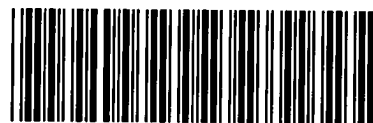


**JOHN LAING INFRASTRUCTURE LIMITED
ANNUAL REPORT
AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED
31 DECEMBER 2016**

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COMPANIES HOUSE

Registered number: 4401816

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

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DIRECTORS, COMPANY SECRETARY AND AUDITOR

Directors

D Potts (resigned 31 March 2017)
C B Waples
S Colvin (appointed 31 March 2017)

Company secretary and registered office

P Naylor
1 Kingsway
London
WC2B 6AN

Auditor

Deloitte LLP
Statutory Auditor
2 New Street Square
London
EC4A 3BZ

STRATEGIC REPORT

The Directors present their strategic report for the year ended 31 December 2016, which has been prepared in compliance with section 414c of the Companies Act 2006.

Business review

The principal activity of John Laing Infrastructure Limited (the Company or the Group) is the undertaking of investment activities on behalf of its ultimate parent, John Laing Group plc. The Group invests in a portfolio of investments in the subordinated loan stock and equity of Public Private Partnership ("PPP") infrastructure companies in the UK and Europe.

Results and performance

The Group's financial statements have been prepared in accordance with Financial Reporting Standard 102 ("FRS 102") issued by the Financial Reporting Council ("FRC").

Group profit before tax was £43.7 million (2015: £15.6 million).

At 31 December 2016, the Group had four investments in its investment portfolio, which are all measured at fair value.

At 31 December 2016, the Group had no external borrowings (2015: £nil).

On 30 November 2016, the Company disposed of its 100% interest in UK Highways Limited. On 22 December 2016, the Company disposed of its 100% interest in UK Highways A55 (Holdings) Limited.

Post year end on 2 March 2017, the Company disposed of its 29.69% interest in Gdansk Transport Company SA.

Strategy

The Company invests in PPP infrastructure assets with a particular focus on road projects.

Key Performance Indicators ("KPIs")

The Board monitors the progress of the Group by reference to the following KPIs:

- Profit before tax

Profit before tax for the year ended 31 December 2016 was £43.7 million compared to £15.6 million for the year ended 31 December 2015.

- Net asset value ("NAV")

At 31 December 2016, the Group's NAV was £260.6 million compared to £218.1 million at 31 December 2015.

Further information on the performance of the John Laing Group is available in the 2016 John Laing Group plc Annual Report and Accounts which are publicly available from www.laing.com.

Principal risks and uncertainties

The main risks faced by the Group are liquidity and credit risk. The Company's exposure to liquidity risk is mitigated by the financial support given by John Laing Investments Limited, its immediate parent company. Credit risk is reduced as the Group holds the majority of its investments in PPP projects, the revenues of which derive from central and local governmental bodies; the Group works with multiple clients, joint venture partners, sub-contractors and institutional investors so as to reduce the probability of systemic counter-party risk in its investment portfolio.

A detailed analysis of the principal risks and uncertainties faced by the John Laing Group is disclosed in the 2016 Annual Report and Accounts of John Laing Group plc, the ultimate parent company of John Laing Infrastructure Limited. The 2016 Annual Report and Accounts of John Laing Group plc are available at www.laing.com.

Future developments

The Company seeks to benefit from income from the investments in its portfolio as well as to capitalise on divestment opportunities.

The Company is not pursuing any other investments and will manage its existing portfolio until divestment of the investment or the end of the project term.

By order of the Board



C B Waples

Director

22 June 2017

JOHN LAING INFRASTRUCTURE LIMITED

DIRECTORS' REPORT

The Directors submit their Annual Report and the audited financial statements for the year ended 31 December 2016.

The Company, incorporated in the United Kingdom, is a wholly owned subsidiary of John Laing Investments Limited. The ultimate parent company is John Laing Group plc whose shares are publicly traded on the London Stock Exchange.

BUSINESS REVIEW AND PRINCIPAL ACTIVITIES

In accordance with section 414 of the Companies Act 2006, further information regarding the Company's principal activity and key performance indicators is found within the Strategic Report on page 2.

Dividends paid in the year were £nil (2015 : £nil).

GOING CONCERN REVIEW

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 Group financial statements.

DISCLOSURE OF INFORMATION TO THE AUDITOR

The Directors who held office at the date of approval of this Directors' report confirm that, so far as they are aware, there is no relevant audit information of which the Company's auditor is unaware, and each Director has taken all the steps that he or she ought to have taken as a Director to make himself or herself 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 provisions of Section 418 of the Companies Act 2006.

DIRECTORS' INDEMNITY PROVISIONS

The Company has made qualifying third party indemnity provisions for the benefit of its Directors during the year. These provisions remain in force at the reporting date.

DIRECTORS

The Directors who served throughout the year and up to the date of this report, except as noted, are shown on page 1.

EMPLOYEES

Details of the number of employees and related costs can be found in note 9 to the Group financial statements on page 13.

AUDITOR

Pursuant to section 487 of the Companies Act 2006, the auditor will be deemed to be re-appointed and Deloitte LLP will therefore continue in office.

On behalf of the Board



C B Waples
Director
22 June 2017

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 (Group and Company) in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including Financial Reporting Standard FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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.

