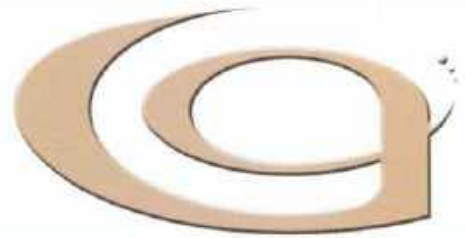


2007



GUINNESS GHANA BREWERIES LTD.

Annual Report & Financial Statements



Ghana's most celebrated business

Contents	Page
Corporate Information	2
Board of Directors	3
Financial Highlights	5
Notice of Annual General Meeting	6
Chairman's Statement	7
Report of Directors	10
Corporate Governance Report	14
Corporate Citizenship Report	15
Report of the Auditors	18
Consolidated Profit and Loss and Income Surplus Accounts	19
Consolidated Balance Sheet	20
Consolidated Cash Flow Statement	21
Notes forming part of the Consolidated Financial Statements	22
Statement of Value Added	32
Shareholder Information	33
Five Year Financial Summary	34
Proxy Form	35



Corporate Information

Board of Directors

Nick Blazquez
 Seni Adetu
 Bruce Kidner
 Pamela Djamson-Tettey
 Thomas Arie de Man
 Kwaku Sarfo-Mensah
 Joseph Woahen Acheampong
 Ebenezer E. Magnus Boye
 Paul Victor Obeng
 Kwame Donkoh Fordwor
 Devlin Marc Hainsworth
 John Patterson

Position

Chairman, non-Executive Director
 Managing Director and Vice-Chairman (Appointed 25th September 2006)
 Executive Director and Finance Director
 Executive Director and Corporate Relations Director
 Non-Executive Director
 Non-Executive Director
 Non-Executive Director
 Non-Executive Director
 Non-Executive Director
 Non-Executive Director
 Resigned. 25th September, 2006
 Resigned. 16th February, 2007

Board Secretary

Preba Greenstreet
 Simon Kodzo Gollo

Appointed. 5th May, 2007
 Resigned. 28th February, 2007

Company Secretary

Sena Chartered Secretaries Limited,
 25 Liberia Road,
 P O Box 5520,
 Accra.

Registered Office

Guinness Brewery,
 Plot No. 1 Block 'L',
 Industrial Area, Kaasi,
 P O Box 1536,
 Kumasi.

Auditors

KPMG,
 Chartered Accountants,
 Marlin House
 13 Yiyiwa Drive, Abelenkpe, Accra
 P O Box GP. 242,
 Accra.

Registrars

Merchant Bank (Ghana) Limited,
 57 Examination Loop,
 North Ridge,
 Accra.

Solicitors

Sam Okudzeto & Associates,
 25 Liberia Road,
 P O Box 5520,
 Accra.

Bankers

SG-SSB Bank Limited.
 Barclays Bank Ghana Limited.
 Ghana Commercial Bank.
 Standard Chartered Bank Ghana Limited.



Board of Directors



Nick Blazquez.
Board Chairman

Nick is the Managing Director of Diageo Africa Region and the Chairman of the Board of Guinness Ghana Breweries Limited since May 2005. Before joining Diageo Africa, he was the Managing Director of Diageo Asia Key Markets, responsible for Diageo interests in Japan, Korea, Taiwan and Thailand. He enjoys rock, ice climbing and sailing.



Seni Adetu.
Vice Board Chairman and Managing Director.

Seni was appointed Managing Director and Vice Board Chairman of GGBL in September 2006. Prior to joining Diageo Africa and GGBL, Seni worked with Coca-Cola for 14 years where he held various positions including Marketing Director, Commercial Director and Country General Manager in different countries including Ghana, Kenya and Nigeria.



Bruce Kidner.
Executive Director and Finance Director.

Bruce was appointed the Finance Director in September 2005. Prior to this appointment, he had worked in a number of senior finance positions in Diageo in Western Europe.



Pamela Djamson-Tettey.
Executive Director and Corporate Relations Director.

In August 2001, Pamela joined Guinness Ghana Ltd, as the External Affairs Director. Earlier she worked with Ashanti Goldfields Co. Ltd holding senior positions in investor relations and public affairs.



Thomas Arie de Man.
Non-Executive Director.

Thomas was the Managing Director of Heineken's Operating Companies, Participations and Licence operations in Sub-Saharan Africa from 2003. In May 2005, he was appointed to Heineken's Executive Committee in the capacity of Regional President Africa and the Middle East.



Kwaku Sarfo-Mensah.
Non-Executive Director.

Kwaku worked for Aetna Insurance Company, a major US financial company for twenty years. Currently, he is the General Manager for operations at TRI-STAR Financial Group.



Board of Directors



Joseph Woahen Akyeampong.
Non-Executive Director.

Joseph was appointed a Non - Executive Director in 1994. He is a professor of medicine and a consultant physician.



Ebenezer Magnus Boye.
Non -Executive Director.

Magnus was the Managing Partner of Coopers & Lybrand from 1981 to 1995. He has served on a number of private and public boards including Unilever Ghana Ltd and Ghana Ports & Harbours Authority.



Paul Victor Obeng.
Non-Executive Director.

Paul is the Chief Consultant of O B Associates. He held various high positions in Ghana's political structure and government.



Kwame Donkor Fordwor.
Non-Executive Director.

Kwame was the President of African Development Bank from 1976 to 1980.



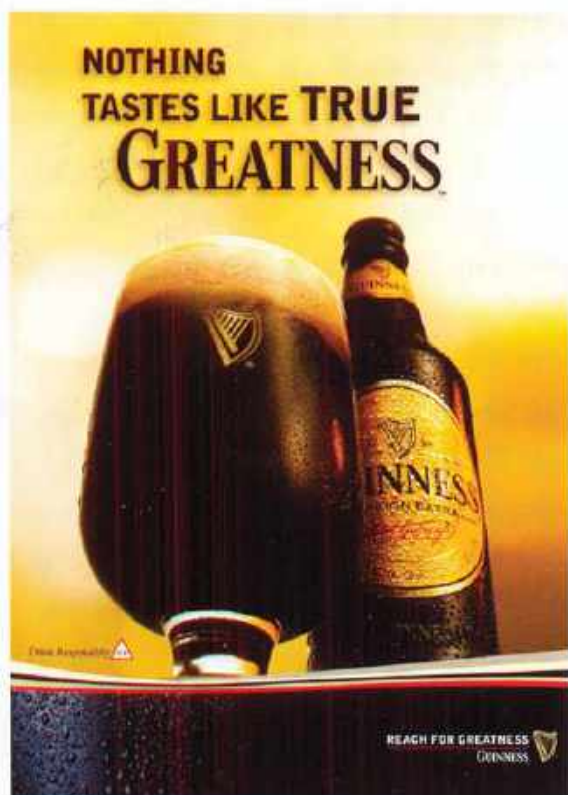
Preba Greenstreet
Board Secretary.

Preba joined Guinness Ghana Ltd in January 2007. She was appointed Board Secretary in May 2007.



Financial Highlights for the year ended 30th June, 2007

	Group 2007 c'm	Group 2006 c'm	Movement	Company 2007 c'm	Company 2006 c'm	Movement
Turnover	1,224,107	1,047,599	17%	919,936	755,445	22%
Profit Before Taxation	151,188	190,530		141,892	170,481	
Taxation	(11,054)	(40,439)		(11,054)	(30,176)	
Profit After Taxation	140,134	150,091	(7%)	130,838	140,305	(7%)
Dividend	(70,644)	(68,833)	3%	(70,644)	(68,833)	3%
Minority Interest	(24)	(29)		-	-	
Retained Earnings	69,466	81,229		60,194	71,472	
Capital Expenditures	89,742	172,089		66,291	117,035	
Depreciation	55,815	44,792		37,932	26,099	
Shareholders Fund	570,648	519,382		533,610	486,616	
Earnings Per Share (¢)	849	909		793	850	
Dividend Per Share (¢)	429	418		429	418	



Launching the new FES package



Ghana's most celebrated business

Notice of Annual General Meeting

Notice is hereby given that the 35th Annual General Meeting of Guinness Ghana Breweries Limited will be held at the Prempeh Assembly Hall, on 13th November 2007 at 11 o'clock in the forenoon for the following purposes:

Agenda

1. To receive the Report of the Directors, the Balance Sheet as at 30th June 2007 together with the Profit and Loss and Income Surplus Accounts for the year ended on that date and the Report of the Auditors thereon.
2. To declare a Dividend.
3. To elect Directors in place of those retiring.
4. To approve the appointment of Directors.
5. To approve Non-Executive Directors' Fees.
6. To authorize the Directors to fix the remuneration of the Auditors.

