Directors' report and accounts for the year ended 31 March 2012

Registered number SC015256

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19/12/2012 COMPANIES HOUSE #123

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Company information

Directors

AF Thomson CHW Thomson DHE Thomson W Mutch

Secretary

W Mutch

Registered Office

Lang Stracht Mastrick Aberdeen AB15 6DF

Auditors

Henderson Loggie Chartered Accountants Royal Exchange Panmure Street Dundee DD1 1DZ

Solicitors

James & George Collie 1 East Craibstone Street Aberdeen

ABII 6YQ

Bankers

Bank of Scotland 35 Luna Place Dundee

Directors' report for the year ended 31 March 2012

The directors present their report and accounts for the year ended 31 March 2012.

Principal activities and review of the business

The company is a wholly owned subsidiary of D C Thomson and Company Limited. The company's principal activities are the printing and publishing of newspapers in Aberdeen and the North of Scotland.

The operating profitability of the company before taxation shows an improvement compared to the previous year. This improvement was primarily due to lower costs. The cost reductions came about from lower depreciation and impairment charges and no management charge from the parent company during the year.

Difficult trading conditions continued to exist and advertising revenues fell by 5% year on year. Circulation revenues were up by 3% year on year with the volume decline more than offset by the impact of cover price increases. Overall staff costs showed a reduction against last year as headcount fell. Operating profit, before impairment charges and other one off costs, for the year to 31 March 2012 are consistent with the previous year and margins also at the same level. The trading performance has, however, continued to have a positive impact on the company's finances and this is reflected in the improvement in overall net assets and liquidity.

The outlook for future trading remains challenging. Uncertainty both globally and nationally continues to have an impact on our performance. Our industry is responding to lower advertising and circulation and is undergoing a significant amount of change.

The company continues to devote appropriate resources to manage risks arising but also to exploit opportunities. The main commodity price risk the company faces is that of paper. The company enters into various arrangements as appropriate for their particular industry to manage effectively the cost of paper as far as possible.

There is competition in the market in which the company operates. The challenges facing the company and competitors alike is to respond to the change in the industry. The company continues to seek innovative ways of attracting new revenues whilst at the same time ensure control is exercised over the cost base. The internet offers the company, its competitors and the business segments it operates in a range of opportunities and threats.

The company continues to place considerable emphasis on environmental compliance and not only seek to ensure ongoing compliance with relevant legislation but also strives to ensure that environmental best practice is incorporated into its key processes. Wherever possible we will seek to eliminate use of hazardous chemicals. The company devotes management time to and reports on key environmental matters including specific energy consumption and packaging waste. No chemicals are discharged through the public waste system. Any effluent is removed by environmental recovery specialists. Increased security fencing and improved lighting has added to staff protection and building safety measures.

The company monitors forthcoming and current legislation regularly and continues to manage proactively the operational and reporting requirements arising from legislation and an increasing regulatory regime throughout its operations.

Directors' report for the year ended 31 March 2012 (continued)

Principal activities and review of the business (continued)

As discussed below, the company's staff resources are vital to its continued operational success and performance indicators are closely monitored including the number of accidents and time lost from injury, illness and otherwise. The company takes the safety of its staff very seriously and these indicators along with regular safety training and similar initiatives help ensure standards are maintained. During the year there were no reportable accidents in the company (2011-2).

Results and dividends

The profit for the year ended 31 March 2012 was £1,076 000 (2011 – loss £432,000). The directors have paid a final dividend of £nil per share (2011 - £Nil).

Directors

The directors of the company at the date of this report and during the year are shown on page 1. AA Scott resigned on 9 September 2011.

In 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 steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that.

Employees

It is the responsibility of management to encourage the involvement and participation of the employees in the company.

Management make every effort to ensure regular contact and exchange of information with staff. It is the company's policy to give full and fair consideration to suitable applications from disabled persons for employment. Where employees become disabled in the course of their employment, they will continue to be employed, wherever practicable, in the same job. If this is not practicable, every effort will be made to find suitable alternative employment and to provide appropriate training.

Donations

Charitable donations made by the company in the year amounted to £17,505 (2011 - £29,003). There were no political donations by the company in the year.

Approved by the board of directors and signed on behalf of the board by:

W Mutch

Secretary

24 October 2012

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Statement of directors' responsibilities

The directors are responsible for preparing the Directors' report and the accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. Under that law the directors have elected to prepare the accounts 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 accounts 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 those accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records 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 to enable them to ensure that the accounts 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 auditor's report to the shareholders of Aberdeen Journals Limited

We have audited the accounts of Aberdeen Journals 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).

