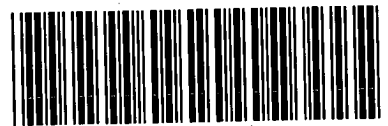


**Strategic Report, Directors' Report and
Audited Financial Statements For The Year Ended 31st December 2018**
for
Skanska Infrastructure Investment UK Limited

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For The Year Ended 31st December 2018**

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**Company Information
For The Year Ended 31st December 2018**

Directors:

P A Bannister
C K K Gangotra

Secretary:

S Leven

Registered office:

Maple Cross House
Denham Way, Maple Cross
Rickmansworth
Hertfordshire
WD3 9SW

Registered number:

04624530 (England and Wales)

Auditors:

Ernst & Young LLP
1 More London Place
London
SE1 2AF

Strategic Report
For The Year Ended 31st December 2018

The directors have pleasure in presenting their strategic report of Skanska Infrastructure UK Limited (the 'Company') for the year ended 31st December 2018.

Review of Business

During 2018, the Company continued to provide management, technical and development services to its one remaining investment in Essex. The profit on ordinary activities before tax was £1.3m (2017: £1.3m). The profit in the current and prior year has been driven by further consideration receivable from the sale of Capital Hospitals (Holdings) Limited and Capital Hospitals Issuer Plc in 2015 (see note 11 for further details).

Principal risks and uncertainties

The PFI business is largely about risk management. The ability to identify and manage these risks is crucial to the Company's success and is therefore an important prerequisite for achieving our strategic goals. Unforeseen risks may have a substantial adverse impact on earnings, which is why the Company's risk management system is of key importance. The company is in the process of divestment of all projects by the end of 2020.

The Company's risk management system does not imply avoidance of all risks, but instead aims at identifying, managing and pricing these risks. Further details of the Company's principal risks and uncertainties are provided in the sections on market and outlook below and in note 2 to this report and accounts 'Accounting judgements and key sources of estimation uncertainty'. Financial risks are described in note 15, 'Financial Instruments'. The Company is also following the Financial Policy for the Skanska Group issued by Skanska Financial Services. The purpose of the Financial Policy is to establish the overall financial objectives, the allocation of responsibilities and the limits for financial risks within the framework of the strategic and operative financial management of the Skanska Group, Skanska AB and the Business Units.


Market & outlook

The UK PFI/PPP market has been affected by cutbacks in the British government budget over recent years. As a result, the Company has decided to withdraw from the market. The Company is aiming to divest from all investments and projects by the end of 2020.

Key performance indicators

Given the decision, outlined above, to divest all projects, the directors believe that analysis of the results of the Company by reference to historic KPI measures is not relevant. The key performance indicators for the future performance of the business will relate to the successful divestment of remaining projects and transfer of employees.

By order of the board:


.....
P Bannister - Director

Date: 9/12/19.....

Directors' Report
For The Year Ended 31st December 2018

The directors present their report with the financial statements of the Company for the year ended 31st December 2018.

Principal activity

The Company's principal activity has been to invest in projects and divest once the projects are operational and delivering the services. The Company has only one investment remaining on its books. In March 2019, the directors of the Company announced their intention to cease operations. The business will continue to trade whilst preparations continue to sell the Company's investment, novate the related management services contract to the new owners and transfer the associated staff either to the new owners under the TUPE arrangements or to other parts of the Skanska UK Plc group. This process is expected to be concluded by the end of 2020.

Dividends

The results for the year are set out in the statement of comprehensive income on page 8. The directors recommended a payment of £15,000,000 in the form of dividends on the issued ordinary share capital of the Company (2017: £180,000,000). The dividend of £15,000,000 (£150.00 per share) in respect of year ended 31 December 2018 was distributed to the ordinary shareholders on 14 November 2018.

Future developments

As noted above in March 2019, the directors announced their intention to cease operations. The process is expected to be concluded by the end of 2020.

Directors

The directors shown below have held office during the whole of the period from 1st January 2018 to the date of this report.

P A Bannister
C K K Gangotra (appointed 30 June 2019)
H M Wilson (resigned 30 June 2018)
C James (resigned 30 June 2018)
N A Doherty (resigned 23 May 2018)
J M N Rutland (resigned 19 January 2018)
S R T Beauchamp (resigned 30 June 2019)

Directors' interests and transactions with directors

None of the directors at 31st December 2018 had any interests required to be disclosed under Section 182 Companies Act 2006. There were no changes in the directors' interests between 31st December 2018 and the date of this report. No director during the year had a material interest in any contract significant to the Company's business.

Directors' indemnity provisions

In accordance with the requirements of the Companies (Audit, Investigations and Community Enterprise) Act 2004, as at the date of this report, the articles of association contained provision for third-party qualifying indemnities where the Company has agreed to indemnify the directors in respect of losses arising out of, or in connection with, the execution of their powers, duties and responsibilities, as directors of the Company, and this was in force throughout the financial year ended 31st December 2018.