A Member of the Company entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him. A proxy need not also be a Member.

A form of proxy is attached and for it to be valid for the purpose of the Meeting, it must be completed and deposited at the Registered Office of the Company not less than 48 hours before the Meeting.

Dated 10th September 2007

By Order of the Board
Sena Chartered Secretaries Ltd

Registered Office:
Guinness Ghana Breweries Ltd.
Kaasi Industrial Area,
P O Box 1536,
Kumasi.

Dividend Warrants

If the dividend recommended is approved, payment will be made on 30th November 2007 to the holders of shares registered in the Register of Members on 16th November 2007.



Chairman's Statement



CHAIRMAN'S STATEMENT AGM 2007.

Introduction

Nananom, Distinguished Ladies and Gentlemen, in this year of the 50th Independence Anniversary of our country Ghana, I would like to start by congratulating all Ghanaians on this milestone achievement. Ayekoo!!!

I am pleased to welcome you all to the 35th Annual General Meeting (AGM) of Guinness Ghana Breweries Ltd. (GGBL) and to present to you the Annual Report and Financial Statements of your Company for the financial year July 1, 2006 to June 30, 2007.

GGBL continued to deliver organic growth and increase value to all stakeholders, especially our shareholders.

The Operating Environment

In the last financial year, Ghana's macro-economic indicators showed great improvement and further stability. We witnessed a continued downward trend in interest rates. The instability in the world crude oil market continued in the year but the Bank of Ghana must be commended for the manner in which they managed the effect on the Ghanaian economy.

That being said, margin and profit performance was significantly impacted by cost pressures experienced in the year. The rationing of energy nationally increased the cost of power. This, coupled with frequent interruptions in the supply of water earlier on in the year did affect efficiencies and operating costs. Additionally, price inflation was felt in key cost areas. These included utility costs, prices of malted barley - due to a poor global harvest and cereals being used for bio fuel. Furthermore, GGBL invested significantly in returnable packaging in the year, changing the entire Guinness FES bottle population to the new bottle as well as materially expanding the bottle populations of Malta Guinness, Gulder and Amstel Malta to expand their distribution nationwide. All these led to margin dilution and a reduction in company profitability in the period under review, as we invested for the future.

The Market Dynamics

By studying and understanding our consumers better, the company continued to develop and implement marketing strategies that put us ahead of competition and enabled us grow volume.

At the heart of our marketing strategies over the last financial year, was our Guinness Greatness campaign, the Star Lager renovation with label change and Malta Guinness distribution improvement and new campaign. In addition, as part of the company's belief in innovation as a long-term growth opportunity area, we intensified marketing investment behind Smirnoff Ice, a product that was launched in June 2006, to get it firmly established in the market.

I am happy to report that our brands are much stronger and healthier today than they were a year ago, with highly positive consumer feedback and loyalty. Guinness Foreign Extra Stout achieved 1% growth versus last year, Star was down by 4%, Malta Guinness up by 9% and our total RTD portfolio grew by 61% versus prior year, led by Smirnoff Ice.

Our Performance

I am pleased to announce that the Group turnover at ₵1224 billion was 17% above prior year. This came as a result of the earlier mentioned volume growth of 3% and the price increase across our entire portfolio during the year.



Ghana's most celebrated business

Chairman's Statement

As I described earlier however, due to the cost challenges experienced during the year, trading profit at €216billion was flat year on year, while profit after tax was 7% below last year at €140billion impacted by increased investment and operating cost.

In line with our performance, the Board has proposed a final dividend of €343, per share bringing the total dividend payout per share to €429 for the year under review. This is up 3.0% versus prior year.

I would like to state that the underlying fundamentals of the business remain very strong and we are confident that the business will return to positive profit growth in the years ahead. I wish to inform you that the new financial year has indeed started well.

Corporate Social Responsibility

GGBL continues its leadership role in CSR. It gives me pleasure to inform you that the Ghana Investment Promotion Centre (GIPC) awarded your company, third position on the prestigious Ghana Club 100 listing of top performing corporate bodies last November. GGBL was also awarded a certificate from the GIPC for being the "Leader of the Manufacturing Sector", an accolade that I am sure you will all cherish as key stakeholders of this business.

Similarly, your company was a key partner to the government in celebrating the 50th Independence Anniversary of the country with the Guinness brand designated "Official Beer" of Ghana @50



Employees participate at GGBL's first "Celebration day"



Our People

At GGBL, we continue to upgrade people capability, and create an environment where people feel valued and motivated. Our vision on Talent is to be the employer of choice in Ghana, and to promote GGBL as the best place to be. Last year, we made significant strides with our people agenda. We have brought in a number of high calibre managers, who are making positive contributions to our business. We have also promoted high-performing managers to senior levels with additional responsibilities. GGBL continues to build "one culture" in the company, premised on our shared values. The board is committed to ensuring that the best talents are attracted, retained and well engaged within the company.

Looking Forward

The continuing improvement in the Ghanaian economy creates a strong base for growth in the industry, although the power supply situation and increasing inflation have put further pressure on the



Ghana's most celebrated business

Chairman's Statement

consumers and their disposable income. However, our strong brands and innovation focus place us in a particularly strong place to strengthen our position in the marketplace.

It is unlikely that the costs and challenges of generating power, uncertainties in the crude oil market or indeed price increases of key raw materials will be eliminated in the short-term.

The good news is that, benefiting from considerable cost engineering and increasing operational efficiencies, GGBL continues to build and implement strategies that are delivering superior growth. Your Board is confident of sustaining this impressive performance in the years ahead.

On behalf of the directors, management and staff of GGBL, I thank you all for your support and goodwill over the past year. I look forward to building on our continued amazing relationship as we continue to transform our company.



Dr. Nick Blazquez

Glossary of Terms

In this document the following words and expressions shall, unless the context otherwise requires have the following meanings:

"AGM" means Annual General Meeting

"the Company" or **"the company"** means Guinness Ghana Breweries Limited

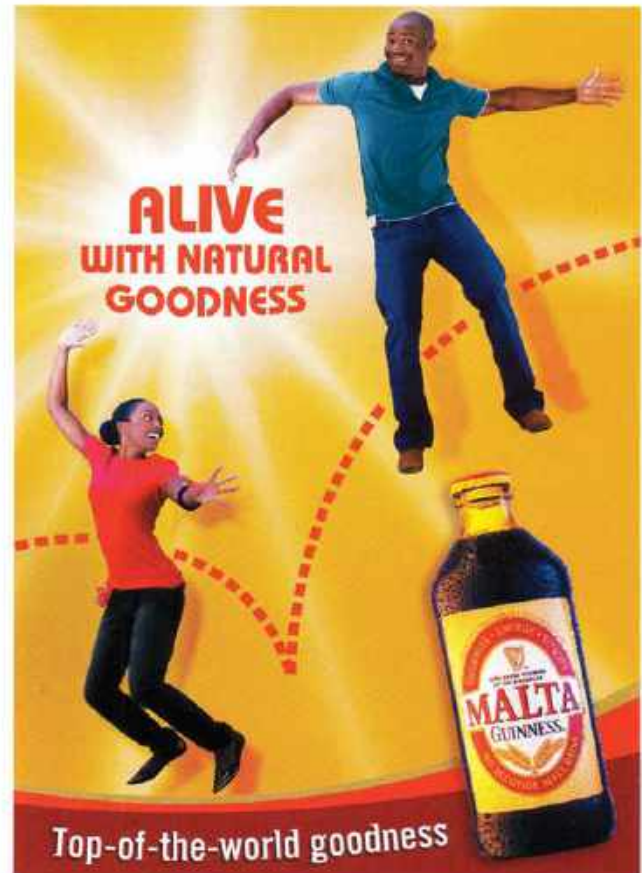
"GBL" means Ghana Breweries Limited

"GGBG" means Guinness Ghana Breweries Group

"GGBL" means Guinness Ghana Breweries Limited

"the Group" means together Guinness Ghana Breweries Limited and Ghana Breweries Limited

"Guinness Ghana Breweries Group" means together Guinness Ghana Breweries Limited and Ghana Breweries Limited.