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 auditors

As explained more fully in the directors' responsibilities statement (set out on page 4), the directors are responsible for the preparation of the accounts and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the accounts 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.

Scope of the audit

An audit involves obtaining evidence about the amounts and disclosures in the accounts sufficient to give reasonable assurance that the accounts are free from material misstatements, 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 accounts. In addition, we need all the financial and non-financial information in the directors' report to identify any material inconsistencies with the audited accounts. Should we become aware of any apparent material misstatements or inconsistencies, we consider the implications for our report.

Opinion on accounts

In our opinion the accounts:

- give a true and fair view of the state of the company's affairs as at 31 March 2012 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 accounts are prepared is consistent with the accounts.

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 company accounts 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.

Temoso Terry Allison (Senior Statutory Auditor) For and on behalf of Henderson Loggie **Statutory Auditor**

Dundee

24 October 2012

Profit and loss account for the year ended 31 March 2012

	2012	2011
Note	£000	£000
2	32,256	32,728
	(5,053)	(4,779)
	(13,751)	(13,847)
	(8,397)	(9,341)
	(3,532)	(5,233)
3	1,523	(472)
6	41	64
7	(5)	(104)
	1,559	(512)
8	(483)	80
	1,076	(432)
	2 3 6 7	Note £000 2 32,256 (5,053) (13,751) (8,397) (3,532)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no gains or losses other than the profit for the financial year of £1,076,000 (2011 - loss of £432,000). Such profits represent the only movement on shareholder funds.

Balance sheet at 31 March 2012

			2012		2011
	Note	£000	£000	£000	£000
Fixed assets	9		5,436		8,213
Tangible assets	,		3,430		0,213
Current assets					
Stocks	10	359		427	
Debtors	11	4,650		4,211	
Cash at bank and in hand		6,261		2,209	
		11,270		6,847	
Creditors					
Amounts falling due within one	12	(2.166)		(2.652)	
year	12	(3,166)		(2,653)	
Net current assets			8,104		4,194
Total assets less current liabilitie	es		13,540		12,407
Creditors					
Amounts falling due after more					(10.000)
than one year	12		(13,153)		(12,936)
Provision for liabilities					
Deferred taxation	13		-		(160)
Net assets/(liabilities)			387		(689)
Net assets/(natimities)			====		======
Capital and reserves					
Called up share capital	14		10		10
Profit and loss account	15		377		(699)
Shareholder's funds			387		(689)

These accounts were approved by the board of directors on 24 October 2012 and were signed on its behalf by:

W Mutch

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Director

Notes to the accounts

1 Accounting policies

Basis of accounting

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

The company has taken advantage of the exemption in Financial Reporting Standards No 1 from the requirement to produce a cash flow statement on the grounds that it is a subsidiary of DC Thomson & Company Limited which produces one which deals with the cash flows of the group.

Turnover

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of sales related taxes and discounts. Advertising revenue is recognised on the date of publication and sales revenue is recognised at point of sale less provisions for levels of expected returns.

Tangible fixed assets

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Leasehold land and buildings - over 25 years

Fixtures, plant and equipment and motor vehicles - 3 to 10 years straight line

Printing presses - 20 to 25 years straight line

Leasing

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

Stocks

Stocks are valued at the lower of cost and net realisable value. Where necessary, provision has been made for obsolete, slow-moving and defective stocks. Net realisable value is based on estimated selling price less all further costs to completion and all relevant marketing, selling and distribution costs.

Notes to the accounts (continued)

1 Accounting policies (continued)

Pensions

The defined benefit pension scheme is accounted for in line with FRS17 Retirement Benefits.

The company is unable to identify its share of the underlying assets and liabilities in the defined benefit scheme since the scheme includes members from other companies within the DC Thomson & Company Limited group. Under FRS17 the scheme is therefore accounted for as a defined contribution scheme by the company. The pension cost charge represents contributions payable by the company to the funds during the year.

Taxation

The tax expense represents the sum of the corporation tax and deferred tax charge for the year.

