

HOUSE OF CAMPBELL LIMITED
(Registered Number 17607)

ANNUAL REPORT AND FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2003



HOUSE OF CAMPBELL LIMITED

REPORT OF THE DIRECTORS

The directors of House of Campbell Limited ("the Company") present their report and the financial statements of the Company for the year ended 31 December 2003.

PRINCIPAL ACTIVITY, BUSINESS REVIEW AND FUTURE DEVELOPMENTS

The Company did not trade in the year. The only sources of income and expenditure being reflected through the Profit and Loss account were interest received, interest paid and related administration costs.

The Company continues to hold investments in certain Group companies, as detailed in note 9 to the financial statements.

RESULTS AND DIVIDENDS

In the year ended 31 December 2003 the Company recorded a loss, before dividends, of £10,000 (2002 profit - £30,070,000).

The results of the Company for the year are shown in the profit and loss account on page 4.

Dividends of £nil (2002 - £30,000,000) have been paid during the year.

DIRECTORS AND THEIR INTERESTS

The directors of the Company who served during the year and to the date of this report are listed below:

T Jacquillat	(Resigned 29 April 2004)
P Ricard	
G Cambournac	
A Jetha	
A Schofield	
N Krantz	

According to the register of directors' interests, none of the directors had any beneficial interest in the share capital of the Company or of any UK group company at the beginning or end of the year.

HOUSE OF CAMPBELL LIMITED

REPORT OF THE DIRECTORS (continued)

AUDITORS

Following the year end, Mazars LLP were appointed by the Board as the independent auditor to the Company upon the resignation of Mazars. A resolution to reappoint Mazars LLP as auditors to the Company and to authorise the Directors to fix their remuneration will be proposed at the Annual General Meeting.

STATEMENT OF 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 year. 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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

By order of the Board.

Registered Office:
111/113 Renfrew Road
Paisley
PA3 4DY



S Macnab
Company Secretary
14 October 2004

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HOUSE OF CAMPBELL LIMITED

We have audited the financial statements for the year ended 31 December 2003 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses and the Balance Sheet and related notes numbered 1-17. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

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.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards. Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 if, in our opinion, the Directors' Report is not consistent with the financial statements, if 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 misstatement within it.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 2003 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Mazars LLP

Chartered Accountants
and Registered Auditors
90 St Vincent Street
Glasgow G2 5UB
14 October 2004

HOUSE OF CAMPBELL LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2003

		2003	2002
	Notes	£'000	£'000
Turnover		-	-
Administrative expenses		<u>(1)</u>	<u>(14)</u>
OPERATING (LOSS)		(1)	(14)
<i>Income from shares in group undertakings</i>		-	30,150
Interest receivable and similar income	2	6	5
Interest payable and similar charges	3	<u>(15)</u>	<u>(71)</u>
(LOSS) / PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	6	(10)	30,070
Tax on (loss)/profit on ordinary activities	7	<u>-</u>	<u>-</u>
(LOSS) / PROFIT FOR THE FINANCIAL YEAR		(10)	30,070
Dividends paid	8	<u>-</u>	<u>(30,000)</u>
RETAINED (LOSS) / PROFIT FOR THE FINANCIAL YEAR	13	<u>(10)</u>	<u>70</u>

The operating loss arises solely from continuing operations.

HOUSE OF CAMPBELL LIMITED

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 DECEMBER 2003

	2003	2002
Notes		
	£'000	£'000
(Loss) / profit for the financial year	<u>(10)</u>	<u>70</u>
Prior period adjustment	<u>-</u>	<u>(34,403)</u>
TOTAL RECOGNISED LOSSES		
SINCE LAST ANNUAL REPORT	<u><u>(10)</u></u>	<u><u>(34,333)</u></u>

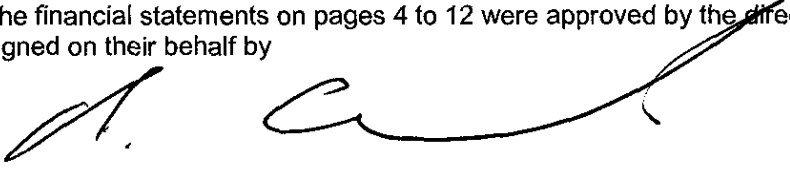
The prior period adjustment arose following a change in accounting policy during 2002 for accounting for investments in subsidiary undertakings from net asset value to cost.

