

COUNTYROUTE LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

Registered Number 3679991



A23

31/05/2014

#290

COMPANIES HOUSE

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

CONTENTS	Page
Directors and advisors	1
Directors' report	2
Directors' responsibilities statement	3
Independent auditor's report to the members of CountyRoute Limited	4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 9

DIRECTORS AND ADVISORS

Directors

D R Bradbury (appointed 21 August 2013)

C H Dix (resigned 21 August 2013)

D J Palmer (resigned 21 August 2013, appointed 23 January 2013)

T D Brooks (appointed 21 August 2013)

Company secretary and registered office

M Lewis

1 Kingsway

London

WC2B 6AN

Auditor

Deloitte LLP

Chartered Accountants

London

Principal bankers

Commerzbank AG

London

Solicitors

CMS Cameron McKenna

London

DIRECTORS' REPORT

The Directors submit their Annual Report and the audited financial statements for the year ended 31 December 2013.

The Director's report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

The Company is a wholly owned subsidiary of John Laing Infrastructure Limited, which in turn is a wholly owned subsidiary of John Laing Investments Limited.

BUSINESS REVIEW AND PRINCIPAL ACTIVITIES

The principal activity of the Company is the holding of an unlisted investment of 849,999 ordinary shares in CountyRoute (A130) plc, a Special Purpose Company set up to fulfil obligations under a PFI contract with Essex County Council.

There have not been any significant changes in the Company's principal activities in the year under review.

The Company earned interest in the year of £952,931 (2012- £1,779,000) on loan notes issued by CountyRoute (A130) plc. The Company incurred interest in the year of £952,931 (2012 - £1,779,000) on loan notes issued by John Laing Infrastructure Limited.

During the year the Company made impairment to the investment in Countyroute A130 plc of £12,434,000.

GOING CONCERN

The Directors have considered the use of the going concern basis in the preparation of the financial statements in light of current market conditions and concluded that it is appropriate. More information is provided in note 1 to the financial statements.

FUTURE DEVELOPMENTS

The Directors are not aware, at the date of this report, of any major changes in the Company's activities in the next year.

PRINCIPAL RISKS AND UNCERTAINTIES

The Company's exposure is limited to the extent of the investment it has made in its subsidiary undertaking, CountyRoute (A130) plc.

FINANCIAL RISK MANAGEMENT

The Company's exposure to financial risk through its financial assets and liabilities have been assessed by the directors via the risk review process. Due to the nature of the Company's business and the assets and liabilities contained within the Company's balance sheet the Directors consider that all significant risk has been transferred out.

AUDITORS

Each of the persons who is a Director at the date of approval of this report confirms that:

- as far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Director has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

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

DIRECTORS

The Directors who served throughout the year are shown on page 1.

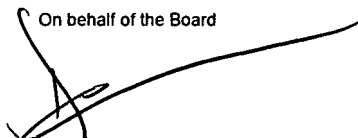
EMPLOYEES

Details of the number of employees and related costs can be found in note 4 to the financial statements on page 8.

AUDITOR

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an AGM.

On behalf of the Board



D. Bradbury
Director
30 April 2014

DIRECTORS' RESPONSIBILITIES STATEMENT

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that year. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF COUNTRYROUTE LIMITED

We have audited the financial statements of CountyRoute Limited for the year ended 31 December 2013 which comprise the profit and loss account, the balance sheet and the related notes 1 to 12. 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 auditor

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

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2013 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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

Matters on which we are required to report by exception

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

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



Ross Howard (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom
30 April 2014

COUNTYROUTE LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2013

	Notes	2013 £'000	2012 £'000
Turnover		-	-
Cost of sales		-	-
Gross results		-	-
Administrative expenses		(12,434)	-
Operating loss	2	(12,434)	-
Income from shares in group undertakings		-	-
Loss on ordinary activities before interest		(12,434)	-
Interest receivable	5	953	1,779
Interest payable	5	(953)	(1,779)
Loss on ordinary activities before taxation		(12,434)	-
Tax on loss on ordinary activities		-	-
Loss for the financial year		(12,434)	-

A reconciliation of movements in shareholder's (deficit) / funds is given in note 11.

