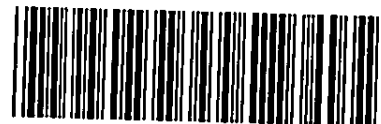


**ABERDEEN ASSET MANAGEMENT
POOLED PENSIONS LIMITED
(Formerly Credit Suisse Pooled
Pensions Limited)**

REPORTS AND FINANCIAL STATEMENTS

9 MONTHS TO 30 SEPTEMBER 2009

WEDNESDAY



A05 *ALPMBGMJ* 259
13/01/2010
COMPANIES HOUSE

COMPANY REGISTRATION NUMBER: 2822434

Board of Directors

C G Little
G R Marshall
A Blakeley
P E Skerrett
G A White

Company Secretary

Aberdeen Asset Management PLC

Actuarial Function Holder

R J Hall of Watson Wyatt Limited

Registered Office

1 Bow Churchyard
London, EC4M 9HH

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED **(Formerly Credit Suisse Pooled Pensions Limited)**

DIRECTORS' REPORT FOR THE PERIOD ENDED 30 SEPTEMBER 2009

The directors present their report and the audited Financial Statements for the nine months ended 30 September 2009.

International Financial Reporting Standards

Aberdeen Asset Management Pooled Pensions Limited's 2009 annual accounts have been prepared in accordance with International Financial Reporting Standards ('IFRS') as adopted for use in the European Union ('EU'). The Company consolidates subsidiaries when the substance of the relationship between the Company and the subsidiary indicates that the subsidiary is controlled by the Company in accordance with the SIC 12

Business Review

The Company is authorised by the FSA to conduct Classes I (Life & Annuity), III (Linked Long Term) and VII (Pension Fund Management) of long term insurance business.

The principal activity of the Company is the selling of unit linked assurance policies to medium sized pension schemes. Policyholders purchase units in pooled funds operated by the Company. In this way they are able to access a range of different investment opportunities and invest into a mix of funds with a variety of exposures to different financial products and markets depending on the risk appetite of the individual policyholder. The value of assets under management is subject to market fluctuations which impacts revenues earned. There are no conventional non-profit or with-profit contracts and no retail type insurance policies. The Company does not bear any insurance risk as all benefits of the policies are tied to assets in the underlying internal linked funds by unit linking.

In practice the Company serves as an efficient delivery mechanism of investment services to the Aberdeen Asset Management Group's institutional pension scheme clients (both defined benefit and defined contribution).

During the 9 months to 30 September 2009 net business outflows amounted to £137 million, and this is reflected in the overall fall in net assets as highlighted in the Performance review below.

Profile

Aberdeen Asset Management PLC ("AAM") is the direct parent of the Company having taken over control on 1st July 2009 from the previous owner, Credit Suisse Asset Management (UK) Holdings Limited, an indirect wholly owned subsidiary of Credit Suisse Group AG which is domiciled in Switzerland. On this date the Company's name was changed to Aberdeen Asset Management Pooled Pensions Limited from its previous name, Credit Suisse Pooled Pensions Limited and the Company's financial reporting date was changed to 30 September in order to bring the Company's accounting reference date in line with that of AAM. As a result, the financial statements for the current period are presented covering the nine months ended 30 September 2009, with comparative figures representing the twelve month period ended 31 December 2008.

During July and August 2009 the Company reorganised the assets within each of its pooled funds and entered into a reinsurance agreement with another life company in the AAM Group, Aberdeen Asset Management Life and Pensions Limited. As a result of this agreement over 80% of the liabilities of the Company were reinsured as at 30 September 2009. The value of assets subject to these arrangements at 30 September 2009 amounted to £302 million.

From 1 July 2009 Management Services, Investment Management Services, Custody & Administration Services and Transfer Agency Services were provided to the Company by other companies within the AAM Group and Actuarial Services were provided by Watson Wyatt. From 1 August 2009 the Custody & Administration Services were provided by State Street and the Transfer Agency Services by IFDS.

AAM has now initiated an exercise to transfer the business of the Company to another life company within the AAM Group, Aberdeen Asset Management Life and Pensions Limited ("AAMLPL"). If it is considered to be cost effective, this will be achieved by means of a Part VII Scheme under the terms of the FSMA 2000 which requires the transfer to be approved by the Court.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED **(Formerly Credit Suisse Pooled Pensions Limited)**

DIRECTORS' REPORT FOR THE PERIOD ENDED 30 SEPTEMBER 2009

Provision of services

The Company has no employees. Services to the Company are provided by outsourcers as follows:

- Management Services by Aberdeen Asset Management PLC;
- Investment Management by Aberdeen Asset Managers Limited;
- Custody & Administration by State Street Bank and Trust Company;
- Transfer Agency by International Financial Data Services Limited; and
- Actuarial Function by Watson Wyatt Limited.

Key Performance Indicators

Performance

The net operating income for the Group for the nine months to 30 September 2009 was £384,000 (Year to 31 December 2008: £2.3 million). The Group's total operating expenses for the nine months to 30 September 2009 were £209,000 (Year to 31 December 2008: £1.5 million). The profit attributable to shareholders for the nine months to 30 September 2009 was £126,000 (Year to 31 December 2008: Profit £0.6 million)

At 30 September 2009, the Group had total assets of £396.4 million (At 31 December 2008: £494.3 million) and total shareholders equity of £7.0 million (at 31 December 2008: £6.9 million)

Total assets under management at 30 September 2009 were £377 million (inclusive of amounts subject to reinsurance arrangements referred to in the Business Review above), representing a decrease of 15% from the figure of £445 million as at 31 December 2008. The largest part of this decline can be explained by the net business outflows in the period which amounted to £137 million.

During the period no further funds were added to the existing range while two funds were closed, the Equity Income Fund and the Global Equity (50:50) Fund.

Capital resources and solvency

The Company has maintained capital resources at a high multiple of the capital resources requirement over the period. The capital resources at 30 September 2009 amounted to £5.5 million, which exceeds the capital resources requirement by £3.0 million.

Dividend

No dividend was paid during the financial period, and the directors do not recommend the payment of a dividend for the period to 30 September 2009. (Year to 31 December 2008: £nil)

Risk management

The Company's financial risk management objectives and policies and the exposure of the Company to credit risk, liquidity risk and market risk are outlined in Note 18 to the Financial Statements.

Treating customers fairly ("TCF")

The Board is committed to TCF and has established a TCF Committee to oversee the development of TCF in all areas of the Company's operations. This Committee reviews events and developments in the context of the Company that relate to TCF and follows these up where it is considered appropriate. The TCF Committee reports on its activities to each Board meeting.

