Registered Number 06287034

## ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2016

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Registered Number 06287034

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Registered Number 06287034

## STRATEGIC REPORT

The strategic report has been prepared for CSES (Dorset) Limited (the "Company").

The Directors present their Strategic Report and Directors' report on the affairs of the Company, which has been prepared in compliance with s414C of Companies Act 2006, together with the financial statements, for the year ended 31 March 2016.

#### Principal activity, review of business and future developments

The principal activity of the Company during the year under review was that of an investment holding company. The Directors expect the Company to continue this activity in the foreseeable future. The results for the year and financial position of the Company are as shown in the attached financial statements.

The Company has prepared financial statements for the year to 31 March 2016. The comparative period covers the period from 1 April 2014 to 31 March 2015. The Company's financial statements have been prepared in accordance with Financial Reporting Standard 102 ("FRS 102") issued by the Financial Reporting Council ("FRC").

In accordance with FRS 102 section 9.9, subsidiaries that are held as part of an investment portfolio shall be measured at fair value with changes in fair value recognised in profit or loss. As the Company treats its equity investments as a homogenous investment portfolio, all subsidiaries are measured at fair value through profit and loss, as opposed to being consolidated on a line by line basis. As at 31 March 2016 the fair value of investments was £8,114,991 (2015: £5,991,978).

The Company made a profit before taxation of £2,258,024 in the year ended 31 March 2016 compared with profit before taxation of £521,235 in the year ended 31 March 2015.

#### Going concern

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

The financial statements show net current assets of £566,471 as at 31 March 2016 (2015: £374,317).

## Risk management

Risk is managed on a group basis. This comprises identifying and evaluating the risks that the group faces and ensuring that appropriate controls and processes are in place to manage these risks. It also comprises responsibility for the oversight of the risk management process. An important part of the group risk management framework is to have documented policies and procedures in place.

The Directors of the Company are responsible for ensuring that the Company complies with the group's risk management framework. Assurance as to the effectiveness of and compliance with the risk management framework and internal controls is provided by the Group's risk management functions.

The Directors consider the risk management framework to be appropriate for a company of its size and complexity.

## **STRATEGIC REPORT (continued)**

### Financial risk management

The Company is subject to a number of financial risks throughout its business, primarily credit risk and liquidity risk.

#### Credit risk

Credit risk is the risk of financial loss if a counterparty fails to meet its obligations to repay outstanding amounts as they fall due. Credit risk arises principally from amounts owed to the Company from the companies it has interest in.

Appropriate credit checks are required to be made on all counterparties to the Company. The Company only deposits money with appropriately rated counterparties.

#### Liquidity risk

Liquidity risk is the risk that the Company may be unable to meet its payment obligations as they fall due or can only do so at a significantly high cost. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient funds to meet its liabilities when due.

## Key performance indicators

The key performance indicator for the Company is the net assets attributable to shareholders, as detailed on page 7 of the financial statements.

By order of the Board on 29/6/2016 and signed on its behalf by:

K W Pickard

Director

Registered Office: 12 Charles II Street London SW1Y 4QU

Registered Number 06287034

Registered Number 06287034

## **DIRECTORS' REPORT**

## **Principal activities**

The Company acts as an investment holding company. No change in the Company's activities is anticipated. In accordance with Companies Act 2006 s414, further information regarding the Company's principal activity is found within the Strategic report on pages 1 to 2.

#### Results and dividends

The Company's profit for the year under review is as detailed in the statement of profit and loss shown in these accounts.

No dividend on the Ordinary shares was paid in respect of the year ended 31 March 2016 (2015: £200,000).

#### **Directors**

The Directors who served during the year were as follows:

Name

A C Roper K W Pickard A E Kinghorn

The Articles of Association of the Company provide that in certain circumstances the Directors are entitled to be indemnified out of the assets of the Company against claims from third parties in respect of certain liabilities arising in connection with the performance of their functions, in accordance with the provisions of the UK Companies Act 2006. Indemnity provisions of this nature have been in place during the financial year but have not been utilised by the Directors.