The tax currently payable is based on taxable profit for the year. The company's liability for current tax is calculated using the tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is measured on differences between the carrying amounts of assets and liabilities in the accounts and the corresponding tax bases, as used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable timing differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss accounts, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

3	Operating profit/(loss)	2012	2011
	•	£000	£000
	Operating profit/(loss) is stated after charging/(crediting):		
	Auditors' remuneration	15	14
	Auditors' remuneration for non-audit work	3	2
	Depreciation	3,532	2,233
	Impairment	•	3,000
	Rentals under operating leases:		
	- plant and machinery	165	158
	- other operating leases	414	284
	Loss/(gain) on sale of fixed tangible assets	26	(77)

Notes to the accounts (continued)

4	Employees Average number of staff employed by the company by activity: Administration and publishing Printing	No. 407 63 470	No. 432 69 501
	Total staff costs including directors comprised: Wages and salaries Social security costs Pension contribution	£000 12,626 924 200	£000 12,874 973
5	Directors' emoluments	13,751	13,847
	The emoluments of the directors of the company were as follows:		
	Aggregate emoluments Compensation for loss of office (including £200,000 pension contribution)	299 420	463
	Highest paid director	====	====
	Aggregate emoluments Compensation for loss of office (including £200,000 pension contribution)	186 420	248
		====	====

Of the directors at 31 March 2012 who received emoluments during the year, retirement benefits are accruing to one director under a defined benefit scheme (2011 - 3).

Notes to the accounts (continued)

6	Investment income		
		2012 £000	2011 £000
	Bank interest receivable	41	
		41 ===	64 ===
7	Interest payable		
	Finance lease interest payable	_	
		5 ====	104
8	Taxation on profit on ordinary activities		
	Corporation tax		
	Current year Prior years	1,011	856
	Thor years	(22)	-
		989	856
	Deferred taxation		
	Current year		
	Effects of change in tax rates and laws	(494) (12)	(863) (73)
		(506)	(936)
	Tax on profit/(loss) on ordinary activities	483	
			(80) =====
	Factors affecting tax charge for year		
	Profit/(loss) for the year before tax	1,559	(512)
	Tax on profit on ordinary activities at 26% (2011 - 28%)	405	(143)
	Factors affecting the charge:		(143)
	Disallowed expenses	_	
	Capital allowances timing differences	30	30
	Impairment of asset adjustment	576	129
	Prior year adjustment	(22)	840 -
		584	999
	Current tax charge		
		989	856
			====

Notes to the accounts (continued)

9	Tangible fixed assets			
		Long leasehold land and buildings £000	Fixtures, plant and machinery and motor vehicles £000	Total
	Cost	2000	2000	£000
	At 1 April 2011 Additions Disposals	3,946 - -	27,366 871 (739)	31,312 871 (739)
	At 31 March 2012	3,946	27,498	31,444
	Accumulated depreciation			
	At 1 April 2011 Disposals Charge for the year	1,259 - 162	21,840 (623) 3,370	23,099 (623) 3,532
	At 31 March 2012	1,421	24,587	26,008
	Net book value At 31 March 2012	2,525	2,911	5,436
	At 1 April 2011	2,687	5,526 =====	8,213
10	Stocks			
			2012 £000	2011 £000
	Raw materials and consumables Finished goods		359 -	341 86
			359	427
				====

Notes to the accounts (continued)

	D. L.		
11	Debtors	2012	2011
		£000	£000
	Amounts falling due within one year:		
	Trade debtors	3,852	3,658
	Prepayments and accrued income	452	462
	Other debtors	-	91
	Deferred tax	346	-
		4,650	4,211
12	Creditors Amounts falling due within one year:	2012 £000	2011 £000
	Trade creditors	439	386
	Corporation tax	430	254
	Other taxation and social security	585	303
	Accruals and deferred income	1,666	1,675
	Other creditors	46	35
		3,166	2,653
		=	
	Amounts falling due after more than one year:		
	Amounts owed to group undertakings	13,153	12,936
			=====

Notes to the accounts (continued)

13	Provisions for liabilities and charges		£000
	Deferred taxation		2000
	Accelerated capital allowances		
	At 1 April 2011		(160)
	Movement in the year (note 8)		506
	At 31 March 2012 – asset (note 11)		346
			====
14	Called up share capital	2012	2011
		£000	£000
	Allotted and fully paid		
	10,001 ordinary shares of £1 each	10	10
	•	===	===
15	Profit and loss account		£000
	At 1 April 2011		(699)
	Profit for the year		1,076
	At 31 March 2012		377
	IN VI MANNE VIE MVIM		=====

16 Financial commitments

Operating leases

The amounts payable next year under non cancellable operating leases are:

	31 March 2012		31 March 2011	
	Land and		Land and	
	buildings	Other	buildings	Other
	£000	£000	£000	£000
Operating leases which expire				
- within one year	9	22	28	51
- between two and five years	6	110	26	22
- after five years	194	-	264	-
	209	132	318	73
	====	=		====
Capital commitments				
•			2012	2011
			£000	£000
Contracted for but not provided			-	37
			===	===

Notes to the accounts (continued)

17 Pension arrangements

Aberdeen Journals Limited is a participating employer in its parent company scheme. The actuary is unable to provide separate asset valuations for the parent and Aberdeen Journals Limited so, in accordance with FRS17, these individual companies are now accounted for as defined contribution schemes in their own company accounts.

