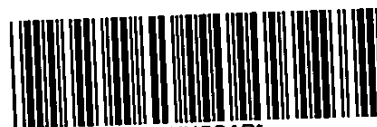


Company Number 05893846

**THE FIRST MILK CHEESE COMPANY LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2012**

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THE FIRST MILK CHEESE COMPANY LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2012

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DIRECTORS

R N Hollingdale
K Allum
I Forgie
S Faulkner
P Rowe

COMPANY SECRETARY

A Waugh

REGISTERED OFFICE

Maelor Creamery
Pickhill Lane
Cross Lanes
Wrexham
LL13 0UE

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
141 Bothwell Street
Glasgow
G2 7EQ

SOLICITORS

Peterkins Robertson Paul LLP
227 Sauchiehall Street
Glasgow
G2 3EX

DWF LLP
1 Scott Place
2 Hardman Street
Manchester
M3 3AA

PRINCIPAL BANKERS

Barclays Commercial Bank
Churchill Plaza
Churchill Way
Basingstoke
RG21 7GP

Lloyds TSB Commercial Finance
Boston House
The Little Green
Richmond
Surrey
TW9 1QE

Bank of Scotland plc
The Cross
Paisley
PA1 1DB

The directors present their annual report and the audited financial statements of the Company for the year ended 31 March 2012. The company's registered number is 05893846.

PRINCIPAL ACTIVITY

The principal activity of the Company is the manufacture and sale of cheese and other dairy products.

BUSINESS REVIEW AND FUTURE DEVELOPMENTS

The First Milk Cheese Company Limited is part of the First Milk Limited Group, a member-owned co-operative of dairy farmers. The strategic drivers of the Group are to drive shareholder cash, grow our brands, diversify our product base, achieve lower costs to serve and to seek value in partnerships. The Group reported a profit for the year of £12.2m (2011: £6.8m) and has net assets of £55.6m (2011: £50.8m).

The company's turnover increased during 2011/12 by £30m to £224m. The result for the year was a retained loss of £365k (2011: profit £4.6m).

The outlook remains firm and the Board continues to develop and pursue its plan to grow the Company's excellent cheese brands, develop key customer relationships and continue with a strong factory investment programme supported by the group.

On 1 October 2011 First Milk Cheese Company Limited purchased the business and assets of Kingdom Dairy Company Ltd, Kingdom Cheese Company Ltd, Kingdom Cheese Company (1999) Ltd and KCSUBCO 1 Ltd for a cash consideration of £3,900,000.

PRINCIPAL RISKS AND UNCERTAINTIES

Competitive Risk

The Company sells cheese to the major retailers and food service companies. In doing so, it faces competition from other companies in the United Kingdom and abroad. It addresses these risks by ensuring that sales staff are fully aware of relevant markets, offering products at market competitive prices, providing excellent service levels and developing long-term relationships with customers.

Regulatory Risk

The Company is required to comply with various regulatory regimes in areas such as competition law, health and safety and environmental legislation. This is achieved through the recruitment and training of suitably qualified staff and support from external consultants, including legal advisers, where appropriate. Regulatory risks are also considered on a regular basis as part of the First Milk group risk management process.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to a number of financial risks including price risk, credit risk, cash flow risk and liquidity risk. The company does not use derivative financial instruments for speculative purposes.

Interest bearing assets and liabilities are held at fixed rates to ensure certainty of cash flows.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Interest Rate Risk

The Company's activities expose it primarily to the financial risks of changes in interest rates. The parent company, First Milk Limited, uses interest rate swap contracts to hedge the exposures for the Group.

Credit Risk

The Company's principal financial assets are trade and other receivables.

The Company's credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified triggering event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

Credit risk attributable to trade receivables is mitigated through use of credit insurance.

Liquidity Risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Company uses a mixture of long-term and short-term debt finance. Management monitors rolling forecasts of the Company's liquidity reserve and cash and cash equivalents on the basis of expected cash flow.