Management Information is produced each month and circulated to Board members. This includes specific material to highlight where TCF has been considered in the Company's operations. The Board also considers the TCF aspects of product developments and significant process changes as part of its ongoing supervisory role.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

(Formerly Credit Suisse Pooled Pensions Limited)

DIRECTORS' REPORT FOR THE PERIOD ENDED 30 SEPTEMBER 2009

Directors

The Directors of the Company at 30 September 2009 were as follows:

C G Little (Non-executive Chairman)
G R Marshall (Chief Executive)
A Blakeley (Executive Director)
P E Skerrett (Non-executive Director)
G A White (Executive Director)

Changes to the directorate since 31 December 2008 and up to the date of this report are as follows:

Appointments

C G Little (appointed 1 July 2009)
G R Marshall (appointed 1 July 2009)
A Blakeley (appointed 1 July 2009)
P E Skerrett (appointed 1 July 2009)
G A White (appointed 1 July 2009)

Resignations

P T Griffiths (resigned 1 July 2009)
N R Hill (resigned 1 July 2009)
J D F Ide (resigned 1 July 2009)
S C Smith (resigned 1 July 2009)
C A Taylor (resigned 1 July 2009)
M S Tickle (resigned 1 July 2009)
G N Withers (resigned 1 July 2009)

None of the directors who held office at the end of the financial period had a beneficial interest, at any time during the financial period, in the shares of the Company, or had any disclosable interest in the shares of Aberdeen Asset Management group companies or Credit Suisse group companies.

Actuarial function

Mr R J Hall of Watson Wyatt Limited was appointed as the Actuarial Function Holder on 1 July 2009. Prior to 1 July 2009, the position was held by Mr P A Leandro of Barnett Waddingham LLP.

Company secretary

Aberdeen Asset Management PLC was appointed as Company Secretary on 1 July 2009, at which date the previous Company Secretary, Paul E Hare, resigned. The Company's registered office was also changed at this time.

Donations

In the course of the nine months to 30 September 2009 the Company did not make any charitable donations. (Year to 31 December 2008: £nil)

Equal opportunities

The Aberdeen Asset Management Group is committed to providing equal opportunities, both for existing employees and for new applicants, and seeks to ensure that the workforce reflects, as far as is practicable, the diversity of the many communities in which the Group operates. It is the Group's policy to give full and fair consideration to applications for employment from disabled persons, having regard to their particular aptitudes and abilities. For the purposes of training, career development and promotion, disabled employees, including anyone who may become disabled during the course of his or her employment, are treated on equal terms with other employees. The Group operates a zero tolerance policy to harassment and bullying. Details of the Group's equal opportunities policy is available on the Aberdeen Asset Management PLC website and this policy is supplemented by specific policies that reflect local employment legislation and expectations.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED
(Formerly Credit Suisse Pooled Pensions Limited)

DIRECTORS' REPORT FOR THE PERIOD ENDED 30 SEPTEMBER 2009

Disclosure of information to auditors

The directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware; and each director has 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.

Auditors

Pursuant to Section 487 of the Companies Act 2006, KPMG Audit Plc will be deemed to be reappointed and will therefore continue in office as the Company's auditor.

By Order of the Board of Directors on this 21st December 2009



For Aberdeen Asset Management PLC
Secretaries

1 Bow Churchyard
London, EC4M 9HH

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

(Formerly Credit Suisse Pooled Pensions Limited)

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 group and parent company financial statements for each financial period. Under that law they have elected to prepare both the group and parent company financial statements in accordance with IFRSs as adopted by the EU 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 group and parent company and of their profit or loss for that period. In preparing each of the group and parent company financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRS as adopted by the EU; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and parent company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the parent company's transactions and disclose with reasonable accuracy at any time the financial position of the parent company and enable them to ensure that its financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Under applicable law and regulations, the Directors are also responsible for preparing a Directors' Report and a business review.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

We have audited the financial statements of Aberdeen Asset Management Pooled Pensions Limited for the nine months ended 30 September 2009 set out on pages 9 to 36. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU and, as regards the parent company financial statements, as applied in accordance with the Companies Act 2006.

This report is made solely to the company's members, as a body, in accordance with sections 495 and 496 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 6, 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 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

A description of the scope of the audit of financial statements is provided on the APB's web-site at www.frc.org.uk/apb/scope/UKNP.

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the group and parent company's affairs as at 30 September 2009 and of the group's profit for the period then ended;
- the group financial statements have been properly prepared in accordance with IFRSs as adopted by the EU;
- the parent company financial statements have been properly prepared in accordance with IFRS as adopted by the EU and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements 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 period for which the financial statements are prepared is consistent with the financial statements.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED (continued)

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.



**D Cazeaux (Senior Statutory Auditor)
For and on behalf of KPMG Audit Plc,
Statutory Auditor
Chartered Accountants
8 Salisbury Square
London EC4Y 8BB**

21st December 2009

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

GROUP INCOME STATEMENT FOR THE PERIOD 30 SEPTEMBER 2009

	Note	9 months to 30 September 2009 £000	Year to 31 December 2008 £000
Interest income	4	246	433
Interest expense	4	-	(173)
Net interest income		246	260
Net commissions and fees	5	943	2,612
Net trading revenues	6	(805)	(540)
Net non-interest revenues		138	2,072
Net operating income		384	2,332
Operating expenses	5	(209)	(1,504)
Total operating expenses		(209)	(1,504)
Profit before tax		175	828
Income tax charge	7	(49)	(245)
Profit after tax		126	583
Profit attributable to equity holders of the Company		126	583

The notes on pages 16 to 36 form an integral part of these Financial Statements.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

GROUP BALANCE SHEET AS AT 30 SEPTEMBER 2009

		30 September 2009 £000	31 December 2008 £000
	Note		
Assets			
Investments	8	7,679	-
Cash and cash equivalents	9	5,896	32,773
Reinsurance assets	6	302,470	-
Other financial assets held at fair value through profit and loss	6	78,799	454,023
Other loans and receivables	10	1,435	6,006
Current tax assets	7	164	1,490
Total assets		396,443	494,292
Liabilities			
Other financial liabilities held at fair value through profit and loss	6	377,493	469,577
Third party interests in consolidation of funds	11	6,932	4,883
Current tax liability	7	-	522
Deferred tax	14	436	-
Other liabilities at amortised cost	12	4,556	12,410
Total liabilities		389,417	487,392
Shareholders' equity			
Called-up share capital	13	1,000	1,000
Retained earnings		6,026	5,900
Total shareholders' equity		7,026	6,900
Total liability and shareholders' equity		396,443	494,292

These Financial Statements were approved by the Board of Directors on 21st December 2009



Signed by A Blakeley for and on behalf of the Board of Directors on 21st December 2009.

The notes on pages 16 to 36 form an integral part of these Financial Statements.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

COMPANY BALANCE SHEET AS AT 30 SEPTEMBER 2009

	Note	30 September 2009 £000	31 December 2008 £000
Assets			
Investments	8	7,679	-
Cash and cash equivalents	9	86	27,914
Reinsurance assets	6	302,470	-
Other financial assets held at fair value through profit and loss	6	74,859	444,998
Other loans and receivables	10	592	4,648
Current tax assets	7	164	1,490
Total assets		385,850	479,050
Liabilities			
Other financial liabilities held at fair value through profit and loss	6	377,493	469,576
Current tax liability	7	-	522
Deferred tax	14	436	-
Other liabilities at amortised cost	12	895	2,052
Total liabilities		378,824	472,150
Shareholders' equity			
Called-up share capital	13	1,000	1,000
Retained earnings		6,026	5,900
Total shareholders' equity		7,026	6,900
Total liability and shareholders' equity		385,850	479,050

For the period ended 30 September 2009, £126,000 of profits (Year to 31 December 2008: £583,000 profits) attributable to Shareholders has been dealt with in the accounts of the Company.

