

Company Registration No. 3722619 (England and Wales)

THISTLE PUB COMPANY LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2006

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COMPANIES HOUSE

Saffery Champness
CHARTERED ACCOUNTANTS

THISTLE PUB COMPANY LIMITED

COMPANY INFORMATION

Directors	S G Mallon K C Gilhespie
Secretary	B Clow
Company number	3722619
Registered office	72 - 75 Red Lion Street London WC1R 4GB
Auditors	Saffery Champness Edinburgh Quay 133 Fountainbridge Edinburgh EH3 9BA
Bankers	Bank of Scotland The Mound Edinburgh EH1 1YZ

THISTLE PUB COMPANY LIMITED

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THISTLE PUB COMPANY LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2006

The directors present their report and financial statements for the year ended 30 September 2006 The company has not traded during the year

Directors

The following directors have held office since 2 October 2005

S G Mallon
K C Gilhespie

Directors' interests

The directors' interests in the shares of the company were as stated below

	Ordinary shares of 50p each	
	30 September 2006	2 October 2005
S G Mallon	-	-
K C Gilhespie	-	-

There are no directors' interests requiring disclosure under the Companies Act 1985

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Saffery Champness be reappointed as auditors of the company will be put to the Annual General Meeting

Directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- 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 which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985 They 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

THISTLE PUB COMPANY LIMITED

**DIRECTORS' REPORT (continued)
FOR THE YEAR ENDED 30 SEPTEMBER 2006**

Statement of disclosure to auditor

(a) so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware, and

(b) they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

By order of the board



B Clow

Secretary

31/10/07

THISTLE PUB COMPANY LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THISTLE PUB COMPANY LIMITED

We have audited the financial statements on pages 5 to 10. These financial statements have been prepared in accordance with the accounting policies set out therein.

Respective responsibilities of the directors and auditors

As described in the statement of directors' responsibilities on page 2, the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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

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.

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 transactions with the company is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with 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 judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

THISTLE PUB COMPANY LIMITED

**INDEPENDENT AUDITORS' REPORT (continued)
TO THE MEMBERS OF THISTLE PUB COMPANY LIMITED**

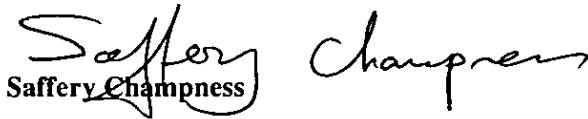
Opinion

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 30 September 2006 and of its profit for the year then ended, and

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


Saffery Champness

22 2007

Chartered Accountants
Registered Auditors

Edinburgh Quay
133 Fountainbridge
Edinburgh
EH3 9BA

THISTLE PUB COMPANY LIMITED**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 SEPTEMBER 2006**

		30 September 2006 £	1 October 2005 £
	Notes		
Turnover		-	2,148,931
Cost of sales		-	(1,952,981)
Gross (loss)/profit		-	195,950
Administrative expenses		-	(18,685)
Operating (loss)/profit	2	-	177,265
Profit/(loss) on disposal of property		-	29,724
(Loss)/profit on ordinary activities before interest		-	206,989
Other interest receivable and similar income		6	-
Profit on ordinary activities before taxation		6	206,989
Tax on profit on ordinary activities	3	59,639	(42,470)
Profit on ordinary activities after taxation	7	59,645	164,519

There are no recognised gains and losses other than those passing through the profit and loss account

The notes on pages 7 to 10 form part of these financial statements

THISTLE PUB COMPANY LIMITED

BALANCE SHEET AS AT 30 SEPTEMBER 2006

	Notes	2006 £	£	2005 £	£
Current assets					
Debtors	4	3,105,140		3,109,973	
Creditors: amounts falling due within one year	5	<u>(18,685)</u>		<u>(83,163)</u>	
Total assets less current liabilities			<u>3,086,455</u>		<u>3,026,810</u>
Capital and reserves					
Called up share capital	6		979,600		979,600
Share premium account	7		827,820		827,820
Profit and loss account	7		<u>1,279,035</u>		<u>1,219,390</u>
Shareholders' funds - equity interests	8		<u>3,086,455</u>		<u>3,026,810</u>