On behalf of the Board



C B Waples

Director

22 June 2017

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF JOHN LAING INFRASTRUCTURE LIMITED

We have audited the financial statements of John Laing Infrastructure Limited for the year ended 31 December 2016 which comprise the Group Income Statement, the Group Statement of Changes in Equity, the Group Balance Sheet, the Group Cash Flow Statement and the related notes 1 to 22 of the Group Financial Statements and the Company Balance Sheet, Company Statement of Changes in Equity and related notes 1 to 9 of the Company Financial Statements. 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) including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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

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 Group's and the parent company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 Group's and of the Parent Company's affairs as at 31 December 2016 and of the Group's profit 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, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and Directors' Report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Strategic Report and Directors' Report.

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; and
- we have not received all the information and explanations we require for our audit.

D. Winstone

Daryl Winstone (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom
22 June 2017

JOHN LAING INFRASTRUCTURE LIMITED

Group Income Statement for the year ended 31 December 2016

	Notes	2016 £'000	2015 £'000
Continuing operations			
Interest income	4	1,912	2,584
Dividend income	5	14,121	7,141
Net gains on investments at fair value through profit or loss	11	28,511	4,878
Other income		273	231
Operating income	6	44,817	14,834
Administrative expenses		(3,399)	(1,554)
Profit from operations	7	41,418	13,280
Finance income	8	2,280	2,336
Profit before tax		43,698	15,616
Tax	10	(1,114)	(1,489)
Profit after tax		42,584	14,127
Attributable to:			
Owner of the Company		42,584	14,127
		42,584	14,127

There is no other comprehensive income or expense apart from that disclosed above and consequently a separate statement of comprehensive income has not been prepared.

Group Statement of Changes in Equity
for the year ended 31 December 2016

	Called up share capital £'000	Share premium £'000	Revaluation reserve £'000	Accumulated profit/(loss) £'000	Total equity £'000
Balance at 1 January 2016	47,137	32,509	54,895	83,530	218,071
Profit after tax and total comprehensive income	-	-	-	42,584	42,584
Transfer on revaluation of investments	-	-	24,697	(24,697)	-
Transfer on disposal of interests in investments	-	-	(9,547)	9,547	-
Reclassification	-	-	500	(500)	-
Balance at 31 December 2016	47,137	32,509	70,545	110,464	260,655

Net gains on investments at fair value through profit or loss of £28,511,000 per the Group Income Statement also include favourable foreign exchange movements of £3,814,000

	Called up share capital £'000	Share premium £'000	Revaluation reserve £'000	Accumulated profit/(loss) £'000	Total equity £'000
Balance at 1 January 2015	47,137	32,509	52,710	71,588	203,944
Profit after tax and total comprehensive income	-	-	-	14,127	14,127
Transfer on revaluation of investments	-	-	4,878	(4,878)	-
Transfer on disposal of interests in investments	-	-	(2,693)	2,693	-
Balance at 31 December 2015	47,137	32,509	54,895	83,530	218,071

Revaluation reserve

The revaluation reserve represents the accumulated revaluation arising on investments at fair value through profit or loss.

Accumulated profit/(loss) and total comprehensive income

The accumulated profit/(loss) reserve represents the accumulated profit or loss since the incorporation of the Company less any amounts transferred to the revaluation reserve.

JOHN LAING INFRASTRUCTURE LIMITED

Group Balance Sheet
as at 31 December 2016

	Notes	2016 £'000	2015 £'000
Non-current assets			
Investments at fair value through profit or loss	11	150,761	150,337
		<u>150,761</u>	<u>150,337</u>
Current assets			
Debtors - due within one year	12	115,816	71,755
Cash at bank and in hand		8	6
		<u>115,824</u>	<u>71,761</u>
Total assets		<u>266,585</u>	<u>222,098</u>
Current liabilities			
Creditors - amounts falling due within one year	13	(5,930)	(3,884)
		<u>(5,930)</u>	<u>(3,884)</u>
Net current assets		<u>109,894</u>	<u>67,877</u>
Deferred tax liabilities	16	-	(143)
Total liabilities		<u>(5,930)</u>	<u>(4,027)</u>
Net assets		<u>260,655</u>	<u>218,071</u>
Equity			
Share capital	17	47,137	47,137
Share premium		32,509	32,509
Revaluation reserves		70,545	54,895
Accumulated profits		110,464	83,530
Equity attributable to owner of the Company		<u>260,655</u>	<u>218,071</u>
Total equity		<u>260,655</u>	<u>218,071</u>

The financial statements of John Laing Infrastructure Limited, registered number 4401816, were approved by the Board of Directors and authorised for issue on 22 June 2017. They were signed on its behalf by:


C B Waples
Director
22 June 2017

Group Cash Flow Statement

for the year ended 31 December 2016

		2016	2015
	Notes	£'000	£'000
Net cash inflow from operating activities	18	14,913	9,061
Investing activities			
Proceeds from disposal of investments		28,602	-
Loan repayments from project companies		1,498	1,139
Loans to project companies		(260)	-
Investment in/acquisition of project companies		-	(10,250)
Net cash from / (used) in investing activities		29,840	(9,111)
Financing activities			
Loans to parent undertaking		(44,692)	(1,152)
Interest received on loan to parent undertaking		-	1,197
Net cash (used in) / from financing activities		(44,692)	45
Net increase / (decrease) in cash at bank and in hand		61	(5)
Cash at bank and in hand at beginning of the year		6	48
Effect of foreign exchange rate changes		(59)	(37)
Cash at bank and in hand at end of the year		8	6

Notes to the Group Financial Statements**1 General information**

John Laing Infrastructure Limited (the "Company" or the "Group") is a private limited company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and registered in England and Wales. The address of the registered office of the Company is given page 1. The nature of the Company's operations and its principal activities are set out in the Strategic Report on page 2.