All items in the profit and loss account relate to continuing operations.

There is no material difference between the results stated in the profit and loss account and their historical cost equivalents.

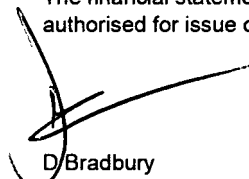
All gains and losses are recognised in the profit and loss account in both the current and preceding year, and therefore no separate statement of total recognised gains and losses has been presented.

COUNTYROUTE LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2013

	Notes	2013 £'000	2012 £'000
Fixed assets			
Investments	7	850	850
Current assets			
Debtors		5,992	17,472
- due within one year	8	-	1,783
- due after more than one year	8	5,992	15,689
Current liabilities			
Creditors: amounts falling due within one year	9	-	(1,783)
Net current assets		<u>5,992</u>	<u>15,689</u>
Creditors: amounts falling due after more than one year	9	(18,426)	(15,689)
Net (liabilities) / assets		<u>(11,584)</u>	<u>850</u>
Capital and reserves			
Called up share capital	10	850	850
Shareholder's (deficit) / funds	11	<u>(11,584)</u>	<u>850</u>

The financial statements of CountyRoute Limited, registered number 3679991, were approved by the Board of Directors and authorised for issue on 30 April 2014. They were signed on its behalf by:


D. Bradbury
Director
30 April 2014

Notes to the financial statements for the year ended 31 December 2013

1 ACCOUNTING POLICIES

a) Basis of preparation of accounts

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom law and accounting standards. A summary of the principal accounting policies adopted by the Directors, which have been applied consistently throughout the current and preceding year, is shown below.

The Company is a wholly owned subsidiary undertaking of John Laing plc and as such is exempt under FRS1 (revised 1996) from the requirement to prepare its own cash flow statement.

As a wholly owned subsidiary undertaking, the Company is also exempt under section 400 of the Companies Act 2006 from any requirement to prepare consolidated financial statements for its group. Accordingly, the financial statements present information about the Company as an individual undertaking, and the results of subsidiaries are reflected in these accounts only to the extent that dividends have been declared.

The Company exists to hold investments in its subsidiary that provides services under certain private finance agreements. The subsidiary is set up as a Special Purpose Company under non-recourse arrangements and therefore the Company has limited its exposure to the liabilities. In the event of default of the subsidiary, the exposure is limited to the extent of the investment it has made. Having reviewed the Company's investment portfolio including the associated future cash requirements and forecast receipts, the Directors are satisfied that they have a reasonable expectation that the Company will have access to adequate resources to continue in existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

b) Investments

Fixed asset investments are shown at cost less provision for impairment. Income from investments is included in the profit and loss account as declared.

c) Taxation

Current tax, including United Kingdom Corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

In accordance with FRS19 'Deferred Tax', deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured at the average tax rates that are expected to apply in the period in which the timing differences are expected to reverse, based on the tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are not discounted.

There was no tax charge in the current or prior year.

Notes to the financial statements for the year ended 31 December 2013 (continued)

2 OPERATING LOSS

The fees payable to the Company's auditor for the audit of the Company's annual accounts of £2,652.25 (2012 - £2,575) have been borne by CountyRoute (A130) plc.

3 DIRECTORS' REMUNERATION

No Directors received any remuneration for services to the Company during the current or prior year. The Company is managed by secondees from the shareholders under a management services contract.

4 STAFF NUMBERS

The Company had no employees during the year (2012 - nil).