These Financial Statements were approved by the Board of Directors on 21st December 2009



Signed by A Blakeley for and on behalf of the Board of Directors on 21st December 2009.

The notes on pages 16 to 36 form an integral part of these Financial Statements.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

GROUP STATEMENT OF CHANGES IN EQUITY FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2009

	Called-up share capital £000	Retained earnings £000	Total shareholders' equity £000
Balance as at 1 January 2009	1,000	5,900	6,900
Net profit for the period	-	126	126
Balance as at 30 September 2009	1,000	6,026	7,026

GROUP STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2008

	Called-up share capital £000	Retained earnings £000	Total shareholders' equity £000
Balance as at 1 January 2008	1,000	5,317	6,317
Net profit for the year	-	583	583
Balance as at 31 December 2008	1,000	5,900	6,900

The notes on pages 16 to 36 form an integral part of these Financial Statements.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2009

	Called-up share capital £000	Retained earnings £000	Total shareholders' equity £000
Balance as at 1 January 2009	1,000	5,900	6,900
Net profit for the period	-	126	126
Balance as at 30 September 2009	1,000	6,026	7,026

COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2008

	Called-up share capital £000	Retained earnings £000	Total shareholders' equity £000
Balance as at 1 January 2008	1,000	5,317	6,317
Net profit for the year	-	583	583
Balance as at 31 December 2008	1,000	5,900	6,900

The notes on pages 16 to 36 form an integral part of these Financial Statements.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

GROUP CASH FLOW STATEMENT FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2009

	Note	9 months to 30 September 2009 £000	Year to 31 December 2008 £000
Cash flows from operating activities			
Profit before taxation		175	828
Items not requiring cash included in profit for the period/year:			
Net interest income		(246)	(260)
Adjustments for:			
Net decrease in linked assets		72,754	336,072
Net decrease (increase) in other loans and receivables		4,960	(168)
Net decrease in linked liabilities		(92,084)	(307,572)
Net decrease in other liabilities		(8,375)	(2,590)
Net increase (decrease) in third party interests in consolidation of funds		2,049	(20,472)
		(20,767)	5,838
Interest received		243	433
Interest paid		-	(173)
Purchase of investments		(7,679)	-
Income tax received		1,326	254
Net cash generated in operating activities		(26,877)	6,352
Net (decrease) increase in cash and cash equivalents		(26,877)	6,352
Cash and cash equivalents at 1 January		32,773	26,421
Cash and cash equivalents at 30 September 2009/31 December 2008	9	5,896	32,773

The notes on pages 16 to 36 form an integral part of these Financial Statements.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

COMPANY CASH FLOW STATEMENT FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2009

	Note	9 months to 30 September 2009 £000	Year to 31 December 2008 £000
Cash flows from operating activities			
Profit before taxation		175	828
Items not requiring cash included in profit for the year:			
Net interest income		(246)	(260)
Adjustments for:			
Net decrease in linked assets		67,669	324,372
Net decrease (increase) in other loans and receivables		4,445	(2,670)
Net decrease in linked liabilities		(92,083)	(307,573)
Net (decrease) increase in other liabilities		(1,678)	666
		(21,718)	15,363
Interest received		243	433
Interest paid		-	(173)
Purchase of investments		(7,679)	-
Income tax received		1,326	255
Net cash generated in operating activities		(27,828)	15,878
Net (decrease) increase in cash and cash equivalents		(27,828)	15,878
Cash and cash equivalents at 1 January		27,914	12,036
Cash and cash equivalents at 30 September 2009/31 December 2008	9	86	27,914

The notes on pages 16 to 36 form an integral part of these Financial Statements.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

1. General

Aberdeen Asset Management Pooled Pensions Limited is a company domiciled in Great Britain. The address of the Company's registered office is 1 Bow Churchyard, London EC4M 9HH.

2. Accounting policies

a) Statement of compliance

The Group and Company consolidated Financial Statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006.

Pursuant to the exemption provided under the Companies Act 2006 Section 408, a separate income statement of the parent company has not been included as part of these Financial Statements.

b) Basis of preparation

The Consolidated Financial Statements are presented in Great British Pounds ('£' or 'GBP'), rounded to the nearest thousand. They are prepared on the historical cost basis except that the following assets and liabilities are stated at their fair value: financial instruments held for trading and financial instruments designated by the Group as at fair value through profit and loss.

The preparation of financial statements in conformity with Adopted IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. Critical accounting estimates and judgments applied to these Financial Statements are set out in Note 3.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of revision and future periods if the revision has a significant effect on both current and future periods.

Standards and Interpretations effective in the current period

The Group adopted the following interpretations as of 1 January 2008,

- Amendments to IFRS 7 – Improving disclosures about Financial Instruments

The amended standard requires additional disclosures about fair value measurement and liquidity risk. Fair value measurements are disclosed by source of inputs using a three level fair value hierarchy, by class, for all financial instruments recognised at fair value. In addition, a reconciliation between the beginning and ending balance for Level 3 fair value measurements is required, as well as disclosure of significant transfers between different levels in the fair value hierarchy. A change made to a valuation technique must be disclosed together with the reason for making the change. The amendments also clarify the requirements for liquidity risk disclosures with respect to derivative transactions and assets used for liquidity management. The fair value measurement disclosures are presented in Note 18. The liquidity risk disclosures are not significantly impacted by the amendments and are presented in Note 18. Comparative information is not provided for these new disclosures.

- IFRIC 11 'IFRS 2 - Group and Treasury Share Transactions';
- Amendments to IAS 39 'Financial Instruments: Recognition and Measurement'; and IFRS 7 'Financial Instruments: Disclosures' regarding reclassification of financial assets.

The application of these interpretations had no significant effect on the consolidated or separate financial statements.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

2. Accounting policies (continued)

Standards and Interpretations not applied

The International Accounting Standards Board has issued the following standards, relevant to the Group, which have not yet been applied and have an effective date after the date of these Financial Statements.

		Effective date
Endorsed and available for early adoption:		
IAS 27	Consolidated and Separate Financial statements – Cost of an Investment in a Subsidiary, Jointly-Controlled Entity or Associate	23 January 2009
IFRS 3	Business Combinations – Comprehensive revision on applying the acquisition method.	1 July 2009
Standards and interpretations not endorsed:		
IAS 27	Consolidated and Separate Financial statements – Consequential amendments arising from changes to IFRS 3.	1 January 2010

The Directors do not anticipate that the adoption of these standards will materially impact the Group's financial results in the period of initial application although there will be revised presentations to the primary financial statements and additional disclosures. No material impact on the Group is expected to arise from any other standards which are available for early adoption. Any future business combinations will be affected by the revisions to IFRS 3. The accounting policies have been applied consistently by Group entities.

c) Basis of consolidation

The Consolidated Financial Statements include the results and positions of the Company and its subsidiaries (including special purpose entities). The Consolidated Financial Statements include the Income Statement, Balance Sheets, Cash Flow Statements, Statements of Changes in Equity and the related notes of the Group.