### Disclosure of Information to Auditor

Each person who is a Director at the date of approval of this report confirms that so far as the Directors are aware, there is no relevant audit information of which the Company's auditor is unaware; and the Directors have taken all steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

#### **Auditor**

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

#### **Political contributions**

The Company made no political donations or incurred any political expenditure during the year.

## **DIRECTORS' REPORT (continued)**

## Statement of directors' responsibilities in respect of the Strategic Report, the Directors' Report and the financial statements

The Directors are responsible for preparing the Strategic Report, 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), including 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 judgements 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
- 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 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.

By order of the Board

K W Pickard Director

29/6/2016

Registered Office: 12 Charles II Street London SW1Y 4QU

Registered Number 06287034

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CSES (DORSET) LIMITED

We have audited the financial statements of CSES (Dorset) Limited for the year ended 31 March 2016 set out on pages 6 to 20. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 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 Directors' Responsibilities Statement set out on page 4, 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at <a href="www.frc.org.uk/auditscopeukprivate">www.frc.org.uk/auditscopeukprivate</a>.

### **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 March 2016 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 Strategic Report and 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.

William Meredith (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

W Mend M

15 Canada Square

London, E14 5GL

29/6/2016

## INCOME STATEMENT for the year ended 31 March 2016

			Year ended 31 March 2016	Year ended 31 March 2015
		Notes	Total	Total
	·	·	£	£
Gains on investments		10a	2,123,013	191,588
Income from investment			147,524	452,969
Administrative expenses			-	(107,599)
Total operating income			2,270,537	536,958
	<u> </u>		<u></u>	
Operating profit for the year			2,270,537	536,958
Interest payable and similar charges		4	(408,413)	(407,297)
Interest receivable and similar income		5	395,900	391,574
Profit before tax			2,258,024	521,235
Income tax credit/(expense)		9 .	16,824	(15,955)
Profit for the financial year			2,274,848	505,280

The results of the Company are derived entirely from continuing operations.

There are no recognised gains and losses other than the net income for the financial year.

The notes form part of these financial statements.

## STATEMENT OF FINANCIAL POSITION as at 31 March 2016

	31 March 2016		31 March 2015	
	Notes	£	£	
Non-current assets		-		
Investments at fair value through profit or loss	10a	8,114,991	5,991,978	
Investments in loanstock	10ь	3,150,881	3,191,201	
Total non-current assets		11,265,872	9,183,179	
Current assets				
Debtors	11	97,156	110,520	
Cash and cash equivalents		485,091	309,508	
Total current assets		582,247	420,028	
Creditors - amounts falling due within one year	12	(15,776)	(45,711)	
Net current assets		566,471	374,317	
Creditors – amounts falling due within more than one year	13	(3,258,372)	(3,258,373)	
Net assets	· · · · · · · · · · · · · · · · · · ·	8,573,971	6,299,123	
Equity				
Share capital and share premium	14	2,340,593	2,340,593	
Retained reserves		6,233,378	3,958,530	
Total equity attributable to owners of the parent		8,573,971	6,299,123	

The notes form part of these financial statements.

The financial statements were approved by the Board of Directors on and signed on its behalf by:

K W Pickard Director

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# STATEMENT OF CASH FLOWS for the year ended 31 March 2016

Year ended 31 March 2016 £ 2,258,024	Year ended 31 March 2015 £
£ 2,258,024	£
2,258,024	
	521 22 <i>5</i>
	E21 22E
(227.22)	521,235
(00 = 000)	
(395,900)	(391,574)
408,413	407,297
(2,123,013)	(191,588)
(147,524)	(452,969)
•	(35,507)
12,161	246,730
12,161	103,624
	1,326
•	546,496
147,524	247,361
599,266	795,183
-	(200,000)
(408,413)	(407,297)
(27,431)	-
(435,844)	(607,297)
175,583	291,510
309,508	17,998
	14,322 437,420 147,524 599,266 (408,413) (27,431) (435,844) 175,583

The notes form part of these financial statements.