Price Risk

The risk of the Company receiving low prices compared to market levels is mitigated against by the use of up to date market intelligence.

DIVIDENDS

No dividends were paid during the year (2011: £nil) and no recommendation is made as to dividends (2011: £nil).

EMPLOYEES

The maintenance of a highly skilled workforce is key to the future of the business. It is the policy of the Board of Directors to enlist the commitment of all employees in attaining the Company's objectives. Implementation of this policy is by encouraging employee involvement based on team briefings, newsletters and any other appropriate means of consultation. The number of employees employed by the Company and their related costs are included in Note 6.

It is the Board of Directors policy to ensure that continuous employment is offered to employees who become temporarily or permanently disabled where it is practicable to do so within the scope of the business activities of the Company. Disabled persons are employed when they appear to be suited to a particular vacancy and every effort is made to ensure that they are given full and fair consideration when such vacancies arise.

COMPANY'S POLICY FOR PAYMENT OF CREDITORS

It is the Company's policy that payments to suppliers are made in accordance with those terms and conditions agreed between the company and its suppliers, provided that all trading terms and conditions have been complied with.

POLITICAL DONATIONS

The Company made no political donations or incurred no political expenditure during the year (2011: £nil).

CHARITABLE DONATIONS

The Company made no charitable donations during 2012 (2011: £nil).

THE BOARD OF DIRECTORS

The directors who held office during the year and up to the date of signing the financial statements were:

K Allum
R N Hollingdale
P Rowe
S Faulkner
I Forgie

DISCLOSURE OF INFORMATION TO AUDITORS

In the case of the person who is the director of the Company at the date when this report is approved

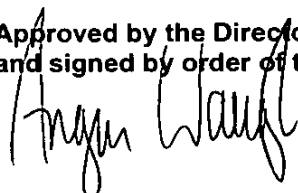
- So far as the directors are aware, there is no relevant audit information of which the Company's auditors are unaware, and
- The directors have taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006

INDEPENDENT AUDITORS

The auditors, PricewaterhouseCoopers LLP have indicated their willingness to continue in office, and a resolution concerning their reappointment will be proposed at the annual general meeting

**Approved by the Directors
and signed by order of the Board**



**A Waugh
Company Secretary
22 August 2012**

STATEMENT OF 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 prepared 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 profit or loss of the company for that period. In preparing these 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,
- state whether applicable UK 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 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.

Independent Auditors' Report to the Members of The First Milk Cheese Company Limited

We have audited the financial statements of The First Milk Cheese Company Limited for the year ended 31 March 2012 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities 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 Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 the directors, 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 loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter 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.

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.



**Kenneth Wilson (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Glasgow
22 August 2012**

THE FIRST MILK CHEESE COMPANY LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2012

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	Note	<u>2012</u> £	<u>2011</u> £
Turnover - continuing operations	2	224,014,640	194,087,939
Cost of sales		<u>(208,763,838)</u>	<u>(176,758,250)</u>
Gross profit		15,250,802	17,329,689
Administrative expenses			
Recurring		(12,515,166)	(10,438,265)
Non-recurring	3	<u>(446,549)</u>	<u>(542,304)</u>
		<u>(12,961,715)</u>	<u>(10,980,569)</u>
Operating profit - continuing operations	4	2,289,087	6,349,120
Interest receivable and similar income	7	2,485	2,241
Interest payable and similar charges	8	<u>(2,293,588)</u>	<u>(2,480,567)</u>
(Loss)/profit on ordinary activities before taxation		(2,016)	3,870,794
Tax on (Loss)/profit on ordinary activities	9	<u>(363,242)</u>	<u>715,982</u>
(Loss)/profit for the financial year	19	<u>(365,258)</u>	<u>4,586,776</u>

The accounting policies and notes on pages 9 to 18 are an integral part of these financial statements

There is no material difference between the (loss)/profit on ordinary activities before taxation and the (loss)/profit for the financial year stated above, and their historical cost equivalents

