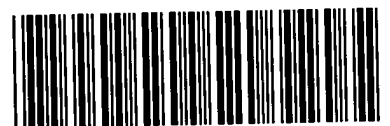


Registered number: 5681710

**BRISTOL PFI DEBT CO 1 LIMITED**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2014**

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**BRISTOL PFI DEBT CO 1 LIMITED**

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**COMPANY INFORMATION**

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<b>Directors</b>	Paul Bannister Paul Shadbolt J Desai
<b>Company secretary</b>	MAMG Company Secretarial Services Limited
<b>Company number</b>	05681710
<b>Registered office</b>	Victoria House Victoria Road Chelmsford CM1 1JR
<b>Auditors</b>	KPMG LLP Chartered Accountants Arlington Business Park Theale Reading RG7 4SD

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**BRISTOL PFI DEBT CO 1 LIMITED**

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## **BRISTOL PFI DEBT CO 1 LIMITED**

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### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2014**

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The directors present their report and the financial statements of Bristol PFI Debt Co 1 Limited for the year ended 31 December 2014.

#### **Principal activity**

The principal activity of the company is the provision of loan stock to Bristol PFI Limited, a company whose principal activities are the provision of design, construction, finance and facilities management services to Bristol City Council in relation to four schools over a contract period of 28 years.

#### **Results for the year**

##### **Dividends**

The directors do not propose to pay a dividend in respect of the year (2013: £nil).

The result for the year is set out on page 5. The directors are satisfied with the overall performance of the company.

##### **Political and charitable contributions**

During the year the company made no charitable or political donations.

##### **Directors**

The directors who served during the year were:

Paul Bannister  
Paul Shadbolt  
John Wrinn – Resigned 24 February 2015  
Julian Desai – Appointed 2 March 2015

None of the directors of the company at the year end held any interest in the company's shares.

##### **Strategic report exemption**

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small company exemption. Accordingly no strategic report has to be prepared.

##### **Disclosure of information to the auditors**

The directors who held office at the date of approval of this Directors' report confirm that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- that director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

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**BRISTOL PFI DEBT CO 1 LIMITED**

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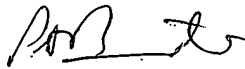
**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2014**

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**Auditors**

Pursuant to section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG LLP will therefore continue in office.

This report was approved by the board and signed on its behalf.



Paul Bannister  
Director

7/9/2015

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**BRISTOL PFI DEBT CO 1 LIMITED**

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**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT  
AND THE FINANCIAL STATEMENTS**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 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

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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

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## BRISTOL PFI DEBT CO 1 LIMITED

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### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BRISTOL PFI DEBT CO 1 LIMITED

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We have audited the financial statements of Bristol PFI Debt Co 1 Limited for the year ended 31 December 2014 set out on pages 5 to 11. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 set out on page 3, 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 Ethical Standards for Auditors.

#### Scope of the audit of the financial statements

Scope of an audit of financial statements is provided on the Financial Reporting Council's Website at "[www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate)".

#### 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 2014 and of its profit for the year then ended;
- have been properly prepared in accordance with UK 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.
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

  
**Amanda Moses (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
Chartered Accountants  
Arlington Business Park  
Theale  
Reading RG7 4SD

24 September 2015

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**BRISTOL PFI DEBT CO 1 LIMITED**

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**PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 DECEMBER 2014**

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	Notes	2014 £	2013 £
Administrative expenses		(3,722)	(1,155)
<b>Operating loss</b>	2	(3,722)	(1,155)
Interest receivable	3	517,661	524,483
Interest payable	4	(503,004)	(524,483)
<b>Profit/(loss) on ordinary activities before taxation</b>		10,935	(1,155)
Tax on (profit)/loss on ordinary activities	5	(3,153)	269
<b>Profit/(loss) for the financial year</b>		7,782	(886)

All amounts relate to continuing operations.

There is no difference between the profit for the financial year and the total recognised gains and losses relating to the year, and therefore no separate statement of total recognised gains and losses has been presented.

The notes on pages 7 to 11 form part of these financial statements.



**BRISTOL PFI DEBT CO 1 LIMITED**

**BALANCE SHEET  
AS AT 31 DECEMBER 2014**

	Notes	2014 £	2013 £
<b>Current assets</b>			
Debtors: amounts falling due after more than one year	6	4,066,729	4,118,262
Debtors: amounts falling due within one year	6	179,877	175,428
Cash in hand		7,964	8,823
<b>Total current assets</b>		<b>4,254,570</b>	<b>4,302,513</b>
<b>Current liabilities:</b> amounts falling due within one year	7	<b>(168,953)</b>	<b>(181,918)</b>
<b>Net current assets</b>		<b>4,085,617</b>	<b>4,120,595</b>
<b>Total assets less current liabilities</b>		<b>4,085,617</b>	<b>4,120,595</b>
<b>Creditors:</b> amounts falling due after one year	8	<b>(4,066,729)</b>	<b>(4,109,489)</b>
<b>Net assets</b>		<b>18,888</b>	<b>11,106</b>
<b>Capital and reserves</b>			
Called up share capital	9	10,000	10,000
Profit and loss account	10	8,888	1,106
<b>Shareholders' funds</b>	11	<b>18,888</b>	<b>11,106</b>

The financial statements were approved by the directors and authorised for issue on and signed on its behalf by:

7<sup>th</sup> September 2015



Paul Bannister  
Director

Company registration number: 5681710

The notes on pages 7 to 11 form part of these financial statements.