# CSES (DORSET) LIMITED Registered Number 06287034

# STATEMENT OF CHANGES IN EQUITY for the year ended 31 March 2016

For the year ended 31 March 2016			
	Share capital and share premium £	Retained reserves	Total equity
Shareholders' equity at beginning of the year	2,340,593	3,958,530	6,299,123
Profit for the year		2,274,848	2,274,848
Shareholders' equity at end of the year	2,340,593	6,233,378	8,573,971
For the year ended 31 March 2015			
	Share capital and share premium £	Retained reserves	Total equity
Shareholders' equity at beginning of the year	2,340,593	3,653,250	5,993,843
Profit for the year Dividends paid		505,280 (200,000)	505,280 (200,000)
Shareholders' equity at end of the year	2,340,593	3,958,530	6,299,123

The notes form part of these financial statements.

Registered Number 06287034

## NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 March 2016

## 1. General information

CSES (Dorset) Limited is a company limited by shares and incorporated and domiciled in the UK. The address of the Company is given in the Directors' Report on page 4. The nature of the Company's operations and its principal activities are set out in the Strategic Report on pages 1 to 2.

### 2. Key accounting policies

## (a) Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 102 in the UK and Republic of Ireland ("FRS 102") under historical cost convention, modified to include certain items at fair value.

The Company is exempt by virtue of FRS 102 section 9.9 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

FRS 102 requires a group to measure subsidiaries excluded from consolidation by virtue of paragraph 9.9(b) and held as part of an investment portfolio, at fair value through profit or loss. This is a departure from the requirements of Schedule 1 to the 2008 Regulations to the 2006 Companies Act, which would have required measurement at cost or valuation through revaluation reserve. However, that would fail to give a true and fair view, because it is inconsistent with the reason for their non-consolidation, which is that they are held exclusively for resale as part of an investment portfolio. Accordingly, in order to give a true and fair view, Schedule 1 has been departed from and instead they have been included at fair value through profit or loss.

The functional and presentational currency of these financial statements is sterling.

The principal accounting policies are set out below:

### (b) Going concern

The financial position of the Company, its liquidity position and borrowing facilities, as well as the Company's business activities and factors likely to affect its future development and position, are described in the Strategic Report on pages 1 to 2.

The Company and its subsidiaries have a long-term contract with a government client. In addition, the subsidiaries' project-level financing is non-recourse to the Company. As a consequence, the Directors believe that the Company is well placed to manage its business risks successfully.

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future, thus they adopt the going concern basis of accounting in preparing the annual financial statements.

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## NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 March 2016

### 2. Key accounting policies (continued)

### (c) Foreign currency

Transactions in foreign currencies are translated to the Company's functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined. Foreign exchange differences arising on translation are recognised in the profit and loss account.

### (d) Financial assets and liabilities

In accordance with FRS 102.22, financial instruments issued by the Company are treated as equity 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.

## NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 March 2016

### 2. Key accounting policies (continued)

### (e) Basic financial instruments

Trade and other debtors / creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

Interest-bearing borrowings classified as basic financial instruments

Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Investments in preference and ordinary shares

Investments in equity instruments are measured initially at fair value with changes recognised in profit and loss. Transaction costs are excluded if the investments are subsequently measured at fair value through profit and loss. Subsequent to initial recognition investments that can be measured reliably are measured at fair value with changes recognition in profit or loss. Other investments are measured at cost less impairment in profit or loss

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

### (f) Impairments

### Financial assets

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at each balance sheet date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset. An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate. Significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics. All impairment losses are recognised in the profit and loss account. An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised. For financial assets measured at amortised cost the reversal is recognised in the profit and loss account.