Monetary amounts in these financial statements are rounded to the nearest £'000.

These financial statements are presented in pounds sterling, the functional currency and the currency of the primary economic environment in which the Company operates. There are no foreign operations.

2 Accounting policies**a) Basis of preparation**

The financial statements have been prepared under the historic cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 ("FRS 102") issued by the Financial Reporting Council ("FRC").

The Company does not consolidate its investments in subsidiaries or joint ventures held as part of an investment portfolio in accordance with FRS 102 section 9.9. This is explained further in the basis of consolidation below.

b) Going concern

The Group's principal activity is to hold investments in PPP companies that provide services under certain private finance agreements. The infrastructure projects are set up as a special purpose companies under non-recourse arrangements and therefore the Group has limited exposure to their liabilities. In the event of default of an infrastructure project, the exposure is limited to the extent of the investment the Group has made. Having reviewed the Group's investment portfolio including the associated future cash requirements and forecast receipts, the Directors are satisfied that they have a reasonable expectation that the Group 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.

c) Basis of consolidation

Investments in subsidiaries are held as part of an investment portfolio and accordingly, in accordance with FRS 102 section 9.9, are measured at fair value with changes in fair value recognised in profit or loss.

d) Investments in joint ventures

Investments in joint ventures are held as part of an investment portfolio and accordingly, in accordance with FRS 102 section 15.9 B, are measured at fair value with changes in fair value recognised in profit or loss.

e) Operating income

The Group earns operating income from returns on its investment portfolio by reference to the following policies:

Interest income

Interest income is recognised when it is probable that economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued by reference to the principal outstanding and the applicable interest rate.

Dividend income

Dividend income from investments in project companies and other investments at fair value through profit or loss (FVTPL) is recognised when the Group's rights to receive payment have been established. Dividend income is recognised gross of withholding tax, if any, and only when approved and paid by the project company.

Net gain on investments at FVTPL

Net gain on investments at FVTPL excludes interest and dividend income referred to above.

Other income

Fees receivable from project companies are recognised as services are provided.

Notes to the Group Financial Statements

2 Accounting policies (continued)

f) Financial instruments

Financial assets and financial liabilities are recognised in the Group Balance Sheet when the Group becomes a party to the contractual provisions of the financial instrument.

Basic financial instruments, which primarily relate to amounts owed to and from parent, group and subsidiary undertakings are held at amortised cost using the effective interest method.

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

Financial assets are assessed for indications of impairment at each balance sheet date. The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire.

g) Taxation

The tax charge or credit represents the sum of tax currently payable and deferred tax.

Current tax

Current tax payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the Group Income Statement because it excludes both items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted, or substantively enacted, by the balance sheet date.

Deferred tax

Deferred tax liabilities are recognised for taxable temporary differences arising from investments in project companies, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. The measurement of deferred tax liabilities on project companies reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited to the Group Income Statement except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

h) Cash at bank and in hand

Cash at bank and in hand comprises cash at bank and in hand and short term deposits with original maturities of three months or less.

i) Share capital

Ordinary shares are classified as equity instruments on the basis that they evidence a residual interest in the assets of the Company after deducting all its liabilities.

j) Foreign currencies

Exchange differences arising in the ordinary course of trading are reflected in the Group income statement.

Income and expense items are translated at the average exchange rates for the period. Monetary assets and liabilities expressed in foreign currency are reported at the rate of exchange prevailing at the balance sheet date or, if appropriate, at the forward contract rate. Any difference arising on the retranslation of these amounts is taken to the Group income statement.

Notes to the Group Financial Statements

3 Critical accounting judgement and key sources of estimation uncertainty

In the application of the Group's accounting policies, the Directors are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates made and the underlying assumptions on which they are based are reviewed regularly. 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 the revision and future periods if the revision affects both current

Fair value of investments in project companies

The Group measures at fair value the investments in subsidiaries and joint ventures that form part of an investment portfolio. These investments comprise investments in PPP/PFI project companies. The Group's policy is to fair value both the equity and subordinated debt investments in project subsidiaries, joint ventures and associates together. Subsequent to initial recognition, the investments are measured on a combined basis at fair value using discounted cash flow methodology, with changes recognised within operating income in the Group Income Statement.

A valuation of the Group's investment portfolio is prepared on a consistent, principally discounted cash flow basis at 30 June and 31 December. The valuation is carried out on a fair value basis assuming that forecast cash flows are received until maturity of the underlying assets.

A base case discount rate for an operational project is derived from secondary market information and other available data points. The base case discount rate is then adjusted to reflect project-specific risks. In addition, risk premia are added during the construction phase to reflect the additional risk during construction. These premia reduce over time as the project progresses through its construction programme, reflecting the significant reduction in risk once the project reaches the operating stage.

The cash flows on which the discounted cash flow valuation is based are those forecast to be distributable to the Company at each balance sheet date, derived from detailed financial models. These incorporate assumptions reflecting the Group's expectations of likely future cash flows including value enhancements.