**ALIVE
WITH NATURAL
GOODNESS**

Top-of-the-world goodness



ENJOY ICE COLD

BAR **HOME**

CONCERT **MATCH**

MOVIE **PARTY**

JAM **PUB**

MATCH **SHOW**

NIGHT CLUB

SMIRNOFF ICE

A spirit mixed drink with the refreshing taste of lemon

© 2007 Smirnoff Ice. Produced in Ghana by Guinness Ghana Breweries Limited.

Report of Directors

TO THE MEMBERS OF GUINNESS GHANA BREWERIES LIMITED

The Directors present their report and the consolidated financial statements of the company and its subsidiary for the year ended 30 June 2007.

FINANCIAL STATEMENTS AND DIVIDEND

The results for the year are as set out in the attached financial statements. The directors recommend the payment of a dividend of ₵429 per share amounting to ₵70,644 million for the year.

NATURE OF BUSINESS

The company manufactures sells and deals in beer, stout, malt drinks and their ancillary products. There was no change in the nature of business of the company during the year.

HOLDING COMPANY

The company is a subsidiary of Diageo Highlands BV, a company incorporated in Holland.

SUBSIDIARY

The company holds a 99.7% stake in Ghana Breweries Limited, a company incorporated in Ghana to manufacture, sell and deal in beer and soft drinks.

CHANGES IN DIRECTORSHIP

Within the period under review, one director was appointed and two directors resigned their position on the Board of Directors for Guinness Ghana Breweries Limited.

- Seni Adetu was appointed to the position of Managing Director and Vice Chairman (25/9/06)
- Devlin Marc Hainsworth resigned the position of Managing Director and Vice Chairman (25/9/06)
- John Patterson resigned his position as Non-Executive Director (16/2/07)

DIRECTOR'S RESPONSIBILITY STATEMENT

The company's directors are responsible for the preparation and fair presentation of the financial statements, comprising the balance sheets at 30 June 2007, the profit and loss and income surplus accounts and cash flow statements for the year ended, and the notes to the financial statements, which include a summary of significant accounting policies and other explanatory notes, in accordance with Ghana Accounting Standards and in the manner required by the Companies Code, 1963 (Act 179) of Ghana.



MD Seni Adetu paid a courtesy call on the President of the Republic of Ghana, H.E. J A Kufuor, at the Castle, Osu.

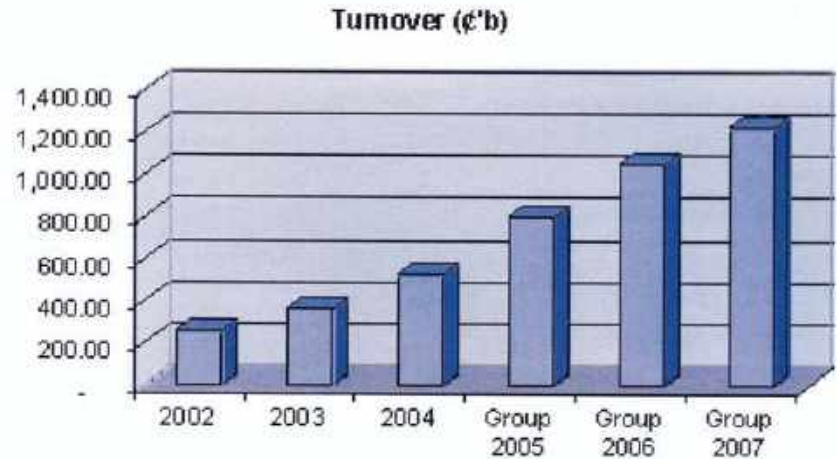


Ghana's most celebrated business

Report of Directors

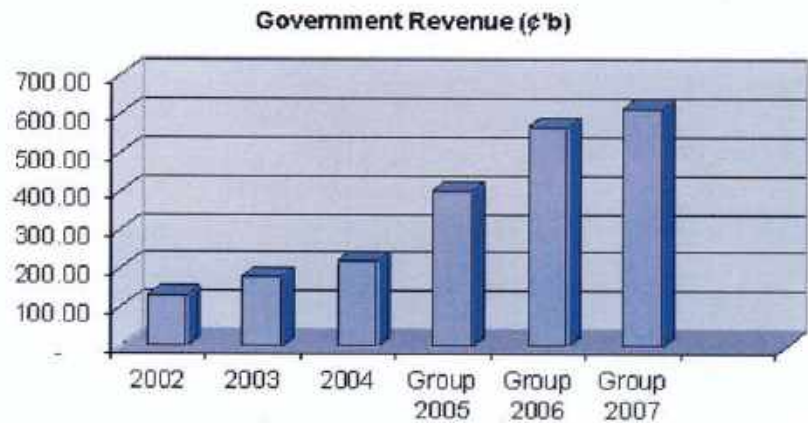
Turnover

Group turnover at ₵1224 billion was 17% above prior year. This is the result of volume growth of 3% and price increase across the portfolio during the year.



Taxation

Group Government revenue including Income tax, Excise duty and VAT amounted to ₵615 billion in the year. This amounted to an increase of 9% over last year.

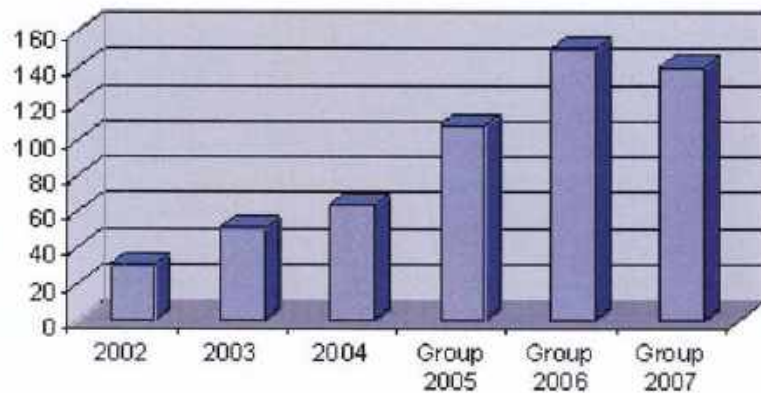


Report of Directors

Profit after tax

Group profit after tax was ₵140 billion. This was 7% below the previous year as a result of cost pressures.

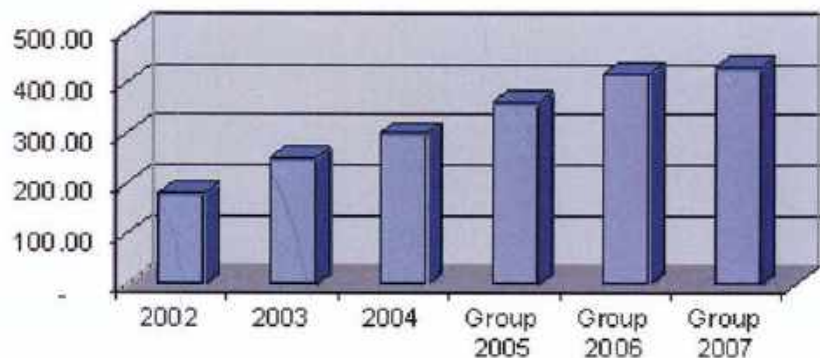
Profit After Taxation (₵'b)



Shareholder value creation

The Board recommends a full year dividend of ₵429 per share. This represents a 3% increase over the previous year.

Full Year Dividend (₵)



Report of Directors

DIRECTOR'S RESPONSIBILITY STATEMENT cont.

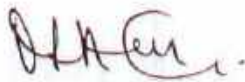
The directors' responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of these financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

The directors' responsibility also includes maintaining adequate accounting records and an effective system of risk management as well as the preparation of the supplementary schedules included in these financial statements.

The directors have made an assessment of the company's ability to continue as a going concern and believe the business will be a going concern in the year ahead.

The auditor is responsible for reporting on whether the annual financial statements are fairly presented in accordance with the applicable financial reporting framework.

The financial statements were approved by the board of directors on 27th September and are signed on its behalf by:



Managing Director



Finance Director



Corporate Governance Report

Corporate Governance Report

Guinness Ghana Breweries Limited (GGBL) accepts the importance of achieving the highest standards of corporate governance, corporate responsibility, and risk management when conducting its business. GGBL is also committed to carrying out its business responsibly and in accordance with all laws and regulations which its business activities are subject to.