A subsidiary is an entity in which the Company holds, directly or indirectly, more than 50% of the outstanding voting rights, or which it otherwise has the power to control. Control is achieved where the Company has the power to govern the financial and operating policies of an investee entity so as to obtain benefits from its activities. The results of subsidiaries acquired are included in the Consolidated Financial Statements from the date that control commences until the date that control ceases.

The Company also consolidates subsidiaries when the substance of the relationship between the Company and the subsidiary indicates that the subsidiary is controlled by the Company in accordance with the SIC 12. Investment in subsidiaries are accounted for at cost in accordance with IAS 27, in the Company's stand alone accounts.

The effects of intercompany transactions and balances have been eliminated in preparing the Consolidated Financial Statements.

d) Foreign currency

The Company's functional currency is GBP. Transactions denominated in currencies other than GBP are translated at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at balance sheet date are translated to GBP at the foreign exchange rate ruling at that date. Foreign exchange differences arising from translation are recognised in the income statement.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

2. Accounting policies (continued)

e) Interest income and finance charge

Interest income and expense is recognised for all financial assets and liabilities measured at amortised cost using the effective interest method.

f) Revenue

Revenue comprises fees from investment management service contracts. Fees are recognised as revenue based on the stage of completion of the contracts. Recurring fees (including front-end fees received on regular contribution contracts) are recognised as earned on an accrual basis. Other fees received at the inception of a contract are deferred and recognised on a straight-line basis over the expected term of the contract since there is no evidence that any other method better represents the stage of completion of a contract.

g) Allocation of expenditure

Administrative expenses include amounts recharged from other Aberdeen Asset Management Group (Credit Suisse Group prior to change of control on 1 July 2009) subsidiary undertakings on a basis which appropriately reflects the costs applicable to the Company.

Pension related information is disclosed in the Financial Statements of the Company's parent undertaking, Aberdeen Asset Management PLC.

h) Income tax

Income tax on the profit or loss for the period comprises current and deferred tax.

Income tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case the income tax is recognised in equity. For items initially recognised in equity and subsequently recognised in the income statement, the related income tax initially recognised in equity is also subsequently recognised in the income statement.

Current tax is the expected tax payable on the taxable income for the period and includes any adjustment to tax payable in respect of previous years. Current tax is calculated using tax rates enacted or substantially enacted at the balance sheet date.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax-base. The principal temporary differences arise from the following: depreciation of property, plant and equipment, revaluation of certain financial assets and liabilities including derivative contracts and other employee compensation and benefits. The amount of deferred tax provided is based on the amount at which it is expected to recover or settle the carrying amount of assets and liabilities on the balance sheet, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend arises.

Information as to the calculation of income tax on the profit and loss for the periods presented is included in Note 7.

i) Cash and cash equivalents

For the purpose of preparation and presentation of the cash flow statement, cash and cash equivalents are defined as short-term, highly liquid instruments with original maturities of three months or less and that are held for the purpose of cash management.

Where cash is received or deposited as collateral, the obligation to repay or the right to receive that collateral is recorded in other assets or other liabilities.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

2. Accounting policies (continued)

j) Other loans and receivables

Other loans and receivables are recognised when cash is advanced to borrowers. They are initially recorded at fair value plus any directly attributable transaction costs and subsequently are amortised on an effective yield basis, less impairment losses. In the event of an impairment loss the effective yield will be re-estimated.

When calculating the effective yield, the Group estimates cash flows considering all contractual terms of the financial instruments including premiums, discounts, fees and transactions costs but not future credit losses.

The amount of the loan commitments reported represents the amount at risk should contracts be fully drawn upon.

k) Other liabilities

Other liabilities are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate.

l) Dividends

Dividends are recognised when declared as a reduction of equity along with the corresponding liability equalling the amount payable.

m) Investment contracts and other financial assets

Classification

Contracts under which the Company accepts significant insurance risk from another party (the policyholder) by agreeing to compensate the policyholder if a specified uncertain future event (the insured event) adversely affects the policyholder are classified as insurance contracts. Insurance risk is risk other than financial risk that is transferred from the holder of a contract to the issuer. Insurance risk is significant if, and only if, an insured event could cause the Company to pay significant additional benefits. Once a contract is classified as an insurance contract it remains classified as an insurance contract until all rights and obligations are extinguished or expire.

Contracts under which the transfer of insurance risk to the Company from the policyholder is not significant are classified as investment contracts.

Recognition and measurement

Investment contracts are recognised as financial liabilities in the balance sheet at fair value when the Company becomes party to their contractual provisions. Contributions received from policyholders are not recognised in profit or loss but are accounted for as deposits. Amounts paid to policyholders are recorded as deductions from the investment contract liabilities.

All investment contracts issued by the Company are designated by the Company on initial recognition as at fair value through profit or loss. This designation eliminates or significantly reduces a measurement inconsistency that would otherwise arise if these financial liabilities were not measured at fair value since the assets held to back the investment contract liabilities are also measured at fair value.

Changes in the fair value of investment contracts are included in profit or loss in the period in which they arise. The change in fair value represents reflect the excess of amounts paid over the investment contract liability released and the investment return credited to policyholders.

Valuation techniques are used to establish the fair value of the contracts at initial recognition and at the balance sheet date.

Linked contracts:

The fair value of linked investment contract liabilities is based on the fair value of the financial assets held within the appropriate unit-linked funds less the fair value of cash withdrawals to be made from the funds on the realisation of investment gains. The fair value of the future cash withdrawals is established using a discounted cash flow model.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

2. Accounting policies (continued)

Investment management service contracts:

The unit-linked investment contracts issued by the Group involve the provision of investment management services.

Investment contract receivables and payables:

Amounts due from and to policyholders and agents in respect of investment contracts are included in other receivables and payables.

Other loans and receivables are recognised when cash is advanced to borrowers. They are initially recorded at fair value plus any directly attributable transaction costs and subsequently are amortised on an effective yield basis, less impairment losses.

n) Financial instruments held as held at fair value through profit and loss

The Company has adopted the EU endorsed Fair Value Option amendment of IAS 39 which allows an entity to designate financial assets and liabilities as held at fair value through profit and loss either at transition to Adopted IFRS on January 1, 2006 or at the inception of the trade from that date forward. Financial assets and liabilities are only designated as held at fair value through profit and loss if the instruments contain a substantive embedded derivative, or when doing so results in more relevant information, because either:

(i) it eliminates or significantly reduces an inconsistency in measurement or recognition (sometimes referred to as 'an accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. This election is used for instruments that would otherwise be accounted for under an accrual method of accounting where their economic risks are hedged with derivative instruments that require fair value accounting. This election eliminates or significantly reduces the measurement mismatch between accrual accounting and fair value accounting;

(ii) a group of financial assets, financial liabilities or both is managed and its performance is evaluated on a fair value basis, in accordance with a documented risk management or investment strategy, and information about the group is provided internally on that basis to the entity's key management personnel. This election is used for instruments purchased or issued by business units that manage their performance on a fair value basis. For all instrument elected under this criterion, the business maintains a documented strategy that states that these instruments are risk managed on a fair value basis. Additionally, management rely upon the fair value of these instruments in evaluating the performance of the business.