Notes to the Group Financial Statements

4 Interest income	2016	2015
	£'000	£'000
Interest receivable on loans due from subsidiary and joint venture undertakings	1,912	2,584
	<u>1,912</u>	<u>2,584</u>
5 Dividend income	2016	2015
	£'000	£'000
Dividends from investments	14,121	7,141
	<u>14,121</u>	<u>7,141</u>
6 Operating income	2016	2015
Geographical analysis	£'000	£'000
UK	4,980	13,946
Europe	39,837	888
	<u>44,817</u>	<u>14,834</u>
7 Profit from operations	2016	2015
Profit from operations has been arrived at after charging:	£'000	£'000
Net foreign exchange gain/(loss)	3,649	(632)
Fees payable to Company's auditor for the audit of the Company's accounts	3	3
Fees payable to Company's auditor for the audit of the Company's subsidiaries' accounts	23	22
	<u>3,675</u>	<u>(609)</u>
Net foreign exchange gain in the year ended 31 December 2016 of £3,649,000 (2015 - £632,000 loss) is a result of retranslation of loans receivable with subsidiary undertakings which are part of the investments at fair value through profit or loss.		
8 Finance income	2016	2015
	£'000	£'000
Interest receivable on amounts due from parent undertakings	2,280	2,336
	<u>2,280</u>	<u>2,336</u>

9 Employees and directors' remuneration

The Group had no employees during the year (2015 - nil).

No Directors received any remuneration for any services to the Group during the current or prior year. The Company is managed by secondees from the John Laing group.

Notes to the Group Financial Statements

10 Tax

The tax charge for the year comprises:

	<u>2016</u>	<u>2015</u>
	<u>£'000</u>	<u>£'000</u>
Current tax:		
UK corporation tax charge - current period	(1,376)	(1,735)
UK corporation tax credit - prior period	119	-
Total current tax	<u>(1,257)</u>	<u>(1,735)</u>
Deferred tax:		
Deferred tax credit/(charge)	135	207
Impact of change in the UK tax rate	8	39
Total deferred tax (note 16)	<u>143</u>	<u>246</u>
Tax charge	<u>(1,114)</u>	<u>(1,489)</u>

The tax charge for the year can be reconciled to the profit in the Group Income Statement as follows:

	<u>2016</u>	<u>2015</u>
	<u>£'000</u>	<u>£'000</u>
Profit before tax	<u>43,698</u>	<u>15,616</u>
Tax at the UK corporation tax rate of 20% (2015 - 20.25%)	(8,740)	(3,162)
Tax effect of dividend income not taxable	2,824	1,446
Tax effect of expenses and other similar items that are not deductible	(405)	(710)
Non-taxable movement on fair value of investments	5,104	1,234
Adjustments in respect of prior years	103	(297)
Total tax charge for the period	<u>(1,114)</u>	<u>(1,489)</u>

For the year ended 31 December 2016, a tax rate of 20% has been applied (2015 – 20.25%). The UK Government has announced its intention to reduce the main corporation tax rate by 1% to 19% from 1 April 2017 and by a further 2% to 17% from 1 April 2020.

Notes to the Group Financial Statements

11 Investments at fair value through profit or loss

	2016	2015
	Project	Project
	companies	companies
	£'000	£'000
At 1 January	150,337	164,008
Investments in/acquisitions of project companies	793	10,250
Distributions	(16,311)	(8,963)
Disposals	(28,602)	(29,561)
Fair value movement	44,544	14,603
At 31 December	150,761	150,337

The fair value movement of £44,544,000 (2015 - £14,603,000) above is shown on the Group Income Statement as interest income of £1,912,000 (2015 - £2,584,000), dividend income of £14,121,000 (2015 - £7,141,000) and net gains on investments of fair value through profit or loss of £28,511,000 (2015 - £4,757,000).

Details of investments in project companies sold in the years ended 31 December 2016 and 31 December 2015 were as follows:

<u>Company</u>	<u>Date of completion</u>	<u>Original holding</u>	<u>Holding disposed of</u>	<u>Retained holding</u>
		%	%	%
Year ended 31 December 2016				
<u>Sold to John Laing Infrastructure Fund (JLIF)</u>				
UK Highways A55 Limited	22 December 2016	100	100	-
<u>Sold to other parties</u>				
UK Highways Limited	30 November 2016	100	100	-
Year ended 31 December 2015				
<u>Sold to John Laing Limited (JLL)</u>				
City Greenwich Lewisham plc	17 February 2015	52	47	5

Notes to the Group Financial Statements

12 Debtors

	31 December 2016	31 December 2015
	£'000	£'000
Due within one year		
Amounts owed from parent undertakings	115,783	71,727
Amounts owed from group undertakings	31	24
Other debtors	2	4
	<u>115,816</u>	<u>71,755</u>

Amounts owed by parent undertakings within one year are loans from parent undertakings of £113,503,000 (2015 - £69,392,000) and interest due on those loans of £2,280,000 (2015 - £2,335,000). These loans are payable on demand and interest is charged at 2.5% above base rate (2015 - 3.5% above base from January 2015 to February 2015 and 2.75% above base rate from March 2015 to December 2015).

In the opinion of the Directors the fair value of debtors is equal to the carrying value.

13 Creditors

	31 December 2016	31 December 2015
	£'000	£'000
Due within one year		
Amounts owed to group undertakings	(3,216)	(1,502)
Amounts owed to subsidiary undertakings	-	(467)
Accruals	(18)	(20)
Group relief payable	(2,696)	(1,895)
	<u>(5,930)</u>	<u>(3,884)</u>

Amounts owed to group undertakings and subsidiary undertakings are repayable on demand and no interest is charged.