Board of Directors

The Board of Directors and management team's responsibility is to ensure that the highest standards of corporate governance are achieved when directing and controlling the business.

Audit sub-committee

The audit sub-committee is responsible for monitoring the adequacy and effectiveness of all internal controls.



Recognising our Employees



GGBL supports Ghana @ 50

Risk management and internal control

Guinness Ghana Breweries Limited (GGBL) seeks to achieve best practice in risk management and internal controls. Management meets its risk management responsibilities through annual risk assessments reviewed quarterly, and regular reviews by internal and external auditors. All remedial actions are undertaken and reviewed by management regularly.

Occupational health and environmental safety

GGBL is committed to providing the highest standards of health, safety and welfare for its employees. All aspects of our operations are conducted in compliance with applicable health and safety laws and regulations, company policies and best practices.

Corporate Citizenship Report

Corporate Social Responsibility

Our commitment extends to every aspect of the way we do business in Ghana. It is our intention to build a business that is enduring. A business that performs well in order to grow shareholder value, and a business that consistently does the right thing. Our business will be successful in the longer term if in the communities we operate, business is conducted responsibly.

Corporate Citizenship Report

GGBL's Corporate Social Responsibility Agenda has continued to reflect the existing corporate identity and corporate vision. The vision of Guinness Ghana Breweries Limited (GGBL) is to be Ghana's most celebrated Company by achieving amazing relationships, which deliver amazing outcomes with employees, shareholders, trade partners, consumers, suppliers, and other stakeholders. Further, GGBL seeks to create great times and experiences for consumers with its brands, and is committed to enriching the quality of life in the communities in which it operates.

GGBL's community programmes reflect this sincere commitment to improve the quality of life in our communities.

Water

I am proud to inform you of "The One Million Water Challenge" initiative championed by all operating companies within the Diageo family. The goal of this initiative is to provide clean potable water to One Million Africans in the year under review. In Ghana, GGBL has played a significant role in providing water filters to sixty thousand (60,000) people in rural communities. During the recent floods in the three Northern regions of Ghana, GGBL donated a total of 2,000 water filters to the victims of this catastrophe. In collaboration with a local N.G.O, Enterprise Works, GGBL will continue to support needy communities in accessing clean potable water through the provision of boreholes and water piping projects.

Health & Environment

I am delighted to inform you that your Company successfully completed the installation of a 7 million Euro world-class effluent treatment plant at the Kaasi

Brewery. This plant illustrates our commitment to reducing the impact of our operations on the environment.

The project was officially commissioned in May this year at a well-attended colourful ceremony in Kumasi. Stakeholders at this event lauded GGBL's leading role, and charged other corporate entities to emulate GGBL's exemplary role.

We have already initiated plans to bring this best practice to our Achimota Brewery as the next phase of this environmental agenda.

In line with the strategy to assist the Health Sector in Ghana, your company, has continued to support the Ghana Heart Foundation and the Burns and Reconstructive Units of the Korle Bu Teaching Hospital.

Internally, GGBL has advanced its HIV/AIDS Workplace Programme, which is designed to support all its employees (and specified dependants) lead healthy and productive lives irrespective of their status. The Workplace Programme has been renamed the "Know your HIV status" Programme. A confidential Voluntary Counselling and Testing Centre (VCT) initiative has been established to encourage employees to test and protect their status. Under this initiative, important aspects of Employee Alcohol Education, Occupational Health and Safety and Nutrition awareness are all addressed.

Education and Sports

Your Company has continued to support the National soccer team - The Black Stars as the "Official Beverage Sponsor". We are proud that the team continues to win laurels for Ghana and are confident that our commitment will be re-confirmed in the forthcoming CAN 2008 tournament, to be hosted by our great country in 2008.

In the area of education, I am pleased to report that your Company continues to honour its financial commitment to the Otumfuo Education Fund. Furthermore, the Company in collaboration with Diageo, Heineken, Nuffic - the Dutch aid organization, and other corporate bodies, have established a post-graduate centre of excellence in information technology (The Institute of Advanced ICT Studies) at the Ahinsan Brewery site. The College has been well equipped with



Corporate Citizenship Report

modern IT facilities to enhance learning for all students. The first academic year at the College commenced in July 2007; and the official inauguration is planned for November this year. It is expected that the establishment which is the only institution of its kind in Ghana, offering courses leading to the Diploma and Master of Science in IT (MSc.) degree will attract students in the West African sub - region.

Agriculture

Last year, your Company entered into an agreement with a consortium of agricultural and aid agencies to raise and maintain the production of sorghum to a level of viability for the brewing industry. I am happy to inform you that this initiative has proven highly successful on several fronts. Our Product Supply department this year received a total of 920 tons of locally produced sorghum, exceeding the planned target of 820 tons. This was used in the manufacture of our flagship brand - Guinness Foreign Extra Stout, replacing a percentage of the imported barley normally used, with no detriment to the quality of the taste. This is a local 'fair trade' initiative which is expected to reap favourable benefits not only for the brewing



GGBL has been instrumental in establishing the "West Africa Sorghum Value Chain Project"



CR Director, Pamela Djamson-Tettey receives the GIPC Club 100 Award for GGBL from the Vice President of The Republic of Ghana, H.E. Alhaji Aliu Mahama.

industry, but also in transforming and enriching the quality of life for the many farmers involved in the project.

Culture

As Ghana's most celebrated business, GGBL supported the Ghana@50 Secretariat in the celebration of the Nation's Golden Jubilee anniversary. GGBL held street parties and Gala Night parties for thousands of Ghanaians during the period.

GGBL is proud of its Ghanaian heritage and continues to sponsor cultural festivals in Ghana. In the year under review, twenty festivals were sponsored by the Star Lager brand nationwide. These activities have enabled your Company to support the development of the arts and cultural appreciation in Ghana, while leveraging the tourism potential of the country.

Responsible Alcohol Education

Our commitment to Alcohol Education and the promotion of responsible alcohol consumption continued in the year under review. GGBL trained over 1,200 bar

Corporate Citizenship Report



Otumfuo Osei Tutu II, Asantehene, the MD Seni Adetu and Chairman of the Board of GGBL, Nick Blazquez, inspect the newly commissioned Effluent Treatment Plant at the Kaase Brewery.

tenders nationwide in the past year. Additionally, GGBL has successfully implemented the Diageo Alcohol Brand Information Policy (DABIP), which requires all brands to communicate accurate calorific, nutritional and alcohol content information on labels and point of sale materials. This is a great achievement as GGBL continues to be an industry leader in the promotion of Responsible Drinking.

In collaboration with other industry members, GGBL is leading a coalition to demonstrate responsible guidelines in advertising and marketing of alcoholic beverages, utilising learnings from The Diageo Marketing Code.



GGBL non-executive Directors, J.W. Acheampong, K. Sarfo-Mensah and K. Dankor Fordwar at the 2006 AGM.



Ghana's most celebrated business

Report of the Auditors

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GUINNESS GHANA BREWERIES LIMITED

Report on the Financial Statements

We have audited the accompanying consolidated financial statements and the separate financial statements of Guinness Ghana Breweries Limited, which comprise the balance sheets at 30 June 2007, the profit and loss and the income surplus accounts and cash flow statements for the year ended, and the notes to the financial statements, which include a summary of significant accounting policies and other explanatory notes, as set out on pages 22 to 31.

Directors' Responsibility for the Financial Statements

The company's directors are responsible for the preparation and fair presentation of these financial statements in accordance with Ghana Accounting Standards and in the manner required by the Companies Code, 1963 (Act 179) of Ghana. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal controls relevant to the entity's

preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, these financial statements present fairly, in all material respects, the consolidated and separate financial position of Guinness Ghana Breweries Limited at 30 June 2007, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with Ghana Accounting Standards and in the manner required by the Companies Code, 1963 (Act 179) of Ghana.

Other Matter

We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.

Report on Other Legal and Regulatory Requirements

Compliance with the requirements of Section 133 of the Companies Code, 1963 (Act 179) of Ghana

In our opinion, proper books of account have been kept and the balance sheet, profit and loss and income surplus accounts are in agreement with the books of account.