There were no recognised gains or losses other than those shown in the profit and loss account for the current year and prior year. Accordingly no statement of total recognised gains and losses is provided

THE FIRST MILK CHEESE COMPANY LIMITED
BALANCE SHEET
AS AT 31 MARCH 2012

Page 8

	Note	<u>2012</u> £	<u>2011</u> £
Fixed assets			
Intangible assets	10	1,277,556	-
Tangible assets	11	<u>31,564,190</u>	<u>26,285,756</u>
		32,841,746	26,285,756
Current assets			
Stocks	12	78,235,534	54,872,803
Debtors	13	26,015,095	24,545,022
Cash at bank and in hand		<u>395,409</u>	<u>451,583</u>
		104,646,038	79,869,408
Creditors' amounts falling due within one year	14	<u>(128,335,742)</u>	<u>(60,808,467)</u>
Net current (liabilities)/assets		<u>(23,689,704)</u>	<u>19,060,941</u>
Total assets less current liabilities		9,152,042	45,346,697
Creditors: amounts falling due after more than one year	15	<u>-</u>	<u>(35,829,397)</u>
Net assets		<u><u>9,152,042</u></u>	<u><u>9,517,300</u></u>
Capital and reserves			
Called up share capital	18	16,750,000	16,750,000
Profit and loss account	19	<u>(7,597,958)</u>	<u>(7,232,700)</u>
Total shareholders' funds	20	<u><u>9,152,042</u></u>	<u><u>9,517,300</u></u>

The financial statements on pages 7 to 18 were approved by the Board of Directors on 22 August 2012

Signed on behalf of the Board of Directors



Kate Allum
Director

1. ACCOUNTING POLICIES

These financial statements are prepared on the going concern basis, under the historical cost convention, in accordance with the Companies Act 2006 and applicable Accounting Standards in the United Kingdom. The principal accounting policies adopted by the directors are described below and have been applied consistently.

Intangible Assets

Positive purchased goodwill, being the difference between the cost of an acquired entity and the aggregate of the fair values of that entity's identifiable assets and liabilities is capitalised and classified as an asset on the balance sheet and amortised evenly over its expected useful economic life.

Tangible Fixed Assets

All tangible fixed assets are stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance expenditures are charged to the profit and loss account during the financial year in which they are incurred.

Depreciation is calculated by writing off the cost of tangible fixed assets by equal annual instalments over their estimated useful lives.

The lives assumed for freehold land and buildings is twenty five years and for plant, equipment and vehicles assumed lives vary between five and fifteen years.

Government Grants

Capital grants relating to fixed assets are recorded as a deferred liability and the relevant amount released to the profit and loss account over the remaining life of the asset, so as to match it against the depreciation expense.

Stocks

Stocks have been valued at the lower of cost and net realisable value. Cost includes direct costs together with attributable overheads. Net realisable value is based on estimated selling price, less further costs expected to be incurred to completion.

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

Operating Leases

Costs in respect of operating leases are charged on a straight-line basis over the lease term.

Pensions

The company operates a defined contribution scheme. The amount charged to the profit and loss account in respect of pension costs is the contribution payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

1. ACCOUNTING POLICIES (CONTINUED)

Cash Flow Statement and Related Party Disclosures

The Company is a wholly owned subsidiary of First Milk Limited and is included in the consolidated financial statements of First Milk Limited, which are available from the Company Secretary, First Milk Limited, Cirrus House, Glasgow Airport Business Park, Marchburn Drive, Paisley, PA3 2SJ. Consequently the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS 1 (revised 1996).

The Company is also exempt under the terms of FRS 8 from disclosing related party transactions with entities that are part of the First Milk Limited Group.

2. TURNOVER

Turnover, which is stated net of value added tax, represents the invoiced amount of goods sold and delivered during the year.

The majority of turnover is to the UK with the remaining £3,522,749 (2011 £604,011) being to Continental Europe.

