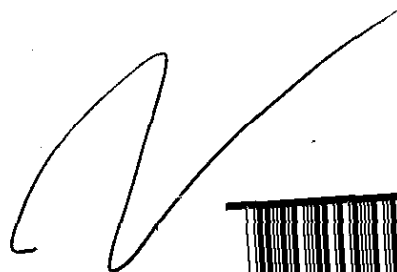


ZEPF TECHNOLOGIES UK LIMITED

FINANCIAL STATEMENTS

30 JUNE 2001

Company Registration No. SC2816



SCT STY247PL 0229
COMPANIES HOUSE 23/01/02

ZEPF TECHNOLOGIES UK LIMITED

PROFIT AND LOSS ACCOUNT **for the year ended 30 June 2001**

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 recognised gains or losses.

The notes on page 3 form part of these financial statements.

ZEPF TECHNOLOGIES UK LIMITED

BALANCE SHEET as at 30 June 2001

	30 June 2001 £000	30 June 2000 £000
CURRENT ASSET		
Debtor:		
Amount owed by group undertaking	<u>500</u>	<u>500</u>
SHARE CAPITAL AND RESERVES		
Called up share capital (note 2)	<u>500</u>	<u>500</u>

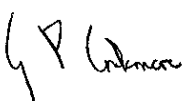
The notes on page 3 form part of these financial statements.

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 249 AA of the Companies Act 1985 from the requirement to have its accounts audited for the financial year ended 30 June 2001
- b) confirm that members have not required the company to obtain an audit of its accounts for that financial year in accordance with subsection (2) of section 249B (2) of that Act
- c) acknowledge their responsibilities for:
 - (i) ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985 and
 - (ii) preparing accounts which give a 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 226 of that Act, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

The financial statements were approved by the board of directors on 28 December 2001.


G P Crickmore
For and on behalf of
Diageo Corporate Officer A Limited, director

ZEPF TECHNOLOGIES UK LIMITED

Notes:

1. The balance sheet has been prepared on the historical cost convention and complies with applicable UK accounting standards.

2. Share capital

	30 June	30 June
	2001	2000
	£000	£000
Authorised, allotted and fully paid:		
500,000 ordinary shares of £1 each	<u>500</u>	<u>500</u>

Ordinary shares are entitled to one vote each.

3. None of the directors received any remuneration during the period in respect of their services as directors of the company (2000 - £nil).
4. The company is a wholly owned subsidiary of Guinness United Distillers & Vintners Scotland Limited (formerly United Distillers & Vintners (ER) Limited), a company incorporated and registered in Scotland. The company's ultimate holding company is Diageo plc, a company incorporated and registered in England. The consolidated financial statements of Diageo plc can be obtained from 8 Henrietta Place, London W1G 0NB.