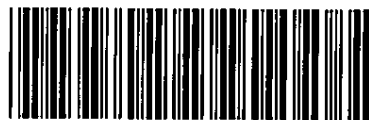


Registered No 3724073

**Spirit (BRB) Limited**  
**Report and Financial Statements**  
**22 August 2009**

WEDNESDAY



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COMPANIES HOUSE

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**DIRECTORS**

E Bashforth  
P Dutton  
N Preston

**SECRETARY**

C Stewart

**AUDITORS**

Ernst & Young LLP  
1 Colmore Square  
Birmingham  
B4 6HQ

**SOLICITORS**

Slaughter & May -  
One Bunhill Row  
London  
EC1Y 8YY

**REGISTERED OFFICE**

Jubilee House -  
Second Avenue  
Burton upon Trent  
Staffordshire  
DE14 2WF

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

Registered No 3724073

**DIRECTORS' REPORT**

The directors present their report and financial statements for the 52 week period ended 22 August 2009

**RESULTS AND DIVIDENDS**

The loss after taxation for the 52 week period amounted to £43,000 (53 week period ended 23 August 2008 result after taxation of £nil) The directors do not propose the payment of a final dividend (2008 £nil)

**PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS**

The company was dormant throughout the prior period, it has been activated in the current period by an adjustment to a prior period tax charge The company is expected to be dormant going forward

Punch Taverns manages its operations at a group level and the directors therefore believe that disclosure of key performance indicators for the company are not appropriate to understand the development, performance or position of the business The performance of the Punch Taverns group is discussed in the Punch Taverns plc Annual Report and Financial Statements which are publicly available The directors do not consider that there are any specific principal risks and uncertainties applicable to the company which need to be disclosed

As explained in note 1 to the financial statements, the company is dependent upon support from its parent company to meet its liabilities as they fall due Enquiries have been made of the directors of the company's ultimate parent company, Punch Taverns plc, regarding the ability of Punch Taverns plc to continue as a going concern Therefore the directors have, continued to adopt the going concern basis in preparing the financial statements

**DIRECTORS**

The directors of the company who served during the period are listed on the previous page

A third party indemnity provision (as defined in section 234 of the Companies Act 2006) is in force for the benefit of the directors


**AUDIT INFORMATION**

The directors confirm that, so far as they are aware, there is no relevant audit information of which the auditors are unaware and that each director has taken all reasonable steps to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

**AUDITORS**

The company has elected to dispense with the obligation to appoint auditors annually under section 487 of the Companies Act 2006

On behalf of the board



P Dutton  
Director

27 January 2010

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

Registered No 3724073

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Directors' 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).

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 these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting 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, 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 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. 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.

**INDEPENDENT AUDITORS' REPORT  
TO THE MEMBERS OF SPIRIT (BRB) LIMITED**

We have audited the financial statements of Spirit (BRB) Limited for the period ended 22 August 2009 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 12. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

**Respective responsibilities of directors and auditors**

As explained more fully in the Statement of Directors' Responsibilities set out on the previous page, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

**Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

**Opinion on financial statements**

In our opinion, the financial statements

- give a true and fair view of the state of the company's affairs as at 22 August 2009 and of its loss for the period then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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

*Ernst & Young LLP*

Adrian Roberts, (Senior Statutory Auditor)  
for and on behalf of Ernst & Young LLP, Statutory Auditor  
Birmingham

*3 February 2010*

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**PROFIT & LOSS ACCOUNT**

for the 52 week period ended 22 August 2009

	Notes	52 week period ended 22 August 2009 £000	53 week period ended 23 August 2008 £000
<b>RESULT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	2	-	-
Tax on result on ordinary activities	4	(43)	-
<b>LOSS ON ORDINARY ACTIVITIES AFTER TAXATION</b>	9	<u>(43)</u>	<u>-</u>

The profit and loss account relates entirely to discontinued activities

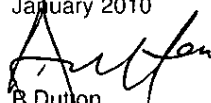
There are no recognised gains or losses other than those shown above

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**BALANCE SHEET**  
as at 22 August 2009

	<i>Notes</i>	22 August 2009 £000	23 August 2008 £000
<b>FIXED ASSETS</b>			
Investments	5	800	800
		<u>800</u>	<u>800</u>
<b>CREDITORS</b> amounts falling due in less than one year	6	(43)	-
<b>NET CURRENT LIABILITIES</b>		<u>(43)</u>	<u>-</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>757</u>	<u>800</u>
<b>CREDITORS</b> amounts falling due after more than one year	7	(800)	(800)
<b>NET LIABILITIES</b>		<u>(43)</u>	<u>-</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	8	-	-
Profit and loss account	9	(43)	-
<b>SHAREHOLDERS' DEFICIT</b>	9	<u>(43)</u>	<u>-</u>