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## BRISTOL PFI DEBT CO 1 LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

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#### 1. ACCOUNTING POLICIES

A summary of the company's principal accounting policies, which have been consistently applied for both financial years is set out below

##### 1.1. Basis of preparation of financial statements

The financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with UK Generally Accepted Accounting Practice (GAAP) and the Companies Act 2006.

##### Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future.

##### 1.2. Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

##### 1.3. Classification of financial instruments issued by the Company

Following the adoption of FRS 25, financial instruments issued by the Company are treated as equity (i.e. forming part of shareholders' funds) only to the extent that they meet the following two conditions:

- a) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and
- b) where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Finance payments associated with financial liabilities are dealt with as part of interest payable and similar charges. Finance payments associated with financial instruments that are classified as part of shareholders' funds (see dividends policy), are dealt with as appropriations in the reconciliation of movements in shareholders' funds.

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**BRISTOL PFI DEBT CO 1 LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2014**

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**2. OPERATING LOSS**

The operating loss is stated after charging:

	2014	2013
	£	£
Auditors' remuneration	1,155	1,155

During the year, no director received any emoluments (2013: £nil). Audit fees are borne by another group company.

**3. INTEREST RECEIVABLE**

	2014	2013
	£	£
Interest receivable from group undertakings	517,661	524,483

**4. INTEREST PAYABLE**

	2014	2013
	£	£
Interest payable on loan stock	503,004	524,483

**5. TAXATION**

	2014	2013
	£	£

**(a) Analysis of tax charge/(credit) in the year**

Current taxation:

Charge for the year	3,733	(269)
Adjustment in respect of prior periods	(580)	-

<b>Tax on profit/(loss) on ordinary activities</b>	<b>3,153</b>	<b>(269)</b>
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**(b) Factors affecting tax charge/(credit) for the year**

	2014	2013
	£	£

Profit/(loss) on ordinary activities before tax	10,935	(1,155)
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Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 21.5 % (2013: 23.25%)	2,351	(269)
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Tax losses utilised	(689)	-
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Expenses not deductible for tax purposes	2,071	-
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Adjustment in respect of prior period	(580)	-
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<b>Current tax charge/(credit) for the year</b>	<b>3,153</b>	<b>(269)</b>
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**BRISTOL PFI DEBT CO 1 LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2014**

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**5. TAXATION (continued)**

There were no factors that affected the tax charge for the year which has been calculated on the profits on ordinary activities before tax at the standard rate of corporation tax in the UK of 21.5% (2013: 23.25%).

**(c) Factors that may affect future tax charge**

A reduction in the rate from 23% to 21% (effective 1 April 2014) and 20% (effective 1 April 2015) were substantially enacted on 2 July 2013. This will reduce the Group's future current tax charge.

**6. DEBTORS**

	2014	2013
	£	£
<b>Due after more than one year</b>		
Amounts owed by group undertakings	4,066,729	4,118,262
	<u>4,066,729</u>	<u>4,118,262</u>
<b>Due within one year</b>		
Amounts owed by group undertakings	51,534	45,662
Accrued interest receivable	128,343	129,766
	<u>179,877</u>	<u>175,428</u>

The amounts owed by group undertakings represent loan notes. The loan notes are unsecured and bear interest at 5.49% per annum and 12.5% during operation. The loan notes are repayable in semi-annual installments and are expected to be fully repaid by 2034.

**7. CREDITORS: amounts falling due within one year**

	2014	2013
	£	£
Loan notes	51,534	45,662
Interest payable within one year	113,686	129,766
Other creditors	-	6,490
Corporation tax	3,733	-
	<u>168,953</u>	<u>181,918</u>

The loan notes are unsecured and bear interest at 5.49% per annum during construction and 12.45% during operation. The loan notes are repayable in semi-annual installments and are expected to be fully repaid by 2034.

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**BRISTOL PFI DEBT CO 1 LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2014**

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**8. CREDITORS: amounts falling due after more than one year**

	2014	2013
	£	£
Loan stock	4,066,729	4,109,489

The loan notes are unsecured and bear interest at 5.49% per annum during construction and 12.45% during operation. The loan notes are repayable in semi-annual installments and are expected to be fully repaid in 2034.

**9. SHARE CAPITAL**

	2014	2013
	£	£
<b>Allotted, called up and fully paid</b>		
10,000 Ordinary shares of £1 each	10,000	10,000

**10. RESERVES**

	Profit and loss account £
At 1 January 2014	1,106
Profit for the year	7,782
At 31 December 2014	8,888

**11. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS**

	2014	2013
	£	£
Opening shareholders' funds	11,106	11,992
Profit/(loss) for the year	7,782	(886)
Closing shareholders' funds	18,888	11,106

**12. RELATED PARTY TRANSACTIONS**

Bristol Debt Co 1 Limited has issued loan notes totalling £4,118,263 (2013: £4,155,151) held by Skanska TAM Limited. At the year end, interest of £113,686 (2013: £129,766) was due in respect of the loan notes.

Bristol Debt Co 1 Limited holds loan notes of £4,118,264 (2013: £4,163,924) issued by Bristol PFI Limited. Bristol PFI Ltd is 45% owned by Skanska. At the year end, total interest accrued on this loan amounts to £128,343 (2013: £129,766).

Bristol Debt Co 1 Limited is related to Bristol PFI Limited by virtue of being under common influence of the Skanska Group.

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**BRISTOL PFI DEBT CO 1 LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2014**

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**13. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

At the year end the company was a wholly owned subsidiary of Skanska TAM Limited, a company incorporated in England and Wales.

The smallest and largest group in which the Company's results are included is Skanska Infrastructure AB, the ultimate parent company, incorporated in Sweden.