The Fair Value Option has been applied to certain debt instruments, equity securities and loans and the related assets and liabilities are presented as 'other financial assets held at fair value through profit and loss' or 'other financial liabilities held at fair value through profit and loss' in the balance sheet. Once held this election is irrevocable. All fair value changes related to these financial instruments held at fair value through profit and loss are recognised in 'net trading revenues'.

The measurement bases for the investment contracts reflect changes in the fair value of the financial assets backing the contracts. Changes in the value of all investment contract liabilities are included in profit or loss.

o) Derivative financial instruments

All freestanding derivative contracts are carried at fair value in the balance sheet regardless of whether these instruments are held for trading or risk management purposes.

Derivatives classified as trading assets and liabilities include those held for trading purposes and those used for risk management purposes that do not qualify for hedge accounting. Derivatives held for trading purposes arise from proprietary trading activity and from customer-based activity, with changes in fair value included in 'Net trading revenues'.

The fair value recorded for derivative instruments does not indicate future gains or losses, but rather the unrealised gains and losses from valuing all derivatives at a particular point in time. The fair value of exchange-traded derivatives is typically derived from observable market prices and/or observable market parameters.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

3. Critical accounting estimates and judgements

Income taxes

Deferred tax valuation

Deferred tax assets and liabilities are recognised to reflect the estimated amounts of income tax recoverable / payable in future periods in respect of temporary differences and unused carry forward of tax losses and credits. For temporary differences, a deferred tax asset is recognised to the extent that it is probable that taxable income will be available against which the deductible temporary difference can be utilised. Similarly, a deferred tax asset is recognised on unused carry forward tax losses and credits to the extent that it is probable that future taxable profits will be available against which the unused carry forward tax losses and credits can be utilised.

Periodically, management evaluates the probability that taxable profits will be available against which the deductible temporary differences and unused carry forward tax losses and credits can be utilised. Within this evaluation process, management also considers tax-planning strategies. The evaluation process requires significant management judgement, primarily with respect to projecting future taxable profits.

Tax contingencies

Significant judgement is required in determining the effective tax rate and in evaluating certain tax positions. The Company may accrue for tax contingencies despite the belief that positions taken in tax returns are always fully supportable. Tax contingency accruals are adjusted due to changing facts and circumstances, such as case law, progress of audits or when an event occurs requiring a change to the tax contingency accruals. Management regularly assesses the appropriateness of provisions for income taxes. Management believes that it has appropriately accrued for any contingent tax liabilities

4. Net interest income

The following table sets forth the details of interest income and interest expenditure:

	9 months to 30 September 2009 £000	Year to 31 December 2008 £000
Interest income on cash and cash equivalents	246	430
Interest expense on bank overdrafts	-	(173)
Net interest income	246	260

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

5. Non-interest revenues and operating expenses

The following table sets forth the details of net commissions and fees:

	9 months to 30 September 2009 £000	Year to 31 December 2008 £000
Fund management fees	943	2,612
Net commissions and fees	943	2,612

The following table sets forth the details of total operating expenses:

	9 months to 30 September 2009 £000	Year to 31 December 2008 £000
Administrative expenses charged by other group companies	209	1,504
Total operating expenses	209	1,504

6. Trading activities

The following table sets forth the details of trading revenues:

	9 months to 30 September 2009 £000	Year to 31 December 2008 £000
Excess of benefit payments over account balance	33,022	63,415
Trading revenues	33,022	63,415
Investment expense on trading assets	33,827	84,427
Movement in third party debt	-	(20,472)
Net trading dividend expense	33,827	63,955
Net trading expense	805	540

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

6. Trading activities (continued)

Financial assets held at fair value through profit and loss

	Group 9 months to 30 September 2009 £000	Group Year to 31 December 2008 £000
Investment contracts:		
Debt instruments	224,906	258,949
Equity instruments	131,647	152,670
Forward derivatives	-	614
Futures derivatives	-	10,520
Other instruments	24,716	31,270
Total financial assets held at fair value through profit and loss	381,269	454,023

	Company 9 months to 30 September 2009 £000	Company Year to 31 December 2008 £000
Investment contracts:		
Debt instruments	224,906	259,546
Equity instruments	131,647	152,670
Forward derivatives	-	614
Futures derivatives	-	10,520
Other instruments	20,776	21,648
Total financial assets held at fair value through profit and loss	377,329	444,998

Financial assets for both Group and Company are stated inclusive of assets totalling £302 million which are subject to the reinsurance arrangements as described in the Directors' Report on page 2.

Financial liabilities held at fair value through profit and loss

	Group 30 September 2009 £000	Group 31 December 2008 £000
Forward derivatives	-	629
Futures derivatives	-	10,079
Linked investment contracts	377,493	458,869
Total financial liabilities held at fair value through profit and loss	377,493	469,577

	Company 30 September 2009 £000	Company 31 December 2008 £000
Forward derivatives	-	629
Futures derivatives	-	10,079
Linked investment contracts	377,493	458,868
Total financial liabilities held at fair value through profit and loss	377,493	469,576

The financial assets and liabilities have been designated at fair value to alleviate an accounting mismatch.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

6. Trading activities (continued)

Particulars of the Company's subsidiaries are shown below.

Subsidiary	Country of incorporation or registration	Type of business	% Held
Aberdeen Investor Funds ICVC – UK Gilt Fund	UK	OEIC	100%
Credit Suisse UK Real Estate Fund	Guernsey	Unit Trust	73%

Of the total amount of assets shown on pages 10 and 11, £379,889,000 (31 December 2008: £471,160,000) is attributable to the long-term business fund.

7. Taxation

a) Analysis of tax charge in the year

	9 months to 30 September 2009 £000	Year to 31 December 2008 £000
Total tax charge		
UK Corporation tax (credit)/charge on profit for the period at 28% (2008: 28.5%)	(387)	236
Adjustment in respect of prior periods	-	9
Deferred taxation	436	-
Total current tax payable	49	245

The total tax charge attributable to equity share holders' profits amounted to £42,000 (Year to 30 December 2008: £101,000)

b) Factors affecting the tax charge for the period

The following table is a reconciliation of taxes computed at the UK statutory rate of 28% (2008: 28.5%) to the actual income tax expense:

	9 months to 30 September 2009 £000	Year to 31 December 2008 £000
Profit before tax	175	828
Income tax charge computed at the UK statutory tax rate of corporation tax at the rate of 28% (2008: 28.5%)	49	236
Adjusted for the effects of:		
Adjustments to tax credit respect of previous years	-	9
Current tax charge for the period	49	245

The total taxation payable to HM Revenue and Customs amounts to £nil (2008: £0.5 million).
Tax recoverable due to the funds from tax paid on dividends amounted to £164,000 (2008: £1.5million).