3. ADMINISTRATIVE EXPENSES

The non-recurring administrative expenses in 2012 are costs relating to the amortisation of debt issue costs (£313k) and restructuring and redundancy costs (£134k). Non-recurring administrative expenses in 2011 are costs relating to restructuring and redundancy costs (£542k).

4. OPERATING PROFIT

Operating profit is stated after charging/(crediting)

	<u>2012</u>	<u>2011</u>
	£	£
Amortisation of goodwill	28,000	-
Depreciation on tangible fixed assets		
- owned	4,901,475	4,637,780
Operating lease rentals		
- plant and equipment	339,299	319,466
Auditors' remuneration		
- audit services	50,380	45,000
- tax advisory services	-	5,000
Gain on sale of fixed assets	-	(73,785)

5. DIRECTORS' REMUNERATION

	<u>2012</u>	<u>2011</u>
	£	£
Amounts paid to directors in respect of their services to the Company		
Emoluments	120,215	121,866
Pension contributions	<u>22,032</u>	<u>16,344</u>
	<u>142,247</u>	<u>138,210</u>

Benefits are accruing to 1 director in respect of a defined contributions scheme (2011 1)

The emoluments (excluding pension contributions in respect of a defined contributions scheme) of the highest paid director in 2012 was £120,215 (2011 £121,866)

The other 4 directors receive remuneration for services to the First Milk Limited Group, of which The First Milk Cheese Company Limited is a member, but the proportion attributable to The First Milk Cheese Company Limited is not separately identifiable. Full disclosure is made in the financial statements of First Milk Limited.

6. STAFF COSTS

	<u>2012</u>	<u>2011</u>
	£	£
Wages and salaries	14,085,927	11,939,963
Social security costs	1,343,816	1,185,112
Pension costs	<u>640,085</u>	<u>658,996</u>
	<u>16,069,828</u>	<u>13,784,071</u>
Employee numbers	No	No
Administration	75	52
Production	<u>439</u>	<u>356</u>
	<u>514</u>	<u>408</u>

7. INTEREST RECEIVABLE AND SIMILAR INCOME

	<u>2012</u>	<u>2011</u>
	£	£
Bank interest	<u>2,485</u>	<u>2,241</u>

8. INTEREST PAYABLE AND SIMILAR CHARGES

	<u>2012</u>	<u>2011</u>
	£	£
Bank loans and overdraft	1,493,821	1,523,113
Interest on intercompany loan	<u>799,767</u>	<u>957,454</u>
	<u>2,293,588</u>	<u>2,480,567</u>

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

	<u>2012</u>	<u>2011</u>
	£	£
Current tax		
Current tax charge	<u>-</u>	<u>-</u>
Deferred tax		
Timing differences	(300,886)	860,416
Adjustment to prior year period	(7,262)	-
Rate change adjustment	<u>(55,094)</u>	<u>(144,434)</u>
Tax on (loss)/profit on ordinary activities	<u>(363,242)</u>	<u>715,982</u>

The standard rate of tax for the year, based on the UK standard rate of corporation tax, is 26% (2011 28%) The actual tax charge for the current and previous year differs from the standard rate for the reasons set out in the following reconciliation

9. TAX ON (LOSS)/PROFIT ON ORDINARY ACTIVITIES (CONTINUED)

	<u>2012</u>	<u>2011</u>
	£	£
(Loss)/profit on ordinary activities before taxation	<u>(2,016)</u>	<u>3,870,794</u>
Tax on (loss)/profit on ordinary activities at standard rate	(524)	(1,083,822)
<i>Factors affecting the charge/(credit) for the year</i>		
Non taxable income	(20,495)	-
Expenses not deductible for tax purposes	474,660	(167,207)
Depreciation in excess of capital allowances	(366,966)	88,514
Timing Differences	<u>(86,675)</u>	<u>1,162,515</u>
Total actual amount of current tax charge/(credit)	<u>-</u>	<u>-</u>

In addition to the changes in rates of Corporation tax disclosed within the note on taxation, a number of further changes to the UK Corporation tax system were announced in the March 2012 UK Budget Statement. Legislation to reduce the main rate of Corporation tax from 24% to 23% from 1 April 2013 is expected to be included in the Finance Act 2012. Further reductions to the main rate are proposed to reduce the rate by 1% per annum to 22% by 1 April 2014. These further changes had not been substantively enacted at the balance sheet date and therefore are not included in these financial statements.

