

**SCOTTISH PELAGIC PROCESSORS
ASSOCIATION LIMITED
(FORMERLY HERRING BUYERS
ASSOCIATION LIMITED)
COMPANY LIMITED BY GUARANTEE
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 MARCH 2012**



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**SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED
(FORMERLY HERRING BUYERS ASSOCIATION LIMITED)
COMPANY LIMITED BY GUARANTEE**

FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2012

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**SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED
(FORMERLY HERRING BUYERS ASSOCIATION LIMITED)
COMPANY LIMITED BY GUARANTEE
OFFICERS AND PROFESSIONAL ADVISERS**

The Board of Directors

I A McFadden - Chairman
R Duthie
F Clark Junior
S Banks
C Anderson
M Clark
P M Croan
M J Croan
G Bruce
J Tait
S Gibson
S Leiper

Company Secretary

Brodies Secretarial Services Limited

Registered Office

23 Carden Place
Aberdeen
AB10 1UQ

Auditor

Chiene + Tait
Chartered Accountants
& Statutory Auditor
61 Dublin Street
Edinburgh
EH3 6NL

Bankers

Bank of Scotland
38 St. Andrew Square
Edinburgh
EH2 2YB

Solicitors

Brodies LLP
23 Carden Place
Aberdeen
AB10 1UQ

SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED (FORMERLY HERRING BUYERS ASSOCIATION LIMITED) COMPANY LIMITED BY GUARANTEE

THE DIRECTORS' REPORT

YEAR ENDED 31 MARCH 2012

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31 March 2012.

Principal activities

The company acts as an association to further the interests of all United Kingdom buyers of Herring, Mackerel and all other pelagic fish and as a unified body on behalf of such buyers. On 15 December 2011, a resolution was passed to change the name of the company from Herring Buyers Association Limited to Scottish Pelagic Processors Association Limited.

Directors

The directors who served the company during the year were as follows:

I A McFadden

R Duthie

F Clark Junior

C Anderson

M Clark

P M Croan

M J Croan

G Bruce

J Tait

S Banks

(Appointed 12 March 2012)

S Gibson

(Appointed 12 March 2012)

S Leiper

(Appointed 30 September 2011)

Under article 79, C Anderson, J Tait and M J Croan retire, and being eligible, offer themselves for re-election. Under article 52, S Leiper, S Banks and S Gibson who were appointed directors during the year, are required to have their appointments confirmed at the subsequent annual general meeting. Being eligible, they offer themselves for re-election.

Directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the surplus or deficit 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 accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED
(FORMERLY HERRING BUYERS ASSOCIATION LIMITED)
COMPANY LIMITED BY GUARANTEE**

THE DIRECTORS' REPORT *(continued)*

YEAR ENDED 31 MARCH 2012

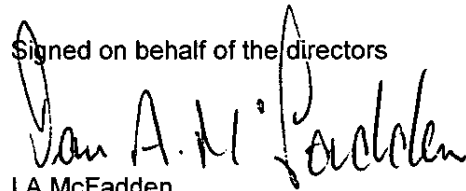
In so far as the directors are aware:

- there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that ought to have been taken to ensure they are aware of any relevant audit information and to establish that the auditor is aware of that information.

Small company provisions

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006.

Signed on behalf of the directors



I A McFadden
Director

Approved by the directors on 5/9/12

**SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED
(FORMERLY HERRING BUYERS ASSOCIATION LIMITED)
COMPANY LIMITED BY GUARANTEE**



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SCOTTISH
PELAGIC PROCESSORS ASSOCIATION LIMITED(FORMERLY HERRING
BUYERS ASSOCIATION LIMITED)**

YEAR ENDED 31 MARCH 2012

We have audited the financial statements of Scottish Pelagic Processors Association Limited(formerly Herring Buyers Association Limited) for the year ended 31 March 2012 which comprise the Income and Expenditure Account, Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's 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 auditor

As explained more fully in the Directors' Responsibilities Statement set out on pages 2 to 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by ; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2012 and of its surplus for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

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

**SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED
(FORMERLY HERRING BUYERS ASSOCIATION LIMITED)
COMPANY LIMITED BY GUARANTEE**



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SCOTTISH
PELAGIC PROCESSORS ASSOCIATION LIMITED (FORMERLY HERRING
BUYERS ASSOCIATION LIMITED) (continued)**

YEAR ENDED 31 MARCH 2012

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report.