The rate of UK corporation tax effective for the nine month period ending on 30 September 2009 was 28% (Year to 31 December 2008: 28.5%)

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

8. Investments

	Group & Company 30 September 2009 £000	Group & Company 31 December 2008 £000
Deposits with credit institutions including holdings in liquidity or money market funds	7,679	-
Total Investments	7,679	-

9. Cash and cash equivalents

	Group 30 September 2009 £000	Group 31 December 2008 £000
Cash at bank and in hand	5,896	32,773
Total cash and cash equivalents	5,896	32,773

	Company 30 September 2009 £000	Company 31 December 2008 £000
Cash at bank and in hand	86	27,914
Total cash and cash equivalents	86	27,914

Cash at bank and in hand earns interest at floating rates based on daily bank deposit rates. The book value of cash and cash equivalents approximates their fair value. The Company and Group's exposure to credit risk is represented by the carrying value of the assets.

10. Other loans and receivables

	Group 30 September 2009 £000	Group 31 December 2008 £000
Linked fund receivables	843	1,358
Other trading loans and receivables	592	4,648
Total other loans and receivables	1,435	6,006

	Company 30 September 2009 £000	Company 31 December 2008 £000
Other trading loans and receivables	592	4,648
Total other loans and receivables	592	4,648

The directors consider that the carrying amount of other loans and receivables approximates to their fair value.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

11. Third party interests in consolidation of funds

	Group 30 September 2009 £000	Group 31 December 2008 £000
Third party interests in consolidation of funds at the beginning of the year	4,883	25,355
Fund interest increase (decrease)	2,049	(20,472)
Third party interests in consolidation of funds at the end of the year	6,932	4,883

12. Other liabilities at amortised cost

	Group 30 September 2009 £000	Group 31 December 2008 £000
Linked fund payables	3,661	10,358
Other liabilities at amortised cost	895	2,052
Total other liabilities at amortised cost	4,556	12,410

	Company 30 September 2009 £000	Company 31 December 2008 £000
Other liabilities at amortised cost	895	2,052
Total other liabilities at amortised cost	895	2,052

The directors consider that the carrying amount of liabilities at amortised cost approximates to their fair value.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

13. Called-up share capital

	Group and Company 30 September 2009 £000	Group and Company 31 December 2008 £000
Authorised:		
10,000,000 ordinary shares of £1 each	10,000	10,000
Total authorised share capital	10,000	10,000

	Group and Company 30 September 2009 £000	Group and Company 31 December 2008 £000
Allotted, called-up and fully paid:		
1,000,000 ordinary shares of £1 each	1,000	1,000
Total allotted, called-up and fully paid share capital	1,000	1,000

The capital of the company is represented by 1,000,000 ordinary shares of £1 each.

The Company's lead regulator the Financial Services Authority (FSA) sets and monitors capital requirements for the Company. In implementing current capital requirements the FSA requires the Company to have capital in excess of its capital requirements under Long Term Insurance guidance.

Capital is calculated in two Tiers. Tier 1 is Share Capital, Share premium, Non-cumulative preference shares and audited reserves, adjusted to reflect differences in regulatory treatments for certain asset portfolios. Tier 2 is other preference shares and long term subordinated debt.

The capital balances and capital requirements are monitored on a yearly basis by the regulatory reporting departments of the Aberdeen Asset Management PLC group and the Directors of the Company.

The Company has complied with all externally imposed capital requirements throughout the year.

There were no changes in the Company's approach to capital management during the year.

As of 30 September 2009 £1,556,000 (31 December 2008: £nil) of the capital and reserves are not to be treated as realised profit under section 843 of the Companies Act 2006.

14. Provision for deferred tax

	Group 30 September 2009 £000	Group 31 December 2008 £000
Deferred tax – other timing differences	436	-
Balance carried forward	436	-

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

15. Related party transactions

The company is wholly owned by Aberdeen Asset Management PLC, a company registered in Scotland, is the Company's immediate controlling entity and is also the ultimate parent undertaking of the smallest group of undertakings for which group financial statements are drawn up. The Company was acquired by Aberdeen Asset Management PLC on 1st July 2009, and the company's previous owner was Credit Suisse Asset Management (UK) Holding Limited, and the previous ultimate holding company was Credit Suisse Group AG.

Copies of group financial statements prepared in respect of Aberdeen Asset Management PLC may be obtained from the Company Secretary at 10 Queen's Terrace, Aberdeen.

The following tables set forth the details of related party balances and transactions:

a) Related party assets and liabilities

Group

	Fellow Aberdeen Asset Management group Companies 30 September 2009 £000	Fellow Credit Suisse group Companies 31 December 2008 £000
Assets		
Cash at bank and in hand	-	447
Amounts owed by group companies	8	1,069
Reinsurance asset	302,470	-
Other financial assets held at fair value through profit and loss	5,861	53,348
Other loans and receivables	-	210
Total assets	308,339	55,074
Liabilities		
Amounts owed to group companies	9	1,653
Third party interests and consolidation of funds	-	-
Other liabilities at amortised cost	-	60
Total liabilities	9	1,713

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

15. Related party transactions (continued)

Company

	Fellow Aberdeen Asset Management group Companies 30 September 2009 £000	Fellow Credit Suisse group Companies 31 December 2008 £000
Assets		
Amounts owed by group companies	8	1,069
Reinsurance asset	302,470	-
Other financial assets held at fair value through profit and loss	5,861	53,945
Other loans and receivables	-	-
Total assets	308,339	55,014
Liabilities		
Amounts owed to group companies	9	1,653
Total liabilities	9	1,653

b) Related party revenues and expenses

Group and company

	Fellow Aberdeen Asset Management group Companies 30 September 2009 £000	Fellow Credit Suisse group Companies 30 September 2009 £000	Fellow Credit Suisse group Companies 31 December 2008 £000
Commission income received on behalf of group companies	-	-	1,744
Total non-interest revenues	-	-	1,744
Commission expense attributable to group companies	83	611	1,744
Reinsurance ceded charges	112	-	-
Total operating expenses	195	611	1,744

During the period the long term business funds of the Company have invested in a number of unit trusts and OEICs managed by fellow subsidiary undertakings. As at 30 September 2009, the long term business funds held units valued at £357.5m (At 31 December 2008: £75.6m held in units managed within the Credit Suisse group of companies).

16. Employees

The Company did not have any employees during the period (Year to 31 December 2008: nil).

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

17. Auditors' remuneration

	9 months to 30 September 2009 £000	Year to 31 December 2008 £000
Audit of these financial statements	55,000	65,000
Amounts receivable by the auditors and their associates in respect of :		
Other services pursuant to legislation	22,000	-
Total other loans and receivables	77,000	65,000

18. Financial risk management

a) Overview

The Aberdeen Asset Management group, of which the Company is a part, manages its risks under global policies. The Aberdeen Asset Management group's risk management policies are established to identify and analyse the risks faced by the group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the group's activities. The group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees are involved and understand their roles and obligations.