10. INTANGIBLE FIXED ASSETS

	<u>2012</u>	<u>2011</u>
	£	£
Cost:		
At 1 April 2011	-	-
Additions	<u>1,305,556</u>	<u>-</u>
At 31 March 2012	<u>1,305,556</u>	<u>-</u>
Accumulated amortisation:		
At 1 April 2011	-	-
Amortised in year	<u>28,000</u>	<u>-</u>
At 31 March 2012	<u>28,000</u>	<u>-</u>
Net book value		
At 31 March 2012	<u><u>1,277,556</u></u>	<u><u>-</u></u>
At 31 March 2011	<u><u>-</u></u>	<u><u>-</u></u>

On 1 October 2011 First Milk Cheese Company Limited purchased the business and assets of Kingdom Dairy Company Ltd, Kingdom Cheese Company Ltd, Kingdom Cheese Company (1999) Ltd and KCSUBCO 1 Ltd for a cash consideration of £3,900,000. Purchased goodwill relating to this transaction amounted to £1,305,556.

11. TANGIBLE FIXED ASSETS

	Freehold Land and Buildings	Plant, Equipment and Vehicles	Total
	£	£	£
Cost:			
As at 1 April 2011	8,578,768	34,855,698	43,434,466
Additions	917,772	5,258,796	6,176,568
Disposals	-	-	-
Transfers	1,989,454	3,945,549	5,935,003
As at 31 March 2012	<u>11,485,994</u>	<u>44,060,043</u>	<u>55,546,037</u>
Accumulated Depreciation:			
As at 1 April 2011	1,890,794	15,257,916	17,148,710
Charge for the year	585,534	4,315,941	4,901,475
Disposals	-	-	-
Transfers	325,558	1,606,104	1,931,662
As at 31 March 2012	<u>2,801,886</u>	<u>21,179,961</u>	<u>23,981,847</u>
Net book value at 31 March 2012	<u><u>8,684,108</u></u>	<u><u>22,880,082</u></u>	<u><u>31,564,190</u></u>
Net book value at 31 March 2011	<u><u>6,687,974</u></u>	<u><u>19,597,782</u></u>	<u><u>26,285,756</u></u>

12. STOCKS

	2012	2011
	£	£
Raw materials and consumables	5,093,945	3,125,340
Finished goods and goods for sale	<u>73,141,589</u>	<u>51,747,463</u>
	<u><u>78,235,534</u></u>	<u><u>54,872,803</u></u>

13. DEBTORS

	<u>2012</u>	<u>2011</u>
	£	£
Trade debtors	23,576,388	18,256,638
Amounts owed by group undertakings	8,411	2,375,349
Value added tax	887,817	793,255
Other debtors	786,345	416,081
Prepayments	663,623	1,987,476
Deferred tax asset (note 16)	<u>92,511</u>	<u>716,223</u>
	<u>26,015,095</u>	<u>24,545,022</u>

Loans owed by group undertakings are unsecured and bear interest at the London Inter-bank Offered Rate (LIBOR) plus 2.4%. There is no fixed repayment date.

14. CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR

	<u>2012</u>	<u>2011</u>
	£	£
Bank loan (note 15)	27,044,649	1,706,700
Trade creditors	4,154,854	2,954,040
Amounts owed to group undertakings	90,073,122	48,809,506
Other taxes and social security	687,667	600,373
Corporation Tax	199,414	-
Other creditors	237,334	696,324
Accruals and deferred income	<u>5,938,702</u>	<u>6,041,524</u>
	<u>128,335,742</u>	<u>60,808,467</u>

Included in amounts owed to group undertakings is a loan of £26,008,480 (2011: £25,050,000) advanced from the ultimate parent company. The loan bears interest at the London Inter-Bank offered rate (LIBOR) plus 2.4% (2011: 2.04%). Loans owed to group undertakings are unsecured and there is no fixed repayment date.

