

Diageo Share Ownership Trustees Limited

Financial statements

30 June 2019

Registered number: 04251018



Diageo Share Ownership Trustees Limited
Registered number: 04251018
Year ended 30 June 2019

INCOME STATEMENT

During the financial year and the preceding financial year, the company did not trade and received no income and incurred no expenditure. Consequently, during those years, the company made neither a profit nor a loss, and there were no other comprehensive income or expenses.

Accordingly, neither an income statement, a statement of comprehensive income nor a statement of changes in equity has been presented.

Diageo Share Ownership Trustees Limited
Registered number: 04251018
Year ended 30 June 2019

BALANCE SHEET

	Notes	30 June 2019 £	30 June 2018 £
Current assets			
Trade and other receivables	4	1	1
Total assets		<u>1</u>	<u>1</u>
Equity			
Called up share capital	5	1	1
Total equity		<u>1</u>	<u>1</u>

The notes on pages 3 to 5 form part of the financial statements.

The company did not trade during the financial year or the preceding financial year. The directors do not expect the company to trade in the foreseeable future.

The directors:

- (a) confirm that the company was entitled to exemption under subsection (1) of section 480 of the Companies Act 2006 from the requirement to have its accounts audited for the financial year ended 30 June 2019;
- (b) confirm that members have not required the company to obtain an audit of its accounts for the financial year in accordance with section 476 of that Act;
- (c) acknowledge their responsibilities for:
 - (i) ensuring that the company keeps accounting records which comply with section 386 of the Companies Act 2006 and;
 - (ii) preparing accounts which give true and fair view of the state of the affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of section 394 and 396 of that Act, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

These financial statements on pages 1 to 5 were approved by the board of directors on 23 July 2019 and were signed on its behalf by:



J M C Edmunds

Director

Diageo Share Ownership Trustees Limited
Registered number: 04251018
Year ended 30 June 2019

NOTES TO THE FINANCIAL STATEMENTS

1. ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items that are considered material in relation to the company's financial statement.

Basis of preparation

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.

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 company has taken advantage of the following exemptions from the requirements of IFRS in the preparation of these financial statements, in accordance with FRS 101:

- a cash flow statement and related notes;
- comparative period reconciliations for share capital;
- disclosures in respect of transactions with wholly owned subsidiaries;
- the effects of new but not yet effective IFRSs.

Functional and presentational currency

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

Financial assets

Financial assets are initially recorded at fair value including, where permitted by IFRS 9, any directly attributable transaction costs. For those financial assets that are not subsequently held at fair value, the company assesses whether there is evidence of impairment at each balance sheet date. The company classifies its financial assets into the following categories: financial assets at amortised cost, financial assets at fair value through profit and loss and financial assets at fair value through other comprehensive income. Where financial assets are eligible to be carried at either amortised cost or fair value the company does not apply the fair value option.

Diageo Share Ownership Trustees Limited
Registered number: 04251018
Year ended 30 June 2019

NOTES TO THE FINANCIAL STATEMENTS (continued)

1. ACCOUNTING POLICIES (continued)

Financial assets (continued)

Trade and other receivables Amounts owed by other group companies are initially measured at fair value and are subsequently reported at amortised cost. Non-interest-bearing trade receivables are stated at their nominal value as they are due on demand. Allowance for expected credit losses are made based on the risk of non-payment taking into account ageing, previous experience, economic conditions and forward-looking data. Such allowances are measured as either 12-months expected credit losses or lifetime expected credit losses depending on changes in the credit quality of the counterparty.

2. BUSINESS BACKGROUND

The company acts as trustee and nominee for the purpose of administering the Diageo Share Incentive Plan (SIP). As at 30 June 2019, the trust held 3,633,176 (2018 - 3,823,735) ordinary shares in Diageo plc, which are held for the beneficial ownership of participating employees of the Diageo Group. The SIP is an HM Revenue and Customs approved share plan, which comprises Freeshares, Partnership and Matching shares. Freeshares are awarded to employees annually, while employees can optionally purchase Partnership shares on a monthly basis from their salaries matched by the company on a 1 for 2 basis. The directors foresee no changes in the company's activities.

3. INCOME STATEMENT

None of the directors received any remuneration during the financial year in respect of their services as directors of the company (2018 - £nil).

4. TRADE AND OTHER RECEIVABLES

	30 June 2019	30 June 2018
	£	£
Amounts owed by fellow group undertaking		
Diageo plc	1	1

Amount owed by fellow group undertakings is unsecured, interest free and repayable on demand.