JOHN LAING INFRASTRUCTURE LIMITED

Notes to the Group Financial Statements

14 Financial instruments

a) Financial instruments by category

Continuing operations	Loans and receivables £'000	Assets at fair value through profit or loss £'000	Financial liabilities at amortised cost £'000	Total £'000
31 December 2016				
Non-current assets				
Investments at fair value through profit or loss	-	150,761	-	150,761
Current assets				
Debtors - due within one year	115,816	-	-	115,816
Cash at bank and in hand	8	-	-	8
Total financial assets	115,824	150,761	-	266,585
Current liabilities				
Creditors - amounts falling due within one year	-	-	(3,234)	(3,234)
Total financial liabilities	-	-	(3,234)	(3,234)
Net financial instruments	115,824	150,761	(3,234)	263,351

Continuing operations	Loans and receivables £'000	Assets at fair value through profit or loss £'000	Financial liabilities at amortised cost £'000	Total £'000
31 December 2015				
Non-current assets				
Investments at fair value through profit or loss	-	150,337	-	150,337
Current assets				
Debtors - due within one year	71,755	-	-	71,755
Cash at bank and in hand	6	-	-	6
Total financial assets	71,761	150,337	-	222,098
Current liabilities				
Creditors - amounts falling due within one year	-	-	(1,989)	(1,989)
Total financial liabilities	-	-	(1,989)	(1,989)
Net financial instruments	71,761	150,337	(1,989)	220,109

Notes to the Group Financial Statements

14 Financial instruments (continued)

b) Foreign currency and interest rate profile of financial assets other than investments at FVTPL

	31 December 2016			31 December 2015		
	Financial assets			Financial assets		
	Floating rate	Non-interest bearing	Total	Floating rate	Non-interest bearing	Total
Currency	£'000	£'000	£'000	£'000	£'000	£'000
Sterling	113,503	2,283	115,786	69,394	2,339	71,733
Euro	-	36	36	-	26	26
Canadian dollars	-	2	2	-	2	2
	113,503	2,321	115,824	69,394	2,367	71,761

c) Foreign currency and interest rate profile of financial liabilities

The Group's financial liabilities at 31 December 2016 were £3.2 million (31 December 2015 - £2.0 million), of which £nil (31 December 2015 - £nil) related to short-term cash borrowings.

	31 December 2016			31 December 2015		
	Financial liabilities			Financial liabilities		
	Fixed rate	Non-interest bearing	Total	Fixed rate	Non-interest bearing	Total
Currency	£'000	£'000	£'000	£'000	£'000	£'000
Sterling	-	(3,234)	(3,234)	-	(1,989)	(1,989)
	-	(3,234)	(3,234)	-	(1,989)	(1,989)

15 Financial risk management

The Group's activities expose it to a variety of financial risks: market risk (including interest rate risk and inflation risk), credit risk, price risk, liquidity risk, and capital risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

For the parent company and its recourse subsidiaries, financial risks are managed by a central treasury operation which operates within Board approved policies. The various types of financial risk are managed as follows:

Market risk - interest rate risk

The Group's interest rate risk arises due to fluctuations in interest rates which impact on the value of returns from floating rate deposits and expose the Group to variability in interest payment cash flows on variable rate borrowings.

The exposure of the Group's financial assets to interest rate risk is as follows:

	31 December 2016			31 December 2015		
	Interest bearing			Interest bearing		
	Floating rate	Non-interest bearing	Total	Floating rate	Non-interest bearing	Total
	£'000	£'000	£'000	£'000	£'000	£'000
Financial assets						
Investments at fair value through profit or loss	-	150,761	150,761	-	150,337	150,337
Debtors	113,503	2,313	115,816	69,392	2,363	71,755
Cash and cash equivalents	-	8	8	-	6	6
	113,503	153,082	266,585	69,392	152,706	222,098

The exposure of the Group's financial liabilities to interest rate risk is as follows:

	31 December 2016			31 December 2015		
	Interest bearing			Interest bearing		
	Floating rate	Non-interest bearing	Total	Floating rate	Non-interest bearing	Total
	£'000	£'000	£'000	£'000	£'000	£'000
Financial liabilities						
Creditors - amounts falling due within one year	-	(3,234)	(3,234)	-	(1,989)	(1,989)
	-	(3,234)	(3,234)	-	(1,989)	(1,989)

Notes to the Group Financial Statements

15 Financial risk management (continued)

Market risk - inflation risk

The Group has limited direct exposure to inflation risk, but the fair value of investments is determined by future revenue and costs which are linked to inflation. This results in the fair value of investments being sensitive to inflation which is often mitigated by the project company entering into inflation swaps.

Credit risk

Credit risk is managed on a Group basis. Credit risk arises from a combination of the value and term to settlement of balances due and payable with counterparties for both financial and trade transactions.

In order to minimise credit risk, cash investments and derivative transactions are limited to financial institutions of a suitable credit quality and counterparties are carefully screened. The Group's cash balances are invested in line with a policy approved by the Board, capped with regard to counter-party credit ratings.

The project companies in which the Group invests receive revenue from government departments, public sector or local authority clients and/or directly from the public for example, via the collection of tolls. As a result, these projects tend not to be exposed to significant credit risk.

Price risk

The Group has limited direct exposure, the fair value of project companies in which the Group invests is dependent on the receipt of fixed fee income from government departments, public sector or local authority clients. As a result, these projects tend not to be exposed to price risk.