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## NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 March 2016

## 2. Key accounting policies (continued)

### (g) Investment income

Interest income is recognised in the income statement as it accrues on a time-apportioned basis, using the effective interest rate of the instrument concerned as calculated on acquisition or origination date.

Dividends are recognised when the Company's right to receive payment has been established.

Gains on investments relates solely to the investments held at fair value.

#### (h) Expenses

Interest receivable and Interest payable

Interest payable and similar charges include interest payable, finance charges on shares classified as liabilities and finance leases recognised in profit or loss using the effective interest method, unwinding of the discount on provisions, and net foreign exchange losses that are recognised in the profit and loss account (see foreign currency accounting policy).

Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method. Dividend income is recognised in the profit and loss account on the date the company's right to receive payments is established. Foreign currency gains and losses are reported on a net basis.

#### (i) Income tax

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax is based on the taxable profit for the period. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

#### 3. Financial instruments

## Risk Management

The objective of the Company's financial risk management is to manage and control the risk exposures of its investment portfolio. The review and management of financial risks are delegated to InfraRed Capital Partners Limited, the appointed Operator of the Company's parent entity, Infrastructure Investments Limited Partnership. The Operator has documented procedures designed to identify, monitor and manage the financial risks to which the Company is exposed. This Note presents information about the Company's exposure to financial risks, its objectives, policies and processes for managing risk and the Company's management of its financial resources.

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## NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 March 2016

## 3. Financial instruments (continued)

#### Interest rate risk

The Company invests in subordinated loanstock of project companies, usually with fixed interest rate coupons. Where floating rate debt is owned the primary risk is that the Company's cash flows will be subject to variation depending upon changes to base interest rates. The portfolio's cash flows are continually monitored and reforecasted both over the near future (five year time horizon) and the long-term (over whole period of projects' concessions) to analyse the cash flow returns from investments.

The Company has an indirect exposure to changes in interest rates through its investment in project companies, which are financed by senior debt. Senior debt financing of project companies is generally either through floating rate debt, fixed rate bonds or index linked bonds. Where senior debt is floating rate, the projects typically have concession length hedging arrangements in place, which are monitored by the project companies' managers, finance parties and boards of Directors. Floating rate debt is hedged using fixed floating interest rate swaps.

#### Inflation risk

The Company's project companies are generally structured so that contractual income and costs are either wholly or partially linked to specific inflation where possible to minimise the risks of mismatch between income and costs due to movements in inflation indexes. The Company's overall cashflows vary with inflation, although they are not directly correlated as not all flows are indexed. The effects of these inflation changes do not always immediately flow through to the Company's cashflows, particularly where a project's loanstock debt carries a fixed coupon and the inflation changes flow through by way of changes to dividends in future periods.

## Market risk

Returns from the Company's investments are affected by the price at which they are acquired. The value of these investments will be a function of the discounted value of their expected future cash flows, and as such will vary with, inter alia, movements in interest rates, market prices and the competition for such assets.

#### Currency risk

The projects in which the Company invests, all conduct their business in the United Kingdom and pay loan interest, loan principal, dividends and fees in sterling.

#### Credit risk

Credit risk is the risk that a counterparty of the Company will be unable or unwilling to meet a commitment that it has entered into with the Company.

The Company's key direct counterparties are the project companies in which it makes investments. The Company's near term cash flow forecasts are used to monitor the timing of cash receipts from project counterparties. Underlying the cash flow forecast are project company cash flow models, which are regularly updated by project companies, for the purposes of demonstrating the projects' ability to pay interest and dividends based on a set of detailed assumptions. Many of the Company's investment and subsidiary entities generally receive revenue from government departments, and public sector or local authority clients. Therefore a significant portion of the Company's investments' revenue is with counterparties of good financial standing.