KPMG

CHARTERED ACCOUNTANTS
MARLIN HOUSE
13 YIYIWA DRIVE
P.O. BOX 242
ACCRA

27th September 2007



Ghana's most celebrated business

Consolidated Profit and Loss for the year ended 30th June 2007

	Note	The Group		The Company	
		2007 ¢'m	2006 ¢'m	2007 ¢'m	2006 ¢'m
TURNOVER	2	1,224,107	1,047,599	919,936	755,445
Cost of Sales		(801,154)	(602,257)	(582,105)	(430,591)
GROSS PROFIT		422,953	445,342	337,831	324,854
General Administrative and Selling Expenses		(207,011)	(226,510)	(130,699)	(124,014)
TRADING PROFIT		215,942	218,832	207,132	200,840
Other Income	3	11,376	7,697	5,390	5,468
PROFIT BEFORE EXCEPTIONAL ITEMS, NET CHARGES AND TAXATION		227,318	226,529	212,522	206,308
Exceptional items	4	(24,939)	-	(24,939)	-
PROFIT BEFORE NET CHARGES, AND TAXATION	5	202,379	226,529	187,583	206,308
Net Interest Charges	6	(51,191)	(35,999)	(45,691)	(35,827)
PROFIT BEFORE TAXATION		151,188	190,530	141,892	170,481
Taxation	7	(11,054)	(40,439)	(11,054)	(30,176)
PROFIT AFTER TAXATION		140,134	150,091	130,838	140,305
Minority Interest	18	(24)	(29)	-	-
PROFIT FOR THE YEAR		140,110	150,062	130,838	140,305

CONSOLIDATED INCOME SURPLUS ACCOUNT FOR THE YEAR ENDED 30 JUNE 2007

		The Group		The Company	
		2007 ¢'m	2006 ¢'m	2007 ¢'m	2006 ¢'m
Balance at 1 July		253,912	172,683	221,146	149,674
Prior year adjustment	19	(18,200)	-	(13,200)	-
		235,712	172,683	207,946	149,674
Profit for the year		140,110	150,062	130,838	140,305
		375,822	322,745	338,784	289,979
Proposed dividend ¢429 (2006: ¢418) per share	15	(70,644)	(68,833)	(70,644)	(68,833)
Balance at 30 June		305,178	253,912	268,140	221,146

The annexed notes from 1 to 25 form an integral part of these financial statements.



Consolidated Balance Sheet at 30th June 2007

	Note	The Group		The Company	
		2007 ¢'m	2006 ¢'m	2007 ¢'m	2006 ¢'m
PROPERTY, PLANT AND EQUIPMENT	8	779,351	751,028	457,674	433,864
INVESTMENT	9	-	-	349,603	349,575
GOODWILL	10	59,941	65,729	-	-
CURRENT ASSETS					
Stocks	11	244,237	186,453	174,325	135,857
Debtors	12	186,842	154,432	118,567	88,141
Taxation	7	-	-	385	-
Amount due from related companies	16	-	-	37,242	14,273
Bank and cash balances		50,098	45,069	12,339	26,001
		-----	-----	-----	-----
		481,177	385,954	342,858	264,272
		-----	-----	-----	-----
CURRENT LIABILITIES					
Bank overdraft	13	110,085	233,126	72,475	197,172
Short-term loans	17	23,669	62,428	23,669	59,342
Creditors	14	177,435	239,034	80,554	156,907
Taxation	7	3,781	7,270	-	1,219
Dividends	15	66,537	56,483	66,537	56,483
Amount due to related companies	16	88,503	49,529	88,503	49,529
		-----	-----	-----	-----
		470,010	647,870	331,738	520,652
		-----	-----	-----	-----
NET CURRENT ASSET / (LIABILITIES)		11,167	(261,916)	11,120	(256,380)
		-----	-----	-----	-----
		850,459	554,841	818,397	527,059
		-----	-----	-----	-----
NON-CURRENT LIABILITIES					
Medium-term loans	17	270,000	5,454	270,000	5,454
Minority interest	18	954	946	-	-
Deferred Taxation	7	8,857	29,059	14,787	34,989
		-----	-----	-----	-----
		279,811	35,459	284,787	40,443
		-----	-----	-----	-----
NET ASSETS		570,648	519,382	533,610	486,616
		=====	=====	=====	=====
FINANCED BY:					
STATED CAPITAL	20	262,520	262,520	262,520	262,520
INCOME SURPLUS		305,178	253,912	268,140	221,146
CAPITAL SURPLUS	21	2,950	2,950	2,950	2,950
		-----	-----	-----	-----
		570,648	519,382	533,610	486,616
		=====	=====	=====	=====


DIRECTOR


DIRECTOR

The annexed notes from 1 to 25 form an integral part of these financial statements.



Ghana's most celebrated business

Consolidated Cash Flow Statement at 30th June 2007

	The Group		The Company	
	2007 c'm	2006 c'm	2007 c'm	2006 c'm
Cash flows from operating activities				
Profit before taxation	151,188	190,530	141,892	170,481
Adjustment for:				
Depreciation charges	55,815	44,792	37,932	26,099
Amortisation of Goodwill	800	-	-	-
Profit on sale of property, plant and equipment	(6,505)	(717)	(519)	-
Property, plant and equipment written off	4,503	526	4,503	526
Net transfer from property, plant and equipment	-	3,218	-	-
Net interest expense	51,191	35,999	45,691	35,827
	-----	-----	-----	-----
	256,992	274,348	229,499	232,933
Increase in stocks	(70,984)	(43,115)	(51,668)	(45,570)
Increase in debtors	(32,410)	(74,140)	(30,426)	(59,383)
Increase in creditors	(61,599)	65,290	(76,353)	34,393
Increase in related company balances	38,974	(94,971)	16,005	(62,165)
	-----	-----	-----	-----
Cash flow from operations	130,973	127,412	87,057	100,208
Income taxes paid	(34,745)	(39,218)	(32,860)	(27,565)
Interest paid	(51,281)	(36,983)	(45,781)	(35,837)
	-----	-----	-----	-----
Net Cash flow from operating activities	44,947	51,211	8,416	36,806
	-----	-----	-----	-----
Cash flows from investing activities				
Additions to property, plant and equipment	(89,742)	(172,089)	(66,291)	(117,035)
Investment in subsidiary	(28)	-	(28)	-
Proceeds from sale of property, plant and equipment	7,606	718	565	-
Interest received	90	984	90	10
	-----	-----	-----	-----
Net cash flow from investing activities	(82,074)	(170,387)	(65,664)	(117,025)
	-----	-----	-----	-----
Cash flow from financing activities				
Dividends paid	(60,590)	(61,257)	(60,590)	(61,257)
Net movement in loan balances	225,787	(43,197)	228,873	(43,197)
	-----	-----	-----	-----
Net cash flow from financing activities	165,197	(104,454)	168,283	(104,454)
	-----	-----	-----	-----
Increase/(Decrease) in cash and cash equivalents	128,070	(223,630)	111,035	(184,673)
	=====	=====	=====	=====
Analysis of changes in cash and cash equivalents during the year				
Balance at 1 July	(188,057)	35,573	(171,171)	13,502
Net cash flow	128,070	(223,630)	111,035	(184,673)
	-----	-----	-----	-----
Balance at 30 June	(59,987)	(188,057)	(60,136)	(171,171)
	=====	=====	=====	=====
Analysis of balances of cash and cash equivalents as shown in the balance sheet				
Bank and cash balances	50,098	45,069	12,339	26,001
Bank overdraft	(110,085)	(233,126)	(72,475)	(197,172)
	-----	-----	-----	-----
Balance at 30 June	(59,987)	(188,057)	(60,136)	(171,171)
	=====	=====	=====	=====

The annexed notes from 1 to 25 form an integral part of these financial statements.



Ghana's most celebrated business

Notes forming part of the Consolidated Financial Statement at 30th June 2007

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items that are considered material in relation to the group's financial statements:

1.1 Basis of preparation

These financial statements have been prepared under the historical cost convention as modified by the revaluation of certain property, plant and equipment and in accordance with Ghana Accounting Standards.

1.2 Consolidation

The Consolidated Profit and Loss Account, Balance Sheet and Cash Flow Statements of the Guinness Ghana Breweries Group include the financial statements of Ghana Breweries Limited in which Guinness Ghana Breweries Limited directly exercises control.

The consolidated financial statements have been prepared in accordance with the purchase method whereby assets and liabilities of the acquired company are reported at their fair values on acquisition dates. Any excess of the purchase price over the fair value of net assets acquired is accounted for as goodwill.