Directors' Report (continued)
For The Year Ended 31st December 2018

Other basis of preparation

In March 2019, the directors of the Company announced their intention to cease operations. The business will continue to trade whilst preparations continue to sell the Company's investment, novate the related management service contract to the new owners and transfer the associated staff either to the new owners under TUPE arrangements or to other parts of the Skanska UK Plc Group. This process is expected to be concluded by the end of 2020.

Skanska AB, the Company's ultimate parent undertaking has confirmed that it will provide sufficient funds to enable the Company to meet its liabilities as they fall due throughout this period. In these circumstances it is not appropriate to prepare the financial statements on a going concern basis. As the Company plans to continue trading for a period of time and realise its assets in an orderly fashion, the directors have determined that the accounting policies applied to individual items should be consistent with those adopted in the prior year. These plans have not led to any adjustments being recognised in the year.

Statement as to disclosure of information to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the Company's auditor, each director has taken all the steps that he / she is obliged to take as a director in order to make himself / herself aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

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

By order of the board:



.....
P Bannister - Director

Date: 9/12/19

**Statement of Directors' Responsibilities
For The Year Ended 31st December 2018**

The directors are responsible for preparing the Strategic Report, 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 the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards as adopted by the European Union. 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 those financial statements, the directors are required to:

- select suitable accounting policies in accordance with IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" and then apply them consistently;
- state whether applicable IFRS as adopted by the European Union have been followed, subject to any material departures, disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

**Report of the Independent Auditors to the Members of
Skanska Infrastructure Investment UK Limited**

Opinion

We have audited the financial statements of Skanska Infrastructure Investment UK Limited for the year ended 31 December 2018 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows, and the related notes 1 to 21, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2018 and of the profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report below. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter – financial statements prepared on a basis other than going concern

We draw attention to note 2 in the financial statements which explains that the directors intend that the company will cease operations and therefore, they do not consider it to be appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly, the financial statements have been prepared on a basis other than going concern as described in note 2. Our opinion is not modified in this respect of this matter.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters 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 the 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 have been prepared in accordance with applicable legal requirements.

**Report of the Independent Auditors to the Members of
Skanska Infrastructure Investment UK Limited**

Matters on which we are required to report by exception

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 material misstatements in the strategic report or directors' report.

We have nothing to report in respect of the following matters in relation to which 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.

Responsibilities of directors

As explained more fully in the statement of directors' responsibilities set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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.

Ernst & Young LLP

Peter Campbell (Senior Statutory Auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
London

Date: 12 December 2019


**Statement of Comprehensive Income
For The Year Ended 31st December 2018**

	Notes	2018 £'000	2017 £'000
Revenue	3	441	660
Cost of sales		(790)	(1,004)
Gross loss		<u>(349)</u>	<u>(344)</u>
Administrative expenses		(748)	(1,665)
Profit on sale of investments	11	1,840	3,000
Operating profit	4	<u>743</u>	<u>991</u>
Finance income	7	530	371
Finance costs	8	-	(81)
Other income	9	-	52
Profit before tax on continuing activities		<u>1,273</u>	<u>1,333</u>
Tax credit	10	98	331
Profit for the year		<u>1,371</u>	<u>1,664</u>
Other comprehensive income		-	-
Total comprehensive income for the year		<u><u>1,371</u></u>	<u><u>1,664</u></u>

Statement of Financial Position
31st December 2018

	Notes	2018 £'000	2017 £'000
Non-current assets			
Investments	11	<u>855</u>	<u>879</u>
Current assets			
Trade and other receivables	12	2,003	3,041
Deferred tax	17	107	-
Cash and cash equivalents	13	<u>63,678</u>	<u>87,583</u>
		65,788	90,624
Current liabilities			
Trade and other payables	14	(8,353)	(19,594)
Corporation tax		<u>(306)</u>	<u>(296)</u>
		(8,659)	(19,890)
Net current assets		<u>57,129</u>	<u>70,734</u>
Net assets		<u>57,984</u>	<u>71,613</u>
Capital and reserves			
Called up share capital	16	100	100
Retained earnings	20	<u>57,884</u>	<u>71,513</u>
Shareholder's funds		<u>57,984</u>	<u>71,613</u>

The financial statements were approved by the Board of Directors on 9th December 2019 and were signed on its behalf by:


P Bannister - Director

**Statement of Changes in Equity
For The Year Ended 31st December 2018**

	Called up share capital £'000	Retained earnings £'000	Total equity £'000
Balance at 1st January 2017	100	249,849	249,949
Changes in equity			
Profit for the year	-	1,664	1,664
Total comprehensive income	-	1,664	1,664
Dividends paid	-	(180,000)	(180,000)
Balance at 31st December 2017	100	71,513	71,613
Changes in equity			
Profit for the year	-	1,371	1,371
Total comprehensive income	-	1,371	1,371
Dividend paid	-	(15,000)	(15,000)
Balance at 31st December 2018	100	57,884	57,984