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

The notes on pages 7 to 10 form part of these financial statements

The financial statements were approved by the board on 31/10/07



S G Mallon
Director

THISTLE PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2006

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of heritable property

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts

1.4 Deferred taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements

Deferred tax is not recognised when fixed assets are sold and it is more likely than not that the taxable gain will be rolled over, being charged to tax only if and when the replacement assets are sold

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

2 Operating (loss)/profit	2006	2005
	£	£
Operating (loss)/profit is stated after charging		
Depreciation of tangible assets	-	96,643
Auditors' remuneration		
- Audit services	-	1,700
Directors' emoluments	-	14,068
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THISTLE PUB COMPANY LIMITED

**NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 30 SEPTEMBER 2006**

3	Taxation	2006 £	2005 £
	Domestic current year tax		
	U K corporation tax	-	64,795
	Adjustment for prior years	(59,639)	(2,158)
	Current tax charge	(59,639)	62,637
	Deferred tax		
	Deferred tax charge/credit current year	-	(20,167)
		(59,639)	42,470
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	6	206,989
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 30.00% (2005 30.00%)	2	62,097
	Effects of		
	Capital allowances	-	13,569
	Adjustments to previous periods	(59,639)	(2,158)
	Chargeable disposals	-	(1,841)
	Other tax adjustments	(2)	(9,030)
		(59,641)	540
	Current tax charge	(59,639)	62,637
4	Debtors	2006 £	2005 £
	Amounts owed by group undertakings and undertakings in which the company has a participating interest	3,043,196	3,109,973
	Other debtors	61,944	-
		3,105,140	3,109,973

THISTLE PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) **FOR THE YEAR ENDED 30 SEPTEMBER 2006**

5	Creditors: amounts falling due within one year	2006	2005
		£	£
	Amounts owed to group undertakings and undertakings in which the company has a participating interest	18,685	18,685
	Taxation and social security	-	64,478
		<u>18,685</u>	<u>83,163</u>
6	Share capital	2006	2005
		£	£
	Authorised		
	10,000,000 Ordinary shares of 50p each	<u>5,000,000</u>	<u>5,000,000</u>
	Allotted, called up and fully paid		
	1,959,200 Ordinary shares of 50p each	<u>979,600</u>	<u>979,600</u>
7	Statement of movements on reserves		
		Share premium account	Profit and loss account
		£	£
	Balance at 2 October 2005	827,820	1,219,390
	Retained profit for the period	-	59,645
	Revaluation during the period	-	-
		<u>827,820</u>	<u>1,279,035</u>
8	Reconciliation of movements in shareholders' funds	2006	2005
		£	£
	Profit for the financial year	59,645	164,519
	Other recognised gains and losses	-	595,034
		<u>59,645</u>	<u>759,553</u>
	Net addition to shareholders' funds	3,026,810	2,267,257
	Opening shareholders' funds	<u>3,086,455</u>	<u>3,026,810</u>
	Closing shareholders' funds	<u>3,086,455</u>	<u>3,026,810</u>

THISTLE PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 30 SEPTEMBER 2006

9 Directors' emoluments	2006 £	2005 £
Emoluments	-	14,068

10 Control

In the opinion of the directors, the company's ultimate holding company at 30 September 2006 was Maclay Group Plc, a company registered in Scotland. At 30 September 2006, the ultimate controlling party was the Blackwood No 2 Trust.

11 Related party transactions

Transactions entered into with related parties can be summarised as follows:

	2006 £	2005 £
Maclay Inns Limited (prior to joining the Maclay Group) -		
Purchase of goods	-	89,986
Recharge of payroll costs	-	116,657
Management charges	-	-
	<hr/>	<hr/>
Thistle Pub Company II Plc -		
Sale of tangible fixed asset	-	720,000
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The balances due from/(to) related parties at the year end were as follows:

Maclay Inns Limited	-	-
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The company has entered into contracts with Maclay Inns Limited for the provision of management services and for the supply of goods for resale. Mr Mallon, a company director, is also a director of Maclay Inns Limited.

Mr Mallon, a company director, is also a director of Thistle Pub Company II Plc.

Following the acquisition of the share capital of the company by Maclay Group Plc, the company has taken advantage of the exemption in Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent company.