Liquidity risk

The Group adopts a prudent approach to liquidity management by maintaining sufficient cash and available committed facilities to meet its current and upcoming obligations.

The Group's liquidity management policy involves projecting cash flows in major currencies and assessing the level of liquid assets necessary to meet these. Managing liquidity risk is helped by the predictability in both value and timing of cash flows to and from project companies in which the Group invests.

Maturity of financial assets

The maturity profile of the Group's financial assets, excluding investments at FVTPL, is as follows:

	Continuing operations 31 December 2016			Continuing operations 31 December 2015		
	Less than one year £'000	Greater than one year £'000	Total £'000	Less than one year £'000	Greater than one year £'000	Total £'000
Debtors	115,816	-	115,816	71,755	-	71,755
Cash at bank and in hand	8	-	8	6	-	6
Financial assets (excluding investments at FVTPL)	115,824	-	115,824	71,761	-	71,761

None of the financial assets is either overdue or impaired.

The maturity profile of the Group's financial liabilities is as follows:

	31 December 2016 £'000	31 December 2015 £'000
In one year or less, or on demand	(3,234)	(1,989)
In more than one year but less than two years	-	-
In more than two years but less than five years	-	-
In more than five years	-	-
Total	(3,234)	(1,989)

Capital risk

The Group seeks to adopt efficient financing structures that enable it to manage capital effectively to achieve the Group's objectives without putting shareholder value at risk. The Group's capital structure comprises its equity (as set out in the Group Statement of Changes in Equity).

Notes to the Group Financial Statements

16 Deferred tax

The following are the major deferred tax assets and liabilities and movements therein recognised by the Company in the year ended 31 December 2016 and 31 December 2015:

	Deferred tax on the fair value of investments £'000	Total £'000
Opening liability at 1 January 2016	(143)	(143)
Credit to income - current year	143	143
Closing liability at 31 December 2016	-	-

Opening liability at 1 January 2015	(389)	(389)
Charge to income - current year	246	246
Closing liability at 31 December 2015	(143)	(143)

Netting of deferred tax balances

	31 December 2016 £'000	31 December 2015 £'000
Deferred tax liabilities	-	(143)
Net deferred tax liability as disclosed on the Group Balance Sheet	-	(143)

A deferred tax liability has been recognised on £nil million (31 December 2015 - £0.7 million) relating to future interest receivable from investments held at fair value.

Notes to the Group Financial Statements

17 Share capital

	2016 £'000	2015 £'000
Allotted, called up and fully paid:		
47,136,795 ordinary shares of £1.00 each	47,137	47,137

The Company has one class of ordinary shares which carry no right to fixed income.

18 Net cash inflow from operating activities

	2016 £'000	2015 £'000
Profit from operations	41,418	13,280
Adjustments for:		
Unrealised profit arising on changes in fair value of investments in project companies (note 11)	(28,511)	(4,878)
Operating cash inflow before movements in working capital	12,907	8,402
(Increase) / decrease in debtors	(5)	426
(Increase) / decrease in interest receivable	(1,222)	1,207
Increase/(decrease) in creditors	3,233	(1,962)
Cash inflow from operations	14,913	8,073
Income taxes received / (paid)	-	988
Net cash inflow from operating activities	14,913	9,061

19 Guarantees, contingent assets and liabilities and other commitments

At 31 December 2015, the Company was a guarantor under the £350 million syndicated, committed, revolving credit facility and associated credit facilities dated 17 February 2015. On 21 June 2016 the facility was increased to £400 million. At 31 December 2016, the total amount utilised under the £400 million facility and associated ancillary facilities, and hence guaranteed by the Company, was £334.1 million (2015 - £174.2 million).

At 31 December 2016, the Company was a guarantor of an uncommitted bonding facility from Zurich entered into by John Laing Limited. At 31 December 2016 the total amount utilised under the Zurich facility, and hence guaranteed by the Company, was £nil (2015 - £4.0 million).

At 31 December 2016, future commitments on investments were £nil (31 December 2015 - £nil).

Notes to the Group Financial Statements

20 Transactions with related parties

As a wholly owned subsidiary of John Laing Group plc, the Company has taken advantage of the exemption under FRS 102 Section 33 not to provide information on related party transactions with other undertakings in the John Laing Group plc group. A copy of the published financial statements of John Laing Group plc can be obtained from www.laing.com.

The Group entered into the following trading transactions with project companies:

	<u>2016</u> <u>£'000</u>	<u>2015</u> <u>£'000</u>
Interest income from project companies	1,205	2,584
Dividend income from project companies	14,121	7,141
Other income from project companies	273	231
Balances at year end		
Amounts due from project companies	31	24
Subordinated debt loans to project companies	<u>17,149</u>	<u>25,364</u>