The Company's audit committee, which comprises all members of the Board, monitors compliance with the group's policies and procedures as they apply to the Company and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Company's audit committee meets not less than twice a year, to receive and consider reports on financial, internal controls and compliance matters.

Risk management oversight

The system of internal controls is embedded within the day to day operations of the group and is inherent to the group's culture which emphasises clear management responsibility and accountability.

The group Risk Management Committee, operating under terms of reference approved by the Aberdeen Asset Management PLC board, drives the process of reporting and managing critical risks, issues and high priority projects. It serves to reconcile the key risks and issue identified by Management with those identified by the group's monitoring functions. Any risks and issues relevant to the Company are reported to the Company. Additionally, the committee monitors the group's capital requirements as part of the Internal Capital Adequacy Assessment Process applicable to the group and in line with regulatory expectations. This will incorporate the Internal Capital Adequacy for the Company. Membership of the committee comprises Executive Directors of Aberdeen Asset Management PLC, Senior Management and the heads of department that fall within the risk division.

The Company has exposure to the following financial risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Currency risk
- Interest Rate risk

A significant element of the value of the Group's financial assets and liabilities relates to the Group's unit-linked pooled pension business. The risks and rewards associated with these assets and liabilities, fall to be borne by, or to the benefit of, the underlying policy holders. As a result, the investment contract liabilities reflected on the Balance Sheet are equal and opposite in value to the assets which are held on behalf of unit-linked policyholders. The Group has no direct exposure to fluctuations in the value of the assets arising from changes in market prices or credit default, although the revenue stream earned from managing these assets varies in line with the movement in assets held on behalf of clients.

The financial risk management disclosures specifically exclude policyholders' unit linked assets and liabilities as there is no direct risk to the Group from the associated financial instruments.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

18. Financial risk management (continued)

b) Credit risk

Overview

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The Company does not undertake lending activity as part of its business. The credit risks to the Company are the amounts which arise as part of doing business, for example, management fee income receivable and inter company receivables. To mitigate the credit risk of inter company receivables, a letter of support from the holding company Aberdeen Asset Management PLC is supplied. The Company only deposits cash with reputable banks of good credit rating. The Company monitors these banks for any changes to their credit rating. The Company also holds surplus cash within liquidity funds which are subject to a day's notice.

Maximum exposure to credit risk before collateral held or other credit enhancements

	Group 30 September 2009 £000	Group 31 December 2008 £000	Company 30 September 2009 £000	Company 31 December 2008 £000
Cash and cash equivalents	5,896	8,024	86	8,024
Other loans and receivables	1,435	1,284	592	1,284
Total financial assets	7,331	9,308	678	9,308

Amounts in the above table are based on carrying value.

c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due or can only do so at a significantly increased cost. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity when such liabilities fall due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The following table sets out details of the remaining contractual maturity for financial liabilities.

Group

30 September 2009

	On demand £000	Due within 3 months £000	Due between 3 and 12 months £000	Due between 1 and 5 years £000	Due after 5 years £000	Total £000
Other liabilities at amortised cost	-	2,581	-	-	-	2,581
Total financial liabilities	-	2,581	-	-	-	2,581

There were no outstanding contractual liabilities within the Company at 30 September 2009

Group and Company

31 December 2008

	On demand £000	Due within 3 months £000	Due between 3 and 12 months £000	Due between 1 and 5 years £000	Due after 5 years £000	Total £000
Other liabilities at amortised cost	-	1,886	-	-	-	1,886
Total financial liabilities	-	1,886	-	-	-	1,886

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

18. Financial risk management (continued)

d) Market risk

Market risk embodies the potential for both loss and gains and included currency risk, interest rate risk and other price risk. At the balance sheet date and during the year, the Company only had exposure to interest rate risk.

Given that all of the contracts entered into by the Company are unit linked there is no direct market risk to the Company. These risks are borne by the policy holders. The only market risk applicable to the Company is the interest on the bank balances.

Currency risk

Currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign currency rates. The Group may enter into transactions denominated in currencies other than its functional currency. Consequently the Group is exposed to risks that the exchange rate of its currency relative to other foreign currencies may change in a manner that has an adverse affect on the value of that portion of the Group's assets or liabilities denominated in currencies other than GBP.

Foreign currency risk is managed in order to minimize, where possible, the risk of movement in exchange rates.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is subject to interest rate risk based on the variable interest earned/charged on the bank balances. The maximum exposure of these balances are: Group and Company £13.6 million (31 December 2008: £8.0 million). The Company does not actively manage this risk.

A change of 50 basis points in interest rates at the balance sheet date would have increased / (decreased), equity and profit or loss for the Group and Company by £48,870 / (£48,870), (31 December 2008: £28,685/ (£28,685)). The calculations assumed the change occurs at the balance sheet date and had been applied to risk exposures existing at that date and is stated net of tax assuming the current corporation tax rate of 28% (31 December 2008: 28.5%) on an annualised basis.

e) Fair value of financial instruments

The following table details the fair value of financial instruments for which it is practicable to estimate that value, whether or not this is reported in the Company's Financial Statements. All non-financial instruments are excluded.

Quoted market prices, when available, are used as the measure of fair value. In cases where quoted market prices are not available, fair values are determined using present value estimates or other valuation techniques, for example, the present value of estimated expected future cash flows using discount rates commensurate with the risks involved, option-pricing models, matrix pricing, option-adjusted spread models, and fundamental analysis. Fair value estimation techniques normally incorporate assumptions that market participants would use in their estimates of values, future revenues, and future expenses, including assumptions about interest rates, default, prepayment and volatility. Because assumptions are inherently subjective in nature, the estimated fair values cannot be substantiated by comparison to independent market quotes and, in many cases, the estimated fair values would not necessarily be realised in an immediate sale or settlement of the instrument.

For cash and other liquid assets and money market instruments maturing within three months, the fair value is assumed to approximate to book value, given the short term nature of these instruments. For those items with a stated maturity exceeding three months, fair value is calculated using a discounted cash flow analysis.

For non-impaired loans where quoted market prices are available, the fair value is based on such prices. For variable rate loans which are repriced within three months, the book value is used as a reasonable estimate of fair value. For other non-impaired loans, the fair value is estimated by discounting contractual cash flows using the market interest rates for loans with similar characteristics. For impaired loans, the book value, net of valuation adjustments, approximates to fair value.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

18. Financial risk management (continued)

30 September 2009	Group Fair value £000	Group Book value £000	Company Fair value £000	Company Book value £000
Investments	7,679	7,679	7,679	7,679
Other loans and receivables	-	-	-	-
Financial assets	7,679	7,679	7,679	7,679
Other liabilities at amortised cost	2,581	2,581	-	-
Financial liabilities	2,581	2,581	-	-

31 December 2008	Group Fair value £000	Group Book value £000	Company Fair value £000	Company Book value £000
Other loans and receivables	1,284	1,284	1,284	1,284
Financial assets	1,284	1,284	1,284	1,284
Other liabilities at amortised cost	1,886	1,886	1,886	1,886
Financial liabilities	1,886	1,886	1,886	1,886

The table below analyses financial instruments carried at fair value using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities. An active market is a market in which transactions for the asset or liability occur with sufficient frequency and volume on an ongoing basis such that quoted prices reflect prices at which an orderly transaction would take place between market participants at the measurement date. Quoted prices provided by external pricing services, brokers and vendors are included in Level 1, if they reflect actual and regularly occurring market transactions on an arms length basis.

