canbrew B.V.	(iii)	Ceresstraat 1, 4811 CA Breda, The Netherlands	28.16%	28.16%
Compania Cervecera De Canarias, S.A.		Carrtera La Cuesta Taco Km 0.5. La Laguna, Santa Crus De Tenerife, Spain	71.03%	20%
Diageo Colombia S.A.	(x)	100 street No.13 21 Office 502. Bogota, Colombia	25.33%	25.33%
Diageo Reunion SAS	(x)	14, rue Jules Thirel A30 97460 Saint Paul, Reunion Island	46.79%	46.79%
Diageo Suisse S.A.	(x)	Place de la Gare 12, Lausanne, 1003, Switzerland	45.13%	45.13%
El Bandarra S.L.		Calle General Vara del Rey 5, 1 Piso, 26003 Logroño, La Rioja, Spain	25%	25%
El Rayo Limited		20 King Street Prince Albert House Maidenhead SL6 1DT, United Kingdom	20%	20%
Leaf Arbor Limited		71-75 Shelton Street, Covent Garden, London, England, WC2H 9JQ, United Kingdom	20%	20%
London Botanical Drinks Limited		28 Vale Road, Claygate, Esher, KT10 0NJ, England	20%	20%
Mr Black Spirits Pty Ltd.		Cabel Partners, Level 5, 1 James Place, North Sydney, NSW 2060, Australia	45%	45%
New World Whisky Distillery PTY Limited		50 Bertie Street, Port Melbourne, Victoria 3207, Australia	30%	30%
Nicocktails S.r.l.		Via Tortona 15, 20144, Milan, Italy	20%	20%
Pulpex Limited		64 New Cavendish Street, London, W1G 8TB, United Kingdom	42.13%	42.13%
Sichuan Swellfun Co., Ltd	(x)	No. 9 Quanxing Road, Jinniu District, 610036, Chengdu City,	23.43%	23.43%
Stauning Whisky Holding ApS		Stauningvej 38, 6900 Skjern, Denmark	40%	40%

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NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

Name of investment	Notes	Registered office address	Proportion of ownership interest %*	Proportion of effective interest %**
Indirect holdings***				
<i>Associate undertakings (continued)</i>				
The Scotch Whisky Heritage Centre Limited		354 Castlehill, The Royal Mile, Edinburgh, EH1 2NE, United Kingdom	29%	29%
The Southwest Fermentarium Limited		Harbour Brewing Company, Harbourside Brewery, Tretoil Farm, Bodmin, Cornwall, PL30 5BA, United Kingdom	25%	25%
Valdomino Premium Spirits, S.L.		Tomino (Pontevedra), 36750, Parroquia de Goian, Barrio de Centinela, 1, Spain	20%	20%
Zwack Unicum plc		26 Soroksari ut, Budapest, 1095, Hungary	26%	26%
<i>Joint venture undertakings (ix)</i>				
Lothian Distillers Limited		9 Wheatfield Road, Edinburgh, EH11 2PX, United Kingdom	50%	50%
The North British Distillery Company Limited		9 Wheatfield Road, Edinburgh, EH11 2PX, United Kingdom	99.99%	50%
<i>Joint operation undertakings (ix)</i>				
Trafalgar Metropolitan Homes Limited		Persimmon House, Fulford, York YO19 4FE, United Kingdom	50%	50%

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NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVESTMENTS IN SUBSIDIARIES (continued)

- (i) Dormant company.
- (ii) Ownership held in class of A shares.
- (iii) Ownership held in class of B shares.
- (iv) Ownership held in class of A shares and B shares.
- (v) Ownership held in equity shares and preference shares.
- (vi) In liquidation.
- (vii) No percentage is disclosed as Lochside MWS and Lakeside MWS Limited Liability Partnership are partnerships.
- (viii) Ownership held in class of A shares and preference shares.
- (ix) Ownership held in class of preference shares.
- (x) Subsidiary at group level but an associate based on the effective percentage of shares held by the company.
- (xi) Diageo shares joint control over these entities under shareholder's agreements, and Diageo's rights to profit, assets and liabilities of the companies are dependent on the performance of the group's brands rather the effective equity ownership of the companies.
- (xii) On 1 August 2021, an indirect subsidiary undertaking of the company acquired ordinary shares for cash consideration in Komasa Kanosuke Distillery Co., Ltd. As a result of the acquisition, the indirect subsidiary undertaking holds a 12.5% equity stake in the investment.

The investments in subsidiary is held at cost less, where appropriate, provision for impairment in value.

In the opinion of the directors, the investment in the company's subsidiary is worth at least the amount at which it is stated in the financial statements.

7. TRADE AND OTHER PAYABLES

	30 June 2021	30 June 2020
	£ m	£ m
Amounts owed to fellow group undertakings		
Diageo Finance plc	<u>13,776</u>	<u>13,673</u>

The amount owed to Diageo Finance plc represents a loan which is unsecured, repayable on demand and bears interest at a floating rate.

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NOTES TO THE FINANCIAL STATEMENTS (continued)

8. CALLED UP SHARE CAPITAL

Allotted, called up and fully paid:

	30 June 2021
	£
1 (2020 - 1) ordinary share of £1 each	<u><u>1</u></u>

9. IMMEDIATE AND ULTIMATE PARENT UNDERTAKING

The immediate parent undertaking of the company is Diageo plc, a company incorporated and registered in England, United Kingdom.

The ultimate parent undertaking of the company is Diageo plc which is the ultimate controlling party of the group. The ultimate parent undertaking and the smallest and largest group to consolidate these financial statements is Diageo plc. Diageo plc is incorporated and registered in England, United Kingdom. The consolidated financial statements of Diageo plc can be obtained from the registered office at Diageo, Lakeside Drive, Park Royal, London, NW10 7HQ, United Kingdom.