Notes to the Group Financial Statements

21 Investments

Company name	Ownership interest	Operation	Country of incorporation	Registered office
<u>Investment entity subsidiary companies (measured at fair value)</u>				
John Laing Infrastructure (German Holdings) Limited		100% Intermediary holding company	United Kingdom	Note 1
John Laing Infrastructure (A1 Mobil Holdings) Limited		100% Intermediary holding company	United Kingdom	Note 1
<u>Subsidiary project companies (measured at fair value)</u>				
CountyRoute (A130) plc		100% Road concession operator	United Kingdom	Note 2
CountyRoute 2 Limited		100% Road concession operator	United Kingdom	Note 2
CountyRoute Limited		100% Road concession operator	United Kingdom	Note 2
<u>Joint venture project companies (measured at fair value)</u>				
A1 Mobil GmbH & Co. KG	42.50%	Road concession operator	Germany	Note 3
A1 Mobil Verwaltungs GmbH	42.50%	Administrator for a road concession operator	Germany	Note 3
Gdansk Transport Company SA *	29.69%	Administrator for a road concession operator	Poland	Note 4
Severn River Crossing plc	35.00%	Toll bridge concessionaires	United Kingdom	Note 5
<u>Other investments (measured at fair value)</u>				
City Greenwich Lewisham Rail Link plc	5.00%	Light rail concession operator	United Kingdom	Note 6

* disposed post year end on 2 March 2017

Notes:

- 1) The registered office of these companies is: 1 Kingsway, London, WC2B 6AN
- 2) The registered office of these companies is: 8 White Oak Square, London Road, Swanley, Kent, BR8 7AG
- 3) The registered office of these companies is: Stader Strasse 36, 27419 Sittensen, Germany
- 4) The registered office of this company is: Powstancow Warszawy 19, 81-718 Sopot, Poland
- 5) The registered office of this company is: Bridge Access Road, Aust, South Gloucestershire, BS35 4BD
- 6) The registered office of this company is: 73 Norman Road, Greenwich, London, SE10 9QF

22 Post balance sheet events

On 2 March 2017, the Company disposed of its 29.69% interest in Gdansk Transport Company SA for proceeds of €137.3 million.

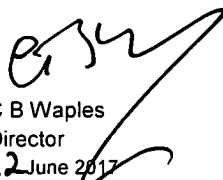
JOHN LAING INFRASTRUCTURE LIMITED

Company Balance Sheet
as at 31 December 2016

	Notes	2016 £'000	2015 £'000
Non-current assets			
Investments	2	13,996	22,778
Current assets			
Debtors			
- due within one year	3	127,533	94,808
Cash at bank and in hand	4	8	6
		<u>127,541</u>	<u>94,814</u>
Current liabilities			
Creditors: amounts falling due within one year	5	(5,932)	(3,886)
Net current assets		<u>121,609</u>	<u>90,928</u>
Total assets less current liabilities		135,605	113,706
Net assets		<u>135,605</u>	<u>113,706</u>
Capital and reserves			
Called up share capital	7	47,137	47,137
Share premium account		32,509	32,509
Profit and loss account		55,959	34,060
Shareholder's funds		<u>135,605</u>	<u>113,706</u>

In accordance with section 408 of the Companies Act 2006, no separate profit and loss account has been presented for the Company. For the year ended 31 December 2016, the Company reported a profit of £21.9million (2015 - £14.8 million).

The financial statements of John Laing Infrastructure Limited, registered number 4401816, were approved by the Board of Directors and authorised for issue on 22 June 2017. They were signed on its behalf by:


C B Waples
Director

22 June 2017

Company Statement of Changes in Equity
for the year ended 31 December 2016

	Called up share capital £'000	Share premium £'000	Profit and loss £'000	Total equity £'000
Balance at 1 January 2016	47,137	32,509	34,060	113,706
Profit after tax and total comprehensive income	-	-	21,899	21,899
Balance at 31 December 2016	47,137	32,509	55,959	135,605

	Called up share capital £'000	Share premium £'000	Profit and loss £'000	Total equity £'000
Balance at 1 January 2015	47,137	32,509	19,225	98,871
Profit after tax and total comprehensive income	-	-	14,835	14,835
Balance at 31 December 2015	47,137	32,509	34,060	113,706

Profit and loss

The profit and loss account represents the accumulated profit or loss since the incorporation of the Company

Notes to the Company Financial Statements for the year ended 31 December 2016

1 ACCOUNTING POLICIES**a) Basis of preparation of accounts**

The financial statements have been prepared under the historic cost convention and in accordance with Financial Reporting Standard 102 ("FRS 102") issued by the Financial Reporting Council ("FRC"). These financial statements are presented in pounds sterling, the functional currency and the currency of the primary economic environment in which the Company operates. The principle accounting policies of the Company are set out below.

The Company's principal activity is to hold investments in PPP project companies that provide services under certain private finance agreements. The infrastructure projects are set up as a special purpose companies under non-recourse arrangements and therefore the Company has limited exposure to their liabilities. In the event of default of an infrastructure project, the exposure is limited to the extent of the investment the Company has made. Having reviewed the Company's investment portfolio including the associated future cash requirements and forecast receipts, and the level of facilities within the John Laing Group plc corporate banking facility to which the Company is a co-borrower, 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.

The Directors authorised payment of a dividend of £nil million (2015 - £nil million) during the year.

b) Revenue recognition

Revenue recognition is determined by reference to the following policies:

- Dividend income from investments in project companies and other investments is recognised when the Company's right to receive payment has been established. Dividend income is recognised gross of withholding tax, if any, and only when approved and paid by the project company.
- Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued by reference to the principal outstanding and the applicable interest rate.

c) Investments

Fixed asset investments are shown at cost less provision for impairment.

An impairment is reversed in the current period, to the extent of the carrying value of the investment had the original impairment not occurred, if there is a change in economic conditions or a change in expected use of the investment. If the increase in value of the investment arises from mechanical factors affecting the discounted present value, such as the passage of time either bringing future cash inflows closer or overtaking future cash outflows, such an increase in value is not considered to be a reversal of the events or circumstances which led to the impairment in the first place.