In accordance with FRS17, information on the funding position of the group scheme is presented below. The asset arises from the previous funding in the DC Thomson scheme rather than the company's scheme and contribution levels for the company are set based upon its own employee funding requirements rather than collectively as part of the group scheme.

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	2012	2011
	£000	£000
Change in benefit obligation		
Benefit obligation at beginning of year	406,000	425,100
Current service cost	5,400	7,300
Interest cost	21,900	23,100
Actuarial losses/(gains)	29,600	(31,900)
Contributions - employee	400	400
Benefits paid	(22,100)	(18,000)
Benefit obligation at end of year - wholly funded	441,200	406,000
Change in plan assets		
Fair value of plan assets at beginning of year	593,000	559,000
Expected return on plan assets	40,200	37,700
Actuarial (gains)/losses	(4,300)	13,900
Contributions - employee	400	400
Benefits paid	(22,100)	(18,000)
Fair value of plan assets at end of year	607,200	593,000
Retirement benefit surplus	166,000	187,000

Notes to the accounts (continued)

17 Pension arrangements (continued)

	2012	2011
Retirement benefit surplus	£000	£000
Funded status	144,000	
Effect of IAS19 paragraph 58(b) limit	166,000 (65,200)	187,000
1 0 1(.)	(03,200)	(105,600)
Net amount recognised	100,800	81,400
	======	=====
Surplus		
	100,800	81,400 ======
		
Plan assets		
The weighted average asset allocations at the year end we	re as follows:	
Asset category	%	%
Equities	78 78	76 78
Bonds	19	15
Cash and annuities	3	7
		100
	100	100 =====
	£000	£000
Amounts included in the fair value of assets for:	2000	2000
Equities Bonds	473,600	462,600
Cash	115,400	88,900
Casii	18,200	41,500
	607,200	593,000
		====
Actual return on plan assets	35,900	51,600
	,- 00	51,000

Notes to the accounts (continued)

17 Pension arrangements (continued)

Weighted average assumptions used to determine benefit obligations

	2012	2011
	%	%
Discount rate	4.60	5.50
Rate of salary increase	4.20	4.65
Inflation rate (RPI)	3.20	3.50
Inflation rate (CPI)	2.50	3.00

Life expectancy at age 65 is assumed at 23 years for males and 26 years for females.

Weighted average assumptions used to determine net pension cost for year

Discount rate	5.50	5.50
Expected long term return on plan assets	6.90	6.85
Rate of salary increase	4.50	4.60
Inflation rate (RPI)	3.50	3.60
Inflation rate (CPI)	3.00	3.60

To develop the expected long term rate of return on assets assumption, the company considered the current level of expected returns on risk free investments (primarily government bonds), the historical level of the risk premium associated with the other asset classes in which the portfolio is invested and the expectations for the future returns of each asset class. The expected return for each asset class was then weighted based on the target asset allocation to develop the expected long term rate of return on assets assumption to the portfolio. For 2013 this resulted in the selection of the 5.8% assumption.

History

,	2012	2011	2010	2009
	£000	£000	£000	£000
Benefit obligation at end of year	441,200	406,000	425,100	316,400
Fair value of plan assets at end of year	607,200	593,000	559,000	438,300
Surplus	166,000	187,000	133,900	121,900
Difference between expected and actual rescheme assets: amount (£000) percentage of scheme assets	4,300	13,900 2%	109,800 20%	(13 8 ,300) (32%)
Experience gains and losses on scheme liabilities:	170	270	2070	(3274)
amount (£000) percentage of scheme liabilities	2,700 1%	17,300 4%	2,500 1%	(20,700) (7%)

Stakeholder pensions

The company provides access to a stakeholder pension plan for relevant employees who are not eligible for other pension schemes operated by the company.

Notes to the accounts (continued)

18 Related party transactions

The company has taken advantage of the exemption under FRS8 Related Party Disclosure not to disclose related party transactions between companies which are wholly owned by the ultimate parent company during the year.

19 Ultimate parent company and ultimate controlling party

The company is wholly owned by DC Thomson & Company Limited, the ultimate parent company. There is no individual controlling party.