HOUSE OF CAMPBELL LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2003

	Notes	2003 £'000	2002 £'000
FIXED ASSETS			
Investments	9	<u>1</u>	<u>1</u>
CURRENT ASSETS			
Debtors: amounts falling due within one year	10	22,589	22,520
Cash at bank and in hand		<u>-</u>	<u>95</u>
		22,589	22,615
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
	11	<u>(1)</u>	<u>(17)</u>
NET CURRENT ASSETS		<u>22,588</u>	<u>22,598</u>
NET ASSETS		<u>22,589</u>	<u>22,599</u>
CAPITAL AND RESERVES			
Called up share capital	12	7,467	7,467
Share premium account	13	6,421	6,421
Profit and loss account	13	<u>8,701</u>	<u>8,711</u>
EQUITY SHAREHOLDERS' FUNDS	13	<u>22,589</u>	<u>22,599</u>

The financial statements on pages 4 to 12 were approved by the directors on 14 October 2004 and signed on their behalf by


A Schofield
Director

The notes on pages 7 to 12 form part of the financial statements.

HOUSE OF CAMPBELL LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2003

1. STATEMENT OF ACCOUNTING POLICIES

Basis of preparation

The financial statements have been prepared under the historical cost convention on the basis that the Company is a going concern. The financial statements have been prepared in accordance with applicable accounting standards.

The financial statements present information about the Company as an individual undertaking and not about its group.

The Company has taken advantage of the exemption from preparing consolidated accounts afforded by Section 228 of the Companies Act 1985 because its ultimate parent undertaking is Pernod Ricard S.A. which prepares consolidated accounts which are publicly available. The company is also, on this basis, exempt from the requirement of FRS 1 to present a cash flow statement.

Dividend income

Dividend income from investments is recognised when the dividend is declared.

Fixed asset investments

Investments in subsidiary undertakings are included at cost less provision for any impairment.

Deferred taxation

Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at future dates, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset, or on unremitted earnings of subsidiaries and associates where there is no commitment to remit these earnings. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

HOUSE OF CAMPBELL LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2003

2. INTEREST RECEIVABLE	2003	2002
	£'000	£'000
Bank Interest	<u>6</u>	<u>5</u>

3. INTEREST PAYABLE	2003	2002
	£'000	£'000
Interest payable on bank loans and overdrafts	<u>15</u>	<u>71</u>

4. DIRECTORS' EMOLUMENTS

The directors received no remuneration in respect of their services to the Company during the year. (2002 - £ nil)

5. EMPLOYEES

With the exception of its directors, the Company did not have any employees during the year. (2002 - £ nil)

6. (LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2003	2002
	£'000	£'000
(Loss)/Profit on ordinary activities before taxation is stated after charging:		
Consulting and marketing fee	<u>-</u>	<u>89</u>

The audit fee for 2003 (and 2002) has been charged to a fellow group company.

HOUSE OF CAMPBELL LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2003

7. TAX ON (LOSS)/PROFIT ON ORDINARY ACTIVITIES

	2003 £'000	2002 £'000
UK corporation tax at 30% (2002 – 30%)	-	-
Deferred tax credit	-	-
<u>Prior year adjustments</u>		
Corporation tax and group relief allocations	-	-
	-	-

The expected tax credit in the year to 31 December 2003 has been decreased by £3,360 (2002: £24,336) in respect of group relief surrendered to group undertakings for nil consideration.