5. SHARE CAPITAL

Allotted, called up and fully paid shares

	30 June 2019
	£
1 ordinary share of £1 each	1

Diageo Share Ownership Trustees Limited
Registered number: 04251018
Year ended 30 June 2019

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. IMMEDIATE AND ULTIMATE PARENT UNDERTAKING

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

7. DIRECTORS

The directors who held office during the year were as follows:

K E Major (appointed 1 August 2018)

J M C Edmunds

K R Simm

D F Harlock (resigned 1 August 2018)

Diageo Employee Shares Nominees Limited

Financial statements

30 June 2019

Registered number: 04090425

Diageo Employee Shares Nominees Limited
Registered number: 04090425
Year ended 30 June 2019

INCOME STATEMENT

During the financial year and the preceding financial year, the company did not trade and received no income and incurred no expenditure. Consequently, during those years, the company made neither a profit nor a loss, and there were no other comprehensive income or expenses.

Accordingly, neither an income statement, a statement of comprehensive income nor a statement of changes in equity has been presented.

Diageo Employee Shares Nominees Limited
Registered number: 04090425
Year ended 30 June 2019

BALANCE SHEET

	Notes	30 June 2019 £	30 June 2018 £
Current assets			
Trade and other receivables	4	2	2
Total assets		<u>2</u>	<u>2</u>
Equity			
Called up share capital	5	2	2
Total equity		<u>2</u>	<u>2</u>

The notes on pages 3 to 5 form part of the financial statements.

The company did not trade during the financial year or the preceding financial year. The directors do not expect the company to trade in the foreseeable future.

The directors:

- (a) confirm that the company was entitled to exemption under subsection (1) of section 480 of the Companies Act 2006 from the requirement to have its accounts audited for the financial year ended 30 June 2019;
- (b) confirm that members have not required the company to obtain an audit of its accounts for the financial year in accordance with section 476 of that Act;
- (c) acknowledge their responsibilities for:
 - (i) ensuring that the company keeps accounting records which comply with section 386 of the Companies Act 2006 and;
 - (ii) preparing accounts which give true and fair view of the state of the affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of section 394 and 396 of that Act, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

These financial statements on pages 1 to 5 were approved by the board of directors on 23 July 2019 and were signed on its behalf by:



J M C Edmunds
Director

Diageo Employee Shares Nominees Limited
Registered number: 04090425
Year ended 30 June 2019

NOTES TO THE FINANCIAL STATEMENTS

1. ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items that are considered material in relation to the company's financial statement.

Basis of preparation

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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 company has taken advantage of the following exemptions from the requirements of IFRS in the preparation of these financial statements, in accordance with FRS 101:

- a cash flow statement and related notes;
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Functional and presentational currency

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

Diageo Employee Shares Nominees Limited
Registered number: 04090425
Year ended 30 June 2019

NOTES TO THE FINANCIAL STATEMENTS (continued)

ACCOUNTING POLICIES (continued)

Financial assets

Financial assets are initially recorded at fair value including, where permitted by IFRS 9, any directly attributable transaction costs. For those financial assets that are not subsequently held at fair value, the company assesses whether there is evidence of impairment at each balance sheet date. The company classifies its financial assets into the following categories: financial assets at amortised cost, financial assets at fair value through profit and loss and financial assets at fair value through other comprehensive income. Where financial assets are eligible to be carried at either amortised cost or fair value the company does not apply the fair value option.

Trade and other receivables Amounts owed by other group companies are initially measured at fair value and are subsequently reported at amortised cost. Non-interest-bearing trade receivables are stated at their nominal value as they are due on demand. Allowance for expected credit losses are made based on the risk of non-payment taking into account ageing, previous experience, economic conditions and forward-looking data. Such allowances are measured as either 12-months expected credit losses or lifetime expected credit losses depending on changes in the credit quality of the counterparty.

2. BUSINESS BACKGROUND

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

The company acts as a nominee for the purpose of administering the Diageo Sharestore, which holds shares derived from employee share plans, on behalf of current and former employees.

3. INCOME STATEMENT

None of the directors received any remuneration during the financial year in respect of their services as directors of the company (2018 - £nil).

4. TRADE AND OTHER RECEIVABLES

	30 June 2019	30 June 2018
	£	£
Amounts owed by fellow group undertaking		
Diageo plc	<u>2</u>	<u>2</u>

Amounts owed by fellow group undertakings are unsecured, interest free and repayable on demand.

Diageo Employee Shares Nominees Limited
Registered number: 04090425
Year ended 30 June 2019

NOTES TO THE FINANCIAL STATEMENTS (continued)

5. SHARE CAPITAL

Allotted, called up and fully paid shares

	30 June 2019
	£
2 ordinary shares of £1 each	<u><u>2</u></u>

6. IMMEDIATE AND ULTIMATE PARENT UNDERTAKING

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

7. DIRECTORS

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