Earnings of Ghana Breweries Limited for the year have been reported as part of the Consolidated Profit and Loss.

Intra-group balances and transactions and any unrealised gains arising from intra-group transactions are eliminated in preparing the consolidated financial statements.

1.3 Goodwill

Goodwill arising on acquisition represents the excess of acquisition costs over the company's interest in the fair value of net identifiable assets acquired. Goodwill is stated at cost less amortization and impairment.

Goodwill is amortised on a straight line basis by recognizing it as an expense over a twenty year period. The un-amortised balance of goodwill is reviewed at each balance sheet date and to the extent that it is not supported by future economic benefits, it is recognised immediately as an expense. Any write-down of goodwill is not reversed in a subsequent period.

1.4 Property, plant and equipment and depreciation

Property, plant and equipment are recorded at cost or revalued amounts less accumulated depreciation. Cost includes direct costs and related overheads.

Depreciation is provided for using the straight-line method so as to write off the gross value of each asset over its estimated useful life.

The annual rates generally in use are as follows:-

Leasehold Land and Buildings	-	2.5% - 3.125%
Plant and Machinery	-	3.33% - 12.5%
Motor Vehicles and Computers	-	20% - 33.33%
Furniture and Office Equipment	-	12.5% - 20%



Notes forming part of the Consolidated Financial Statement at 30th June 2007

1.5 Stocks

Stocks are valued on a first in first out basis, at the lower of cost and net realisable value. Cost includes all direct expenses incurred in bringing stocks to their present condition and location. Work-in-progress and finished goods are valued at average production costs, which include all relevant direct costs and production overheads.

Bottles and bottling crates are initially recognized at cost on purchase and subsequently written down to deposit rates when issued out to production.

1.6 Debtors

Debtors are stated after providing for specific debts considered to be doubtful.

1.7 Creditors

These are stated at their nominal value. Exchange gains and losses arising in respect of liabilities in foreign currency are added to the carrying amount of the instrument.

1.8 Loans

Loans are recorded at the proceeds received. Interest charges are accounted for on an accruals basis and are disclosed as part of accruals and provisions to the extent of the amounts remaining unpaid.

1.9 Borrowing costs

Interest on borrowings is expensed as incurred and charged to the profit and loss account.

1.10 Turnover

Turnover represents the value of goods invoiced to customers, net of returns, discounts, duties and value added tax.

1.11 Foreign exchange

Transactions denominated in foreign currencies are translated into Cedis and recorded at the rates of exchange ruling at the dates of the transactions. Balances denominated in foreign currencies are translated into Cedis at exchange rates ruling at the balance sheet date. Differences arising in respect of translations are charged to the profit and loss account.

1.12 Taxation

Provisions for income taxes are calculated by applying the relevant rates of taxes on taxable incomes, which are determined in accordance with prevailing laws on taxation.

Provision is made for deferred taxation, using the liability method, on all material timing differences to the extent that it is probable that an asset or liability may crystallise.

1.13 Post balance sheet events

Events subsequent to the balance sheet date are reflected only to the extent that they relate directly to the financial statements and the effect is material.



Notes forming part of the Consolidated Financial Statement at 30th June 2007

2. TURNOVER

	The Group		The Company	
	2007 ¢'m	2006 ¢'m	2007 ¢'m	2006 ¢'m
Gross Sales	1,803,626	1,571,874	1,322,909	1,112,481
Less: Value Added Tax and Excise Duties	(579,519)	(524,275)	(402,973)	(357,036)
	-----	-----	-----	-----
	1,224,107	1,047,599	919,936	755,445
	=====	=====	=====	=====

3. OTHER INCOME

Sundry income	4,283	3,136	4,283	2,616
Net exchange gain	588	3,844	588	2,852
Profit on disposal of property, plant and equipment	6,505	717	519	-
	-----	-----	-----	-----
	11,376	7,697	5,390	5,468
	=====	=====	=====	=====

4. EXCEPTIONAL ITEM

	24,939	-	24,939	-
	=====	=====	=====	=====

This relates to write down on new bottles purchased during the year and impairment of old bottles, which are no longer in trade.

5. PROFIT BEFORE INTEREST AND TAXATION is stated after charging:

Auditor's Remuneration	1,100	991	649	562
Depreciation	55,815	44,792	37,932	26,099
Directors' Remuneration	2,375	1,130	1,609	753
Donations	-	179	-	120
	=====	=====	=====	=====

6. NET INTEREST CHARGES

Interest income	90	984	90	10
Interest charges	(51,281)	(36,983)	(45,781)	(35,837)
	-----	-----	-----	-----
	(51,191)	(35,999)	(45,691)	(35,827)
	=====	=====	=====	=====



Notes forming part of the Consolidated Financial Statement at 30th June 2007

7. TAXATION

a. The Group

	Balance at 1/7/06 ¢'m	Payments ¢'m	Charge to P & L ¢'m	Balance at 30/6/07 ¢'m
Income Tax				
1998 - 2003	1,448	-	-	1,448
2004	1,029	-	-	1,029
2005	(7,138)	-	-	(7,138)
2006	12,033	(3,350)	-	8,683
2007	-	(31,395)	31,256	(139)
	-----	-----	-----	-----
	7,372	(34,745)	31,256	3,883
National Reconstruction Levy	(102)	-	-	(102)
	-----	-----	-----	-----
	7,270	(34,745)	31,256	3,781
Deferred Taxation	29,059	-	(20,202)	8,857
	-----	-----	-----	-----
	36,329	(34,745)	11,054	12,638
	=====	=====	=====	=====

b. The Company

Income Tax				
2004	1,029	-	-	1,029
2005	(850)	-	-	(850)
2006	930	(1,465)	-	(535)
2005/06	-	(31,395)	31,256	(139)
	-----	-----	-----	-----
	1,109	(32,860)	31,256	(495)
National Reconstruction Levy	110	-	-	110
	-----	-----	-----	-----
	1,219	(32,860)	31,256	(385)
Deferred Taxation	34,989	-	(20,202)	14,787
	-----	-----	-----	-----
	36,208	(32,860)	11,054	14,402
	=====	=====	=====	=====

Tax liabilities for the respective years are subject to the agreement with Internal Revenue Service.



Notes forming part of the Consolidated Financial Statement at 30th June 2007

8. PROPERTY, PLANT AND EQUIPMENT

a. The Group

	Leasehold Land & Buildings ¢'m	Plant Machinery ¢'m	Motor Vehicles ¢'m	Furniture/ Office Equip. ¢'m	Capital Work in- Progress ¢'m	Total ¢'m
Cost/Valuation						
At 1/7/06	124,666	621,600	16,421	31,254	112,131	906,072
Additions	-	2,464	8,373	5,271	73,634	89,742
Disposals	(6)	(2,469)	(4,219)	(922)	-	(7,616)
Transfers	10,976	141,210	44	1,598	(153,828)	-
Write offs	-	-	-	-	(4,503)	(4,503)
At 30/6/07	135,636	762,805	20,619	37,201	27,434	983,695
Depreciation						
At 1/7/06	7,334	117,675	10,143	19,892	-	155,044
Charge for the year	3,425	40,585	4,597	7,208	-	55,815
Released on disposals	(4)	(1,464)	(4,168)	(879)	-	(6,515)
At 30/6/07	10,755	156,796	10,572	26,221	-	204,344
Net Book Value						
At 30/6/07	124,881	606,009	10,047	10,980	27,434	779,351
At 30/6/06	117,332	503,925	6,278	11,362	112,131	751,028
b. The Company						
Cost/Valuation						
At 1/7/06	6,907	409,444	13,750	28,170	105,929	564,200
Additions	-	2,464	8,373	5,159	50,295	66,291
Disposals	-	-	(1,698)	-	-	(1,698)
Transfers	4,685	127,850	19	557	(133,111)	-
Write offs	-	-	-	-	(4,503)	(4,503)
At 30/6/07	11,592	539,758	20,444	33,886	18,610	624,290
Depreciation						
At 1/7/06	1,938	102,491	8,921	16,986	-	130,336
Charge for the year	311	28,308	3,722	5,591	-	37,932
Released on disposals	-	-	(1,652)	-	-	(1,652)
At 30/6/07	2,249	130,799	10,991	22,577	-	166,616
Net Book Value						
At 30/6/07	9,343	408,959	9,453	11,309	18,610	457,674
At 30/6/06	4,969	306,953	4,829	11,184	105,929	433,864

Certain buildings, plant and machinery were professionally revalued by Nationwide Estate Services, Real Estate Valuers, Land Surveyors and Estate Managers on 31st December 1992 based on their open market values.