RECONCILIATION OF TAX CHARGE FOR YEAR

The rate of current UK tax charge on (loss)/profit on ordinary activities varies from the standard rate of corporation tax in the UK due to the following factors:

(Loss) / Profit on ordinary activities before tax	(10)	30,070
(Loss) / Profit on ordinary activities multiplied by the standard rate of UK corporation tax of 30%	(3)	9,021
<u>Effects of:</u>		
Dividends not subject to UK corporation tax	-	(9,045)
Surrender of tax losses to fellow group companies	3	24
Current tax charge for the year	-	-

There are no items that would materially affect the future tax charge.

8. DIVIDEND

	2003 £'000	2002 £'000
Interim dividends paid	-	30,000

HOUSE OF CAMPBELL LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2003

9. FIXED ASSET INVESTMENTS

Subsidiary
Undertakings
£000

SHARES AT COST

At 1 January 2003 and 31 December 2003

1

The company's principal investments in subsidiary undertakings are as follows:

Subsidiary Undertaking	Principal activity	Country of Registration or Incorporation	Class of Share	Percentage of shares held
Campbell Distillers Ltd	Non-trading	Scotland	Ordinary	100%
Guildshelf (159) Ltd *	Property company	England	Ordinary	100%
World Brands Duty Free Limited	Duty free spirit supplier	England	Ordinary	100%
Pernod Ricard UK Ltd	Wines and spirits supplier and distributor	England	Ordinary	100%
Aberlour Glenlivet Distillery Company Ltd	Non-trading	Scotland	Ordinary	100%
Duncan Fraser & Co Ltd	Non-trading	Scotland	Ordinary	100%
Muir Mackenzie & Co Ltd	Non-trading	Scotland	Ordinary	100%

* Interests identified with an asterisk are held by a subsidiary undertaking.

HOUSE OF CAMPBELL LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2003

10. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2003 £'000	2002 £'000
Group relief recoverable	784	784
Amounts owed by group undertakings	21,805	21,736
	<u>22,589</u>	<u>22,520</u>
11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2003 £'000	2002 £'000
Bank overdraft	-	16
Amounts due to group undertakings	1	1
	<u>1</u>	<u>17</u>
12. CALLED UP SHARE CAPITAL	2003 £'000	2002 £'000
Authorised:		
7,497,500 ordinary shares of £1	7,497	7,497
250,000 'A' ordinary shares of £0.01	3	3
	<u>7,500</u>	<u>7,500</u>
Allotted, called up and fully paid:		
7,464,493 ordinary shares of £1	7,465	7,465
217,333 'A' ordinary shares of £0.01	2	2
	<u>7,467</u>	<u>7,467</u>

HOUSE OF CAMPBELL LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2003

13. EQUITY SHAREHOLDERS' FUNDS

	Share Capital £'000	Share Premium Account £'000	Profit & Loss account £'000	Total 2003 £'000	Total 2002 £'000
At 1 January	7,467	6,421	8,711	22,599	22,529
Retained (loss)/profit for the year	-	-	(10)	(10)	70
At 31 December	<u>7,467</u>	<u>6,421</u>	<u>8,701</u>	<u>22,589</u>	<u>22,599</u>

14. CAPITAL COMMITMENTS

At the end of the year there were no capital commitments contracted for (2002 - £nil).

15. POST BALANCE SHEET EVENTS

T Jacquillat resigned from the Board of Directors on 29 April 2004. He received 550,000 Euros (£370,000) by way of compensation for loss of office.

The interest in Guildshelf (159) Limited held by a subsidiary undertaking has been disposed of post year end for proceeds of £3,750,000.

16. RELATED PARTY DISCLOSURES

The Company is included in the consolidated financial statements of Pernod Ricard S.A, which are publicly available. Consequently, the Company has taken advantage of the exemption under the terms of FRS 8 from disclosing related party transactions with entities that qualify under FRS 8 as they are part of the Pernod Ricard S.A. group.

17. ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking and controlling party is Pernod Ricard S.A., a Company incorporated in France. Copies of its annual report may be obtained from 12 Place des Etats-Unis, 75783 Paris, Cedex 16, France.