Notes to the Company Financial Statements for the year ended 31 December 2016 (continued)

1 ACCOUNTING POLICIES (CONTINUED)

d) 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 section 29 of FRS 102: 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.

e) Foreign currency

Translations into sterling are made at the average rates ruling throughout the year for profit and loss account items.

Exchange differences arising in the ordinary course of trading are reflected in the profit and loss account; those arising on translation of net equity are dealt with as a movement in reserves.

Monetary assets and liabilities expressed in foreign currency are reported at the rate of exchange prevailing at the balance sheet date, or if appropriate, at the forward contract rate. Any difference arising on retranslation of these amounts is taken to the profit and loss account.

Notes to the Company Financial Statements for the year ended 31 December 2016 (continued)

2 INVESTMENTS

	Subsidiary undertakings	Joint ventures		Total
	Equity £'000	Equity £'000	Loans £'000	£'000
Cost				
At 1 January 2016	11,807	6,384	7,634	25,825
Additions	-	-	260	260
Disposals	(8,760)	-	-	(8,760)
Repayments	-	-	(1,499)	(1,499)
Foreign exchange loss	-	-	1,217	1,217
Reclassification	-	(161)	161	-
At 31 December 2016	3,047	6,223	7,773	17,043
Provisions for impairment				
At 1 January 2016	(3,047)	-	-	(3,047)
Disposals	-	-	-	-
Credit for the year	-	-	-	-
At 31 December 2016	(3,047)	-	-	(3,047)
Net book value				
At 31 December 2016	-	6,223	7,773	13,996
At 31 December 2015	8,760	6,384	7,634	22,778

The Company's subsidiary and joint venture undertakings are listed on page 23.

Significant additions and disposals:

On 30 November 2016, the Company disposed of its 100% interest in UK Highways Limited.

On 22 December 2016, the Company disposed of its 100% interest in UK Highways A55 (Holdings) Limited.

Post year end on 2 March 2017, the company disposed of its 29.69% interest in Gdansk Transport Company SA.

3 DEBTORS

	2016 £'000	2015 £'000
Due within one year		
Amounts owed from parent undertakings	115,783	71,727
Amounts owed from subsidiary undertakings	11,636	22,953
Amounts owed by joint ventures	110	124
Other debtors	4	4
	127,533	94,808

Amounts owed by parent undertakings within one year are loans from parent undertakings of £113,503,000 (2015 - £69,392,000) and interest due on those loans of £2,280,000 (2015 - £2,335,000). These loans are payable on demand and interest is charged at 2.5% above base rate (2015 - 3.5% above base from January 2015 to February 2015 and 2.75% above base rate from March 2015 to December 2015).

Amounts owed from subsidiary undertakings, which comprise loans and accrued interest on the loans, are net of impairments of £51,905,000. The loans are repayable in line with agreements with the undertakings and interest is charged at agreed arms length interest rates.

4 CASH AT BANK AND IN HAND

	2016 £'000	2015 £'000
Cash at bank and in hand	8	6
	8	6

Notes to the Company Financial Statements for the year ended 31 December 2016 (continued)

5 CREDITORS

	2016 £'000	2015 £'000
Amounts falling due within one year		
Amounts owed to group undertakings	(3,216)	(1,502)
Amounts owed to subsidiary undertakings	(1)	(467)
Group relief payable	(2,696)	(1,897)
Accruals and deferred income	(19)	(20)
	<u>(5,932)</u>	<u>(3,886)</u>

The amounts owed to group undertakings are payable on demand and no interest is charged.

6 CAPITAL COMMITMENTS, CONTINGENT LIABILITIES AND FINANCIAL COMMITMENTS

At 31 December 2016, the Company was a guarantor under the £350 million syndicated, committed, revolving credit facility and associated credit facilities dated 17 February 2015. On 21 June 2016 the facility was increased to £400 million. At 31 December 2016, the total amount utilised under the £400 million facility and associated ancillary facilities, and hence guaranteed by the Company, was £334.1 million (2015 - £174.2 million).

At 31 December 2016, the Company was a guarantor of an uncommitted bonding facility from Zurich entered into by John Laing Limited. At 31 December 2016 the total amount utilised under the Zurich facility, and hence guaranteed by the Company, was £nil (2015 - £4.0 million).

As at 31 December 2016, future commitments on investments amounted to £nil (2015 - £nil).

7 CALLED UP SHARE CAPITAL

	2016 £'000	2015 £'000
Allotted, called up and fully paid:		
47,136,795 ordinary shares of £1.00 each	<u>47,137</u>	<u>47,137</u>

8 TRANSACTIONS WITH RELATED PARTIES

As a wholly owned subsidiary of John Laing Group plc, the Company has taken advantage of the exemption under FRS 102 Section 33 not to provide information on related party transactions with other undertakings in the John Laing Group plc group. A copy of the published financial statements of John Laing Group plc can be obtained from www.laing.com.

9 ULTIMATE PARENT UNDERTAKING

The Company's immediate parent company is John Laing Investments Limited, a company incorporated in the United Kingdom.

The Company's ultimate parent and controlling entity at 31 December 2016 is John Laing Group plc, a company incorporated in the United Kingdom. Copies of the Group accounts of John Laing Group plc are available from its registered office at 1 Kingsway, London, WC2B 6AN.