Malcolm A Beveridge

MALCOLM BEVERIDGE BA CA (Senior Statutory Auditor)

For and on behalf of

CHIENE + TAIT

Chartered Accountants & Statutory Auditor

61 Dublin Street

Edinburgh

EH3 6NL

7 Sep 2012

**SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED
(FORMERLY HERRING BUYERS ASSOCIATION LIMITED)
COMPANY LIMITED BY GUARANTEE**

INCOME AND EXPENDITURE ACCOUNT

YEAR ENDED 31 MARCH 2012

	Note	2012 £	2011 £
Turnover		195,369	45,959
Administrative expenses		<u>191,061</u>	<u>45,755</u>
Operating surplus	2	4,308	204
Interest receivable		<u>516</u>	<u>311</u>
Surplus on ordinary activities before taxation		4,824	515
Tax on surplus on ordinary activities	4	<u>103</u>	<u>66</u>
Surplus for the financial year		<u>4,721</u>	<u>449</u>

**SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED
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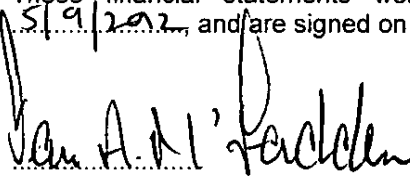
BALANCE SHEET

31 MARCH 2012

	Note	£	2012 £	2011 £
Fixed assets				
Tangible assets	5		—	—
Current assets				
Debtors	6	74,099		3,089
Cash at bank		61,701		82,650
		135,800		85,739
Creditors: amounts falling due within one year	7	76,611		31,271
Net current assets			59,189	54,468
Total assets less current liabilities			59,189	54,468
Reserves	9			
Income and expenditure account	10		59,189	54,468
Members' funds			59,189	54,468

These financial statements have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006 and with the Financial Reporting Standard for Smaller Entities (effective April 2008).

These financial statements were approved by the directors and authorised for issue on 5/9/2012, and are signed on their behalf by:


I A McFadden

Company Registration Number: SC059708

**SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED
(FORMERLY HERRING BUYERS ASSOCIATION LIMITED)
COMPANY LIMITED BY GUARANTEE**

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2012

1. Accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Turnover

Turnover, which is stated net of value added tax, is based on fixed levels of membership fees due.

Going Concern

The financial statements have been prepared on a going concern basis. The directors have assessed the Company's ability to continue as a going concern and have reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing these financial statements.

Depreciation

Depreciation is calculated so as to write off the cost of an asset over the useful economic life of that asset as follows:

Computer Equipment - 3 years straight line

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against income on a straight line basis over the period of the lease.

Deferred taxation

The accounting policy in respect of deferred tax reflects the requirements of FRSSE 2008.

Deferred tax is provided on the liability method to take account of timing differences between the treatment for certain items for accounts purposes and the treatment for tax purposes. Tax deferred is accounted for in respect of all material timing differences. Deferred tax assets are only recognised to the extent that they are regarded as recoverable.

2. Operating surplus

Operating surplus is stated after charging:

	2012	2011
	£	£
Auditor's fees	<u>1,490</u>	<u>1,450</u>

3. Directors' remuneration

The directors' aggregate remuneration in respect of qualifying services were:

	2012	2011
	£	£
Aggregate remuneration	<u>21,700</u>	<u>21,400</u>

**SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED
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COMPANY LIMITED BY GUARANTEE**

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2012

4. Taxation on ordinary activities

Analysis of charge in the year

	2012	2011
	£	£
Current tax:		
UK Corporation tax based on the results for the year	103	66
Total current tax	<u>103</u>	<u>66</u>

5. Tangible fixed assets

	Computer Equipment
	£
Cost	
At 1 April 2011 and 31 March 2012	<u>1,050</u>
Depreciation	
At 1 April 2011 and 31 March 2012	<u>1,050</u>
Net book value	
At 31 March 2012	<u>-</u>
At 31 March 2011	<u>-</u>

6. Debtors

	2012	2011
	£	£
Trade debtors	14,000	-
Other debtors	60,099	3,089
	<u>74,099</u>	<u>3,089</u>

7. Creditors: amounts falling due within one year

	2012	2011
	£	£
Corporation tax	103	65
Other taxation and social security	5,274	8,476
Other creditors	71,234	22,730
	<u>76,611</u>	<u>31,271</u>

**SCOTTISH PELAGIC PROCESSORS ASSOCIATION LIMITED
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COMPANY LIMITED BY GUARANTEE**

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2012

8. Related party transactions

The ultimate controlling parties of the company are the member bodies whom the directors represent. The income of the company includes levies and subscriptions received from the member bodies.

During the year the company made a contribution of £7,000 (2011: £7,000) to the Scottish Pelagic Sustainability Group, a company in which A McFadden is a director.

9. Company limited by guarantee

Each member undertakes to contribute an amount not exceeding £50, in the event of the company being wound up.

10. Reconciliation of shareholders' funds and movement on reserves

	Income and expenditure account £
Balance brought forward	54,468
Surplus for the year	4,721
Balance carried forward	<u>59,189</u>