15 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	<u>2012</u>	<u>2011</u>
	£	£
Bank loans and facilities	<u>-</u>	<u>35,829,397</u>

The bank loans and facilities are repayable as follows

	<u>2012</u>	<u>2011</u>
	£	£
Within one year (note 14)	27,044,649	1,706,700
Within one to two years	-	34,976,047
Within two to five years	<u>-</u>	<u>853,350</u>
		37,536,097
Unamortised issue costs	<u>-</u>	<u>(1,048,862)</u>
	<u>27,044,649</u>	<u>36,487,235</u>

Bank borrowings at 31 March 2012 of £27,044,649 (2011 £37,536,097) are secured by fixed securities over certain Group assets, a floating charge over Scottish Milk Products Limited and a debenture over First Milk Limited and First Milk Cheese Company Limited

On 21 August 2012 the First Milk Group refinanced its bank borrowings replacing the existing bank debt. The refinanced bank debt is repayable at the year end date of 31 March 2012 as follows

	<u>2012</u>
	£
Within one year	1,254,876
Within one to two years	1,254,876
Within two to five years	<u>24,534,897</u>
	<u>27,044,649</u>

16. DEFERRED TAX

Deferred tax asset

	<u>2012</u>	<u>2011</u>
	£	£
Profit and loss account credit	716,223	715,982
Balance sheet movement on asset transfer	<u>(623,712)</u>	<u>241</u>
	<u>92,511</u>	<u>716,223</u>

Provided / (recognised)

	<u>2012</u>	<u>2011</u>
	£	£
The provision for deferred tax asset consists of the following amounts		
Accelerated capital allowances	588,900	97,767
Short term timing differences	129,732	148,229
Losses	<u>(811,143)</u>	<u>(962,219)</u>
	<u>(92,511)</u>	<u>(716,223)</u>

Not provided / (recognised)

	<u>2012</u>	<u>2011</u>
	£	£
Losses	<u>-</u>	<u>-</u>

17. OPERATING LEASE COMMITMENTS

Annual commitments under non-cancellable operating leases are as follows

	<u>2012</u>	<u>2011</u>
	£	£
In respect of plant and equipment		
Within one year	63,584	123,724
Within two to five years	321,302	56,385
Over five years	<u>-</u>	<u>98,174</u>
	<u>384,886</u>	<u>278,283</u>

18. CALLED UP SHARE CAPITAL

	<u>2012</u>	<u>2011</u>
	£	£
Authorised		
Ordinary shares of £1 each	<u>16,750,000</u>	<u>16,750,000</u>
Allotted and fully paid		
Ordinary shares of £1 each	<u>16,750,000</u>	<u>16,750,000</u>

19. PROFIT AND LOSS ACCOUNT

	£	£
As at 1 April 2011/2010	(7,232,700)	(11,819,476)
(Loss)/profit for the financial year	<u>(365,258)</u>	<u>4,586,776</u>
As at 31 March 2012/2011	<u><u>(7,597,958)</u></u>	<u><u>(7,232,700)</u></u>

20. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	£	£
As at 1 April 2011/2010	9,517,300	4,930,524
(Loss)/profit for the financial year	<u>(365,258)</u>	<u>4,586,776</u>
As at 31 March 2012/2011	<u><u>9,152,042</u></u>	<u><u>9,517,300</u></u>

21. IMMEDIATE AND ULTIMATE PARENT COMPANY

The immediate and ultimate parent company and the smallest and largest company into which the results are consolidated is First Milk Limited which is registered under the Industrial & Provident Societies Act 1965, Registration number 29199R. Copies of the financial statements of First Milk Limited are available from the Company Secretary, First Milk Limited, Cirrus House, Glasgow Airport Business Park, Marchburn Drive, Paisley, PA3 2SJ.