The financial statements were approved and authorised for issue by the board and signed on its behalf on 27 January 2010

  
P Dutton  
Director

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**NOTES TO THE FINANCIAL STATEMENTS**

for the 52 week period ended 22 August 2009

**1 ACCOUNTING POLICIES**

***Basis of preparation***

The financial statements are prepared under the historical cost convention and in accordance with applicable UK accounting standards

In accordance with FRS 18 the directors have continued to review the accounting policies

There have been no changes to accounting policies during the year

***Group financial statements***

The company is exempt, under s400 of the Companies Act 2006, from the obligation to prepare consolidated financial statements as the company is a wholly owned subsidiary undertaking of a parent company incorporated in the EU, which prepares consolidated financial statements. As such, these financial statements present information about the company as an individual undertaking and not about its group

***Fundamental accounting concept - going concern***

The company's liabilities exceed its assets. However, the ultimate parent has undertaken to support the company for a period of at least one year following the date of approval of these financial statements and not recall group debt until all other liabilities have been settled and the company has funds to repay. For this reason, the financial statements have been prepared on a going concern basis

***Fixed asset investments***

Investments are stated at cost, less provision for impairment in value. The carrying value of investments is reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable

***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 at 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



**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 22 August 2009

**2 RESULT ON ORDINARY ACTIVITIES BEFORE TAXATION**

Auditors' remuneration is paid by another company in the Punch Taverns group in the current and preceding periods

**3 DIRECTORS' EMOLUMENTS AND STAFF COSTS**

The directors received no emoluments from the company in respect of their services in the current or preceding periods

The company had no employees during the current or preceding periods

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 22 August 2009

**4 TAXATION**

	52 week period ended 22 August 2009 £000	53 week period ended 23 August 2008 £000
The tax charge for the period comprises		
UK corporation tax		
- adjustments in respect of prior periods	43	-
Total tax charge for the period	<u>43</u>	<u>-</u>

There is no provided or unprovided deferred tax

There is no difference between the tax charge for the period and the result for the period at the standard rate of corporation tax in the UK 28.0% (2008 29.21%), other than the adjustments in respect of prior periods

There are no factors expected to materially affect future tax charges

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 22 August 2009

**5 FIXED ASSET INVESTMENTS**

**Shares in  
subsidiary  
undertakings  
£000**

**Cost and net book value**

As at 22 August 2009 and 23 August 2008

800

Details of the principal wholly owned subsidiary undertaking, in which the shareholding is in ordinary shares, is as follows

**Subsidiary undertaking**

**Principal activity**

***Held directly***

Freehouse Limited

Non trading

***Held indirectly***

The above company is incorporated in England and Wales

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**NOTES TO THE FINANCIAL STATEMENTS**

for the 52 week period ended 22 August 2009

**6 CREDITORS amounts falling due in less than one year**

	2009	2008
	£000	£000
Amounts owed to group undertakings	43	-
	<u>43</u>	<u>-</u>

**7 CREDITORS amounts falling due after more than one year**

	2009	2008
	£000	£000
Amounts owed to group undertakings	800	800
	<u>800</u>	<u>800</u>

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 22 August 2009

**8 SHARE CAPITAL**

	2009	2009	2008	2008
	No	£	No	£
<i>Authorised</i>				
Ordinary shares of £1 each	1,000	1,000	1,000	1,000
<i>Allotted, called up and fully paid</i>				
Ordinary shares of £1 each	1	1	1	1

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 22 August 2009

**9 RECONCILIATION OF SHAREHOLDERS' DEFICIT AND MOVEMENTS ON RESERVES**

	Share Capital £000	Profit & Loss Account £000	Total Share- holders' Deficit £000
At 23 August 2008 and 18 August 2007	-	-	-
Loss for the period	-	(43)	(43)
At 22 August 2009	<u>-</u>	<u>(43)</u>	<u>(43)</u>

**Spirit (BRB) Limited**  
**Period ended 22 August 2009**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 22 August 2009

**10 CASH FLOW STATEMENT**

The directors have taken advantage of the exemption in FRS 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its ultimate parent company (Punch Taverns plc) publishes consolidated financial statements

**11 RELATED PARTY DISCLOSURES**

The company has taken advantage of the exemption in paragraph 3(c) of FRS 8 from disclosing transactions with related parties that are part of the Punch Taverns plc group or investees of the group

**12 ULTIMATE PARENT UNDERTAKING**

The company's immediate parent undertaking is Spirit Faith Limited, a company registered in England & Wales

The company's ultimate parent undertaking and controlling party is Punch Taverns plc, a company registered in England & Wales

The parent undertaking of the only group of undertakings for which group financial statements are drawn up and of which the company is a member is Punch Taverns plc

Copies of the financial statements of Punch Taverns plc are available from Jubilee House, Second Avenue, Burton upon Trent, Staffordshire, DE14 2WF