Ghana's most celebrated business

Notes forming part of the Consolidated Financial Statement at 30th June 2007

8. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Disposal of property, plant and equipment

	The Group		The Company	
	2007 c'm	2006 c'm	2007 c'm	2006 c'm
Cost	7,616	1,501	1,698	-
Less: Accumulated depreciation	6,515	1,500	1,652	-
Net book value	1,101	1	46	-
Less: Proceeds	7,606	718	565	-
Profit on disposals	6,505	717	519	-

Depreciation has been charged in the profit and loss account as follows:-

Cost of sales	43,827	33,965	28,442	18,948
General, administrative and selling expenses	11,988	10,827	9,490	7,151
	55,815	44,792	37,932	26,099

9. INVESTMENT (Unquoted)

Balance at 30 June	-	-	349,603	349,575
--------------------	---	---	---------	---------

This represents the cost of acquiring a majority stake in the company's subsidiary.

10. GOODWILL

	The Group		The Company	
	2007 c'm	2006 c'm	2007 c'm	2006 c'm
Purchase consideration	349,603	349,575	-	-
Less: Fair value of net assets acquired	283,862	283,846	-	-
Goodwill	65,741	65,729	-	-
Less: Amortisation	5,800	-	-	-
	59,941	65,729	-	-

11. STOCKS

Raw and packaging materials	186,998	128,202	141,529	100,798
Work-in-progress	5,336	5,265	2,566	2,923
Finished products	5,692	6,446	5,081	5,079
Engineering and consumables	46,211	46,540	25,149	27,057
	244,237	186,453	174,325	135,857



Notes forming part of the Consolidated Financial Statement at 30th June 2007

12. DEBTORS

	The Group		The Company	
	2007 c'm	2006 c'm	2007 c'm	2006 c'm
Trade debtors	147,821	106,943	93,890	61,263
Sundry debtors	39,021	47,489	24,677	26,878
	-----	-----	-----	-----
	186,842	154,432	118,567	88,141
	=====	=====	=====	=====

13. BANK OVERDRAFT

This represents amounts disbursed under facilities granted by the company's bankers to support its working capital requirements. Unutilized facilities at the year-end amounted to c57,525 million (2006: c22,828 million).

14. CREDITORS

	The Group		The Company	
	2007 c'm	2006 c'm	2007 c'm	2006 c'm
Trade creditors	94,405	61,274	39,781	22,272
Sundry creditors	40,786	41,182	22,793	38,860
Accruals and provisions	42,244	136,578	17,980	95,775
	-----	-----	-----	-----
	177,435	239,034	80,554	156,907
	=====	=====	=====	=====

15. DIVIDENDS

Balance at 1 July	56,483	48,907	56,483	48,907
Proposed dividends	70,644	68,833	70,644	68,833
	-----	-----	-----	-----
	127,127	117,740	127,127	117,740
Payments during the year	(60,590)	(61,257)	(60,590)	(61,257)
	-----	-----	-----	-----
Balance at 30 June	66,537	56,483	66,537	56,483
	=====	=====	=====	=====

16a. AMOUNTS DUE FROM RELATED COMPANIES

Raw materials purchased	-	-	37,242	14,273
	-----	-----	-----	-----

16b. AMOUNTS DUE TO RELATED COMPANIES

Materials and equipment supplied	58,062	38,081	58,062	38,081
Royalties and technical service fees	30,441	11,448	30,441	11,448
	-----	-----	-----	-----
	88,503	49,529	88,503	49,529
	=====	=====	=====	=====



Notes forming part of the Consolidated Financial Statement at 30th June 2007

17. SHORT AND MEDIUM-TERM LOANS

	The Group		The Company	
	2007 ¢'m	2006 ¢'m	2007 ¢'m	2006 ¢'m
Balance at 1 July	67,882	111,079	64,796	107,993
Disbursed during the year	270,000	-	270,000	-
	-----	-----	-----	-----
Repayments during the year	337,882 (44,213)	111,079 (43,197)	334,796 (41,127)	107,993 (43,197)
	-----	-----	-----	-----
Balance at 30 June	293,669	67,882	293,669	64,796
	=====	=====	=====	=====

The outstanding balances due have been disclosed in the financial statements as follows:-

	The Group		The Company	
	2007 ¢'m	2006 ¢'m	2007 ¢'m	2006 ¢'m
Short-term loans	23,669	62,428	23,669	59,342
	=====	=====	=====	=====
Medium-term loans	270,000	5,454	270,000	5,454
	=====	=====	=====	=====

This loan facility is a medium term loan borrowed from Standard Chartered Bank for the financing of core working capital and capital expenditure projects. The facility attracts interest at 14.5% p.a. (base 4.99%) and is secured by a debenture agreement between the company and SCB (EUR 4.9 million), Ecobank (EUR 2.36 million), SG-SSB (EUR 2.5 million) and an interbranch indemnity from SCB London to cover ¢48.4 billion. There is a 12 month moratorium on principal repayment, and a half yearly principal repayment of ¢50 billion will commence thereafter.

18. MINORITY INTEREST

	The Group		The Company	
	2007 ¢'m	2006 ¢'m	2007 ¢'m	2006 ¢'m
Balance at 1 July	946	917	-	-
Share of net profit of subsidiary	24	29	-	-
	----	----	----	----
Disposal during the year	970 (16)	946 -	- -	- -
	----	----	----	----
Balance at 30 June	954	946	-	-
	====	====	====	====
Comprising				
Share of net assets of subsidiary	930	917	-	-
Share of net profit of subsidiary	24	29	-	-
	----	----	----	----
Balance at 30 June	954	946	-	-
	====	====	====	====



Notes forming part of the Consolidated Financial Statement at 30th June 2007

19. PRIOR YEAR ADJUSTMENT

	The Group		The Company	
	2007	2006	2007	2006
	¢'m	¢'m	¢'m	¢'m
Stock write-off	13,200	-	13,200	-
Goodwill amortised	5,000	-	-	-
	-----	----	-----	----
	18,200	-	13,200	-
	=====	====	=====	====

20. STATED CAPITAL

	Number of Shares		Proceeds	
	2007	2006	2007	2006
	¢'m	¢'m	¢'m	¢'m
Authorised				
Ordinary shares of no par value	200	200		
	===	===		
Issued				
For Cash	37	37	70,514	70,514
For consideration other than cash	35	35	189,256	189,256
Transfer from Surplus	93	93	2,750	2,750
	----	----	-----	-----
	165	165	262,520	262,520
	===	===	=====	=====

There is no share in treasury and no call or installment unpaid on any share.

21. CAPITAL SURPLUS

	The Group		The Company	
	2007	2006	2007	2006
	¢'m	¢'m	¢'m	¢'m
Balance at 30 June	2,950	2,950	2,950	2,950
	=====	=====	=====	=====



Statement of Value Added

	The Group				The Company			
	30/6/07		30/6/06		30/6/07		30/6/06	
	€'m	%	€'m	%	€'m	%	€'m	%
Gross Sales Proceeds	1,803,626		1,571,874		1,322,909		1,112,481	
Excise Duties	(339,933)		(306,574)		(227,550)		(201,710)	
Value Added Tax	(239,586)		(217,701)		(175,423)		(155,326)	
Turnover	1,224,107		1,047,599		919,936		755,445	
Other Income	11,376		7,697		5,390		5,468	
Interest Receivable	90		984		90		10	
Bought in Materials and Services	(866,869)		(713,737)		(631,741)		(492,935)	
Value Added	368,704	100	342,543	100	293,675	100	267,988	100

Applied as follows:

To pay employees salaries, wages and benefits	85,481	23	83,235	24	43,131	14	35,571	13
To provide for depreciation	55,815	15	44,792	13	37,932	13	26,099	10
To provide for taxation	11,054	3	40,439	12	11,054	4	30,176	11
To pay dividends	70,644	19	68,833	20	70,644	24	68,833	26
To pay interest charges	51,281	14	36,983	11	45,781	16	35,837	13
Retained for company growth	94,429	26	68,261	20	85,133	29	71,472	27
	368,704	100	342,543	100	293,675	100	267,988	100