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## NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 March 2016

### 3. Financial instruments (continued)

The Company is also reliant on the project's subcontractors continuing to perform their service delivery obligations such that revenues to projects are not disrupted. Management of this risk is undertaken by the Operator of Infrastructure Investments Limited Partnership appointed by the General Partner. The credit standing of subcontractors is reviewed, and the risk of default estimated for each significant counterparty position. Monitoring is on-going, and period end positions are reported to the General Partner on a quarterly basis.

The Company is subject to credit risk on its loans, receivables, cash and deposits. The Company's cash and deposits are held with a variety of well-known banks. The credit quality of loans and receivables within the investment portfolio is based on the financial performance of the individual portfolio companies. For those assets that are not past due, it is believed that the risk of default is small and capital repayments and interest payments will be made in accordance with the agreed terms and conditions of the investment. Fair value adjustments, or "loan impairments", are made when the net present value of the future cash flows predicted to arise from the asset, discounted using the effective interest rate method, implies non-recovery of all or part of the Company's loan investment. In these cases a loan impairment is recorded equal to the valuation shortfall.

The Company's maximum exposure to credit risk over financial assets is the carrying value of those assets in the balance sheet. The Company does not hold any collateral as security.

#### Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as these fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient financial resources and liquidity to meets its liabilities when due. The Company ensures it maintains adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. The Company's investments are predominantly funded by share capital and medium term debt funding.

The Company's investments are generally in private companies in which there is no listed market and therefore such investment would take time to realise and there is no assurance that the valuations placed on the investments would be achieved from any such sale process.

The Company's investments have borrowings which rank senior to the Company's own investments into the companies. This senior debt is structured such that, under normal operating conditions, it will be repaid within the expected life of the projects. Debt raised by the investment companies from third parties is without recourse to the Company.

## NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 March 2016

## 3. Financial instruments

### Fair value estimation

The following summarises the significant methods and assumptions used in estimating the fair values of financial instruments:

Non-derivative financial instruments

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Company uses the income approach, which discounts the expected cash flows attributable to each asset at an appropriate rate to arrive at fair values. In determining the discount rate, regard is had to relevant long-term government bond yields, the specific risks of each investment and the evidence of recent transactions.

#### Classification of financial instruments

	31 March 2016	31 March 2015
	£	£
Financial assets		
Designated at fair value through profit or loss:		
Investments	8,114,991	5,991,978
Financial assets at fair value	8,114,991	5,991,978
At amortised cost:		
Debtors	97,156	110,520
Basic financial instruments	3,150,881	3,191,201
Cash and cash equivalents	485,091	309,508
Financial assets at amortised cost	3,733,128	3,611,229
Financial liabilities		
At amortised cost:		
Loans and borrowings	3,258,372	3,304,084
Financial liabilities at amortised cost	3,258,372	3,304,084

The Directors believe that the carrying values of all financial instruments are not materially different to their fair values.

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## NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 March 2016

## 4. Interest payable

	Year ended 31 March 2016	
	Total	Total
	£	£
Interest payable to related undertakings	408,413	407,297
Total finance costs	408,413	407,297

## 5. Interest receivable

	Year ended 31 March 2016	Year ended 31 March 2015
	Total £	Total £
Interest income: Interest on bank deposits	240	283
Total interest income	240	283
Interest receivable from investments	395,660	391,291
Finance income	395,900	391,574

## 6. Directors' remuneration

The Directors' emoluments are borne by a group undertaking. It is not practicable to allocate costs to the Company for the services performed by the Directors in relation to the Company.

## 7. Auditor's remuneration

The auditor's remuneration for the current financial year is estimated at £3,000 and has been borne by a group undertaking (2015: £3,000).

## 8. Employees

The Company had no employees during the financial year (2015: nil).

## NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 March 2016

### 9a. Income tax

	Year ended 31 March 2016	Year ended 31 March 2015
	Total	Total
	£	£
Group relief receivable/(payable)	16,824	(15,955)
Total income tax credit/(expense)	16,824	(15,955)

#### 9b. Reconciliation of effective tax rate

The charge for the year can be reconciled to the profit before tax in the profit and loss account as follows:

	Year ended 31 March 2016	Year ended 31 March 2015	
	Total	Total	
	£	£	
Profit on ordinary activities before taxation	2,258,024	521,235	
Tax using the UK corporate rate of 20% (2015: 21%) Effects of:	451,605	109,460	
Tax exempt revenues	(454,107)	(92,179)	
Group relief received	(14,322)	(1,326)	
Tax (credit)/charge for the year	(16,824)	15,955	

### 9c. Factors affecting future current and total tax charges

Reductions in the UK corporation tax rate from 23% to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015. This will reduce the Company's future current tax charge accordingly.

## 10a. Investments at fair value through profit and loss

	31 March 2016	31 March 2015	
	£	£	
Balance at beginning of the year	5,991,978	5,800,390	
Gain on investments	2,123,013	191,588	
Balance at end of the year	8,114,991	5,991,978	

The Company's ultimate parent has carried out fair market valuations of the investments as at 31 March 2016. The Directors have satisfied themselves as to the methodology used, the discount rates applied, and the valuation. All investments in PFI/PPP/P3 projects are valued using a discounted cashflow methodology. The valuation techniques and methodologies have been applied consistently with the prior year. Discount rates applied by the HICL group range from 7.0% to 10.1% (weighted average of 7.5%) (2015: 7.4% to 10.5% (weighted average of 7.9%)).

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## NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 March 2016

## 10a. Investments at fair value through profit and loss (continued)

The following economic assumptions were used in the discounted cash flow valuations at 31 March 2016:

The Company's Investments include:	Country of incorporation	Class of shares	Percentage of shares hel	
Balance at end of the year	<u> </u>	3,150,881	3,191,201	
Balance at beginning of the year Principal repayment		3,191,201 (40,320)		
		£	£	
10b. Investments in loanstock		31 March 2016	31 March 2015	
UK corporation tax rate	20%			
UK deposit interest rates	1% to Ma	rch 2019 and 3.09	% thereafter	
UK inflation rates	2.75%			
At 31 March 2015:				
UK corporation tax rate	20% to 20	17, 19% to 2020,	, 18% thereafter	
UK deposit interest rates	1% to March 2020 and 2.5% thereafter			
UK inflation rates	2.75%			

•			
incorporation	shares	31 March 2016	31 March 2015
UK	Ordinary	100.0%	100.0%
UK	Ordinary	100.0%	100.0%
	Year	r ended	Year ended
			31 March 2015
		Total	Total
		£	£
		-	12,161
		97,156	98,359
		97,156	110,520
	UK	UK Ordinary UK Ordinary Year	2016  UK Ordinary 100.0%  UK Ordinary 100.0%  Year ended 31 March 2016  Total £

## NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 March 2016

## 12. Creditors – amounts falling due within one year

14.	Creditors – amounts faming due within one year		Year ended 31 March 2015
		Year ended 31 March 2016	
		Total	Total
·		£	£
Group	relief payable	15,776	45,711
		15,776	45,711

## 13. Creditors – amounts falling due within more than one year

	Year ended 31 March 2016	Year ended 31 March 2015
	Total £	Total £
Amount due to parent undertakings	3,258,372	3,258,373
	3,258,372	3,258,373

## 14. Share capital

	Year ended 31 March 2016 Total £	Year ended 31 March 2015 Total £
Allotted, called up and fully paid		
300,000 Ordinary share of £1 each (2015: 300,000)	300,000	300,000
Share premium	2,040,593	2,040,593
At the end of the year	2,340,593	2,340,593

## 15. Controlling party

The Company's immediate parent Company is Blue Light (Holdings) Limited, which is incorporated in England and Wales. The ultimate controlling party is HICL Infrastructure Company Limited, which is incorporated in Guernsey, Channel Islands and its accounts are available at 1 Le Truchot, St Peter Port, GY1 1WD, Guernsey.