5 NET INTEREST

	2013 £'000	2012 £'000
Interest receivable and similar income		
Interest receivable on amounts due from group undertakings	953	1,779
	<u>953</u>	<u>1,779</u>
Interest payable and similar charges		
Interest payable to group undertakings	(953)	(1,779)
	<u>(953)</u>	<u>(1,779)</u>
Net interest	<u>-</u>	<u>-</u>

6 TAX ON LOSS ON ORDINARY ACTIVITIES

	2,013 £'000	2,012 £'000
Loss for the financial year	<u>(12,434)</u>	<u>-</u>
Loss for the financial year multiplied by the standard rate of corporation tax in the UK of 23.25% (2012 - 24.5%)	2,891	-
Effects of:		
Expenses not deductible for tax purposes	(2,891)	-
Total current tax for the year	<u>-</u>	<u>-</u>

The Company has no tax charge for the year (2012 - £nil).

7 INVESTMENTS

	Shares in group undertaking £'000
Cost	
At 1 January 2013	850
At 31 December 2013	<u>850</u>
Net book value	
At 31 December 2013	<u>850</u>
At 31 December 2012	<u>850</u>

The sole investment is a majority interest in CountyRoute (A130) plc, which is incorporated in Great Britain and registered in England and Wales and its principal activity is to design, build, finance and operate roads in accordance with an agreement with the Essex County Council.

In the opinion of the Directors the value of the investment is not less than the amount stated in the balance sheet. Despite the net liability of the investment company there are sufficient future cashflows to fully repay the current debtor and share capital.

Notes to the financial statements for the year ended 31 December 2013 (continued)

8 DEBTORS

	2013 £'000	2012 £'000
Due within one year		
Amounts owed from group undertakings	-	1,783
	<u>-</u>	<u>1,783</u>
Due after more than one year:		
Finance debtor	-	-
Amounts owed from group undertaking	18,426	15,689
Impairment of investments and loan	(12,434)	-
	<u>5,992</u>	<u>15,689</u>

The amount owed by group undertakings in the current and prior year is repayable in line with repayment schedules. Interest was charged at an agreed interest rate of 11% however has been reduced to 0% since July 2013.

9 CREDITORS

	2013 £'000	2012 £'000
Amounts falling due within one year		
Amounts owed to group undertakings	-	1,783
	<u>-</u>	<u>1,783</u>
Amounts falling due after more than one year		
Amounts owed to parent undertaking (note 10)	-	-
Amounts owed to group undertakings	18,426	15,689
	<u>18,426</u>	<u>15,689</u>

The loan notes of £9,375,000 were issued by John Laing Investments Limited as part of the committed shareholder funding for the project. On the 9 May 2005, these loan notes were transferred from John Laing Investments Limited to John Laing Infrastructure Limited. Interest was chargeable at 11% from January to July 2013 which has been reduced to 0% thereafter and the loan notes are due to be fully repaid by 31 March 2026.

10 CALLED UP SHARE CAPITAL

	2013 £'000	2012 £'000
Allotted, called up and fully paid:		
850,000 ordinary shares of £1 each	850	850
	<u>850</u>	<u>850</u>

11 RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S (DEFICIT) / FUNDS

	2013 £'000	2012 £'000
Opening shareholder's funds	850	850
Loss for the year	(12,434)	-
Closing shareholder's (deficit) / funds	<u>(11,584)</u>	<u>850</u>

12 TRANSACTIONS WITH RELATED PARTIES

As a wholly owned subsidiary of John Laing plc, the Company has taken advantage of the exemption under Financial Reporting Standard 8 not to provide information on related party transactions with other undertakings within the John Laing plc Group. Note 12 gives details of how to obtain a copy of the published financial statements of John Laing plc.

13 ULTIMATE PARENT UNDERTAKING

The Company's immediate parent company is John Laing Infrastructure Limited, a company incorporated in Great Britain. The smallest and largest group in which its results are consolidated, and the Company's ultimate parent and controlling entity, is Henderson Infrastructure Holdco (Jersey) Limited, a company incorporated in Jersey, Channel Islands. Copies of the consolidated accounts of Henderson Infrastructure Holdco Jersey are available from its registered office at Ogier House, The Esplanade, St Helier JE4 9WG, Jersey, Channel Islands.