Shareholder Information

Analysis of Shareholding

No. of shares	No. of holders	No. of Holdings	%
1 - 1,000	3,461	938,111	0.57
1,001 - 5,000	786	2,063,094	1.25
5,001 - 10,001	472	3,767,115	2.29
10,001 - 100,000,000	312	157,903,155	95.89
	-----	-----	-----
	5,031	164,671,475	100.00
	=====	=====	=====

Name	No. of Shares	%
Diageo Highlands BV	83,982,452	51.00
Heineken Ghanaian Holdings BV	32,934,295	20.00
Social Security and National Insurance Trust	18,151,032	11.02
BBGN/BBH (LUX) SCA Custodian	10,601,722	6.44
DM Ventures	1,931,265	1.17
BBGN/EPACK Investment Fund Limited	1,400,894	0.86
SSNIT SOS Fund	739,125	0.46
Global Undervalued Securities	423,441	0.26
State Insurance Company	400,000	0.24
BBGN/Unilever Ghana Provident Fund	300,059	0.18
Enterprise Insurance Company Limited	300,000	0.18
BBGN/Unilever Ghana Managers	266,217	0.16
Ghana Reinsurance Organization	200,000	0.12
Teachers Fund	186,265	0.11
E.N. Safo-Nyame	167,533	0.10
R. H. M. Nanka Bruce	160,000	0.10
Stanbic Bank GH Ltd	122,200	0.07
BBGN/Ghana Textiles Print Prov	112,500	0.07
Rowi Limited	108,536	0.07
Retco Company Limited	105,600	0.06
	-----	-----
Reported Totals	152,593,136	92.67
Not Reported	12,078,339	7.33
	-----	-----
Company Total	164,671,475	100.00
	=====	=====

Directors' Shareholding

Paul Victor Obeng	340	0.0002
Joseph Woahen Acheampong	2,555	0.0020
Pamela Djamson- Tettey	4,883	0.0030
Ebenezer M.Boye	1,000	0.0010
K Donkoh Fordwor	29,480	0.0180
	-----	-----
Totals	38,258	0.0242
	=====	=====



Five Year Financial Summary

	The Group			The Company				
	2007 c'm	2006 c'm	2005 c'm	2007 c'm	2006 c'm	2005 c'm	2004 c'm	2003 c'm
Results								
Turnover	1,224,107	1,047,599	799,452	919,936	755,445	630,854	527,211	362,080
Exceptional income	-	-	-	-	-	-	6,031	-
Profit before taxation	151,188	190,530	135,795	141,892	170,481	111,212	77,315	65,188
Taxation	(11,054)	(40,439)	(27,710)	(11,054)	(30,176)	(26,199)	(13,824)	(14,557)
Profit after taxation	140,134	150,091	108,085	130,838	140,305	85,013	63,491	50,631
Minority interest	(24)	(29)	(63)	-	-	-	-	-
Profit after taxation and minority interest	140,110	150,062	108,022	130,838	140,305	85,013	63,491	50,631
Dividends	(70,644)	(68,833)	(59,446)	(70,644)	(68,833)	(59,446)	(35,244)	(29,370)
Retained profit	69,466	81,229	48,576	60,194	71,472	25,567	28,247	21,261
Balance Sheet								
Property, plant & equipment	779,351	751,028	627,476	457,674	433,864	343,454	291,561	150,200
Investments	-	-	-	349,603	349,575	349,575	-	3,346
Goodwill	59,941	65,729	65,729	-	-	-	-	-
Deferred expenditure	-	-	-	-	-	-	27,062	-
Cash and cash equivalents	50,098	45,069	85,143	12,339	26,001	41,059	15,774	46,699
Other current assets	431,079	340,885	223,630	330,519	238,271	129,413	125,370	77,236
Total Assets	1,320,469	1,202,711	1,001,978	1,150,135	1,047,711	863,501	459,767	277,481
Total liabilities	(749,821)	(683,329)	(563,825)	(616,525)	(561,095)	(448,357)	(325,024)	170,98
Net Assets	570,648	519,382	438,153	533,610	486,616	415,144	134,743	106,496
Stated Capital	262,520	262,520	262,520	262,520	262,520	262,520	7,686	7,686
Income Surplus	305,178	253,912	172,683	268,140	221,146	149,674	124,107	95,860
Capital Surplus	2,950	2,950	2,950	2,950	2,950	2,950	2,950	2,950
Shareholders' funds	570,648	519,382	438,153	533,610	486,616	415,144	134,743	106,496
Revenue collected for Government								
Excise duties	339,933	306,574	245,048	227,550	201,710	185,600	155,314	105,550
Sales tax/Value Added Tax	239,586	217,701	158,408	175,423	155,326	122,780	85,316	58,454
Total	579,519	524,275	403,456	402,973	357,036	308,380	240,630	164,004
Statistics								
EPS (¢)	849.15	909.00	654.68	792.95	850.33	515.23	540.45	430.97
Dividend per share (¢)	429.00	418.00	361.00	429.00	418.00	361.00	300.00	250.00
Net assets per share (¢)	3,458.00	3,148.00	2,655.00	3,234.00	2,949.00	2,516.00	1,147.00	907.00
Current ratio	1.02:1	0.60:1	0.67:1	1.03:1	0.51:1	0.49:1	0.60:1	0.78:1
Return on shareholders fund (%) 25.00	29.00	25.00	25.00	29.00	20.48	47.12	47.54	
Return on net sales value (%) 11.45	14.32	13.52	14.22	18.57	13.43	12.04	13.98	



Proxy Form

For Company's Use

Number of Shares.....

Resolution	For	Against
1. To declare a dividend		
2. To re-elect Mr. Thomas Arie De Man		
3. To re-elect Mr. Paul Victor Obeng		
4. To re-elect Mr. Bruce Anthony Kidner		
5. To approve Mr. Seni Adetu as Director		
6. To approve Mr Simon Linares as Director		
7. To approve Non-Executive Directors' Fees		
8. To fix remuneration of the Auditors		

Please indicate with an 'X' in the appropriate square how you wish your votes to be cast on the resolutions set out above. Unless otherwise instructed the Proxy will vote or abstain from voting at his discretion.

ANNUAL GENERAL MEETING to be held at 11 a.m. on 13th November 2007 at the PREMPEH ASSEMBLY HALL, KUMASI.

I/we

being a member(s) of GUINNESS GHANA BREWERIES LIMITED hereby appoint :-

*

or failing him the Chairman of the Meeting as my/our Proxy to vote for me / us and on my / our behalf at the Annual General Meeting of the above-named Company to be held on 13th November, 2007 and at any and every adjournment thereof.

Dated this day of 2007

.....
Shareholder's Signature

THIS PROXY FORM SHOULD NOT BE SENT TO THE SECRETARY IF THE MEMBER WILL BE ATTENDING THE MEETING.

Notes:-

1. A Member (Shareholder) who is unable to attend the Annual General Meeting is allowed by law to vote by proxy. The above Proxy Form has been prepared to enable you to exercise your vote if you cannot personally attend.
2. Provision has been made on the Form for the Chairman of the Meeting to act as your proxy but, if you wish, you may insert in the blank space marked * the name of any person whether a Member of the Company or not, who will attend the Meeting to vote on your behalf instead of the Chairman of the Meeting.
3. In the case of joint holders, each holder should sign.
4. If executed by a Corporation, the Proxy Form should bear its Common Seal or be signed on its behalf by a Director.
5. Please sign the above Proxy Form and post it so as to reach the address shown overleaf not later than 11 a.m. on 12th November 2007.
6. The Proxy must produce the Admission Card sent with the Notice of the Meeting to obtain entrance to the Meeting.



Ghana's most celebrated business

Notes



Ghana's most celebrated business

Notes



Notes



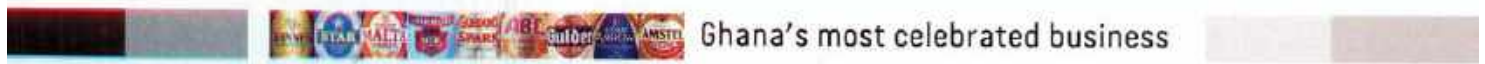
Ghana's most celebrated business

Notes



Ghana's most celebrated business

Notes





Ghana's most celebrated business