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). If an asset or liability has a specified (contractual) term, a level 2 input must be observable for substantially the full term of the asset or liability.

Level 2 inputs include the following:

- quoted prices for similar (ie not identical) assets in active markets.
- quoted prices for identical or similar assets or liabilities in markets that are not active. Characteristics of an inactive market include a significant decline in the volume and level of trading activity, the available prices vary significantly over time or among market participants or the prices are not current.
- inputs other than quoted prices that are observable for the asset (for example, interest rates and yield curves observable at commonly quoted intervals).
- inputs that are derived principally from, or corroborated by, observable market data by correlation or other means (market-corroborated inputs).

Level 3: inputs that are not based on observable market data (unobservable inputs).

The level in the fair value hierarchy within which the fair value measurement of a financial asset or liability is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. For example, if a quoted price in a market that is not active is adjusted because it is not a current price, the measurement would be a Level 3 measurement if the adjustment is significant to the fair value measurement and is based on data that is not observable.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

18. Financial risk management (continued)

Financial instruments measured at fair value

At 31 December 2009	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Group				
Financial assets:				
At fair value through profit or loss				
Equity securities and interests in pooled investment funds	131,647	-	-	131,647
Debt securities	220,804	4,102	-	224,906
Other	24,716	-	-	24,716
Total financial assets	377,167	4,102	-	381,269

Company				
Financial assets:				
At fair value through profit or loss				
Equity securities and interests in pooled investment funds	131,647	-	-	131,647
Debt securities	220,804	4,102	-	224,906
Other	20,776	-	-	20,776
Total financial assets	373,227	4,102	-	377,329

Group				
Financial liabilities:				
Investment contracts without DPF designated at fair value through profit or loss	-	377,493	-	377,493
Third party interests in consolidated funds	-	6,932	-	6,932
Total financial liabilities	-	384,425	-	384,425

Company				
Financial liabilities:				
Investment contracts without DPF designated at fair value through profit or loss	-	377,493	-	377,493
Total financial liabilities	-	377,493	-	377,493

Transfers between level 1 and level 2

During the nine months ended 30 September 2009 debt securities with a carrying value of £4.1 million were transferred from Level 1 to Level 2 because as at 1 July 2009, while quoted prices are available, management considered the market in these securities to be inactive.

f) Legal and Regulatory risk

The Company faces legal risks in its businesses. Legal risks include, among other things, disputes over the terms of trades and other transactions in which the Company acts as principal; the unenforceability or inadequacy of the documentation used to give effect to transactions in which the Company participates; investment suitability concerns; compliance with the laws and regulations (including change in laws or regulations) of the many countries in which the Company does business; and disputes with its employees. Some of these transactions or disputes result in potential or actual litigation that the Company may incur legal expenses to defend.

The Company is subject to extensive regulation in the conduct of its investment business. A failure to comply with applicable regulations could result in regulatory investigations, fines and restrictions on some of the Company's business activities or other sanctions. The Company seeks to minimise legal risk through the adoption of compliance and other policies and procedures, continuing to refine controls over business practices and behavior, employee training sessions, the use of appropriate legal documentation, and the involvement of the Legal and Compliance department and outside legal counsel.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

18. Financial risk management (continued)

g) Operational risk

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events. Aberdeen Asset Management group's various Risk functions are primarily responsible to the Company for the identification, recording, assessment, monitoring, prevention and mitigation of operational risks, as well as timely and meaningful management reporting.

Operational risk is inherent in most aspects of the Company's activities and comprises a large number of disparate risks. Operational risk is a necessary consequence of doing business. The Company believes that effective management of operational risks requires ownership by the management responsible for the relevant business process. Operational risk is thus controlled through a network of controls, procedures, reports and responsibilities.

h) Reputational risk

The Company's policy is to avoid any action or transaction that brings with it a potentially unacceptable level of risk to its reputation. Reputational risk may arise from a variety of sources, including the nature or purpose of a proposed transaction, the identity or nature of a potential client, the regulatory or political climate in which the business will be transacted or significant public attention surrounding the transaction itself. Such matters are considered initially within the operational areas of the business in which they arise and are recorded within the group's risk management database, at which time they are then reviewed within the overall risk management process noted above.

19. Capital statement

	UK Non Participating 2009 £000	Shareholders' Fund 2009 £000	Total Life Business 2009 £000
Long term business			
Available capital resources			
Shareholders' funds held outside long term business fund	-	5,011	5,011
Shareholders' funds held in long term business fund	2,015	-	2,015
Total shareholders' funds	2,015	5,011	7,026
Adjustments onto a regulatory basis:			
Other adjustments	(1,556)	-	(1,556)
Total available capital resources	459	5,011	5,470
Analysis of policyholders liabilities			
Unit linked liabilities	377,493	-	377,493
Analysis of movements in capital			
Opening available capital resources at 1 January 2009	-	6,900	6,900
Movement in year	(1,541)	111	(1,430)
Transfer from Shareholders' Fund	2,000	(2,000)	-
Closing available capital resources at 30 September 2009	459	5,011	5,470

No business has been written by the Company except property linked business for which the shareholders are entitled to all surplus arising. The capital resources requirement is determined in accordance with the rules set out in the Integrated Prudential Source Book of the FSA Handbook of Rules and Guidance. This is calculated as the higher of the base capital resources requirement, which is set by the EC Life Directive as 3.2 million euros and the sum of the resilience capital requirement and the long term insurance capital resource requirement ('LTICR'). For the purposes of the property-linked business written by the Company the LTICR is calculated as 25% of the previous years net administrative expenses. For non-linked business the LTICR is calculated as 4% of the mathematical reserves that allow for contingencies including that of closure to new business (currently 4% of £1,556,000). As at 30 September 2009, it is the 3.2 million euros figure that applies.

ABERDEEN ASSET MANAGEMENT POOLED PENSIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009

19. Capital statement (continued)

The key constraint on regulatory capital relates to the ability of the business to earn enough revenue to cover the costs of administration in the event of closure to new business or adverse economic conditions. The Company manages this risk by ensuring that the form of all policy contracts allow termination by the Company on a period of notice of one year or less and by having an expense structure that is sensitive to the ability of the business to generate revenue from policy charges.

All of the Company's capital resources are in the form of ordinary share capital and reserves. The Company is permitted to transfer capital resources from the long term insurance fund to the shareholders' fund. The Company is able to make a distribution to shareholders subject to the constraints of the Companies Act 2006, retaining sufficient available capital resources to cover the capital resources requirements and meet the other constraints of the FSA Handbook of Rules and Guidance.