Statement of Cash Flows
For The Year Ended 31st December 2018

	Notes	2018 £'000	2017 £'000
Cash flows from operating activities			
Cash generated from operations	19	(1,202)	(3,529)
Net cash from operating activities		(1,202)	(3,529)
Cash flows from investing activities			
Proceeds from sale of investments		3,007	264,267
Finance income received		545	1,573
Dividends received		-	52
Repayment of loans from joint venture companies		24	20
Net cash from investing activities		3,576	265,912
Cash flows from financing activities			
Movements in inter-company balances		(11,279)	(73,940)
Finance costs paid		-	(119)
Dividend paid		(15,000)	(180,000)
Net cash from financing activities		(26,279)	(254,059)
(Decrease)/Increase in cash and cash equivalents		(23,905)	8,324
Cash and cash equivalents at beginning of year		87,583	79,259
Cash and cash equivalents at end of year	13	63,678	87,583

Notes to the Financial Statements
For The Year Ended 31st December 2018

1. Statutory information

Skanska Infrastructure Investment Limited (the 'Company') is a private company, limited by shares, incorporated and domiciled in England and Wales. The Company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

All values are rounded to the nearest thousand pounds (£000), except where otherwise indicated.

2. Accounting policies

Basis of preparation

These financial statements have been prepared and approved by the directors in accordance with International Financial Reporting Standards as adopted by the EU ("Adopted IFRS") and under the historical cost convention. In March 2019, the directors of the Company announced their intentions to cease operations. The business will continue to trade whilst preparations continue to sell the Company's investments, novate the related management services to the new owners and transfer the associated staff either to the new owners under TUPE arrangements or to other parts of the Skanska UK Plc Group. This process is expected to be concluded by the end of 2020.

Skanska AB, the Company's ultimate parent undertaking has confirmed that it will provide sufficient funds to enable the Company to meet its liabilities as they fall due throughout this period. In these circumstances it is not appropriate to prepare the financial statements on a going concern basis. As the Company plans to continue trading for a period of time and realise its assets in an orderly fashion, the directors have determined that the accounting policies applied to individual items should be consistent with those adopted in the prior year. These plans have not led to any adjustments being recognised in the year.

The financial statements contain information about the company as an individual undertaking and not consolidated financial information as the parent of a group. The company is exempt by virtue of Section 400 of the Companies Act 2006 from the requirement to produce group financial statements as the results of the company and its subsidiary undertakings are included in consolidated accounts prepared by Skanska AB, a company incorporated in Sweden. The consolidated financial statements of Skanska AB are available from the company's registered office.

Early adoption of new or revised IFRS and interpretations

There has been no early adoption of new or revised IFRS or interpretations.

New standards and interpretations

IFRS 15 Revenue from Contracts with Customers

The IFRS 15 Revenue from Contracts with Customers mainly concerns how revenue from contracts with customers, excluding leases, is to be reported and how payment from customers is to be measured. If a customer contract contains more than one performance obligation, the price for each performance obligation is to be determined and the revenue recognised when the obligation has been satisfied, either over time or at a point in time.

The Company adopted the IFRS 15 Revenue from Contracts with Customers standard with effect from January 1, 2018. On transition, the Company recognised no adjustments.

IFRS 9 Financial Instruments

IFRS 9 Financial Instruments applies from 1 January 2018. The new standard has replaced IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 has been implemented retrospectively and has not resulted in any adjustments.

In July 2014, the IASB issued a complete version of IFRS 9 bringing together the classification and measurement, impairment and hedge accounting phases of the IASB's project to replace IAS 39 'Financial Instruments: Recognition and Measurement'. The key changes the new standard introduces are:

- new requirements for the classification and measurement of financial assets and financial liabilities;
- a new model for recognising impairments of financial assets; and
- changes to hedge accounting by aligning hedge accounting more closely to an entity's risk management objectives.

Notes to the Financial Statements - continued
For The Year Ended 31st December 2018

2. Accounting policies- continued

IFRS 9 Financial Instruments - continued

a) Classification and measurement

IFRS 9 introduces a principles-based approach to the classification of financial assets. Financial assets are measured at fair value through profit or loss (FVTPL), fair value through other comprehensive income (FVOCI) or amortised cost. Classification is determined by the nature of the cash flows of the assets and the business model in which they are held. These categories replace the existing IAS 39 classifications. For financial liabilities, most of the pre-existing requirements for classification and measurement previously included in IAS 39 were carried forward unchanged into IFRS 9.

b) Impairment

IFRS 9 sets out a new expected loss impairment model for financial assets and replaces the existing 'incurred loss' model in IAS 39 Financial Instruments: Recognition and Measurement. Under IFRS 9, the impairment model is more forward looking, in that a credit event (or impairment 'trigger') no longer has to occur before credit losses are recognised. For financial assets that are measured at amortised cost or FVTOCI, an entity will now always recognise a minimum 12 month expected losses in the Statement of Comprehensive Income. Lifetime expected losses will be recognised on assets for which there is a significant increase in credit risk after initial recognition.

c) Expected credit loss (ECL) impairment model

Under IFRS 9, credit loss allowances will be measured on each reporting date according to a three-stage expected credit loss impairment model. As soon as a financial instrument is originated or purchased, 12-month expected credit losses must be recognised in profit and loss and an impairment allowance will be established (Stage 1). If the credit risk increases significantly (and the resulting credit quality is not considered to be low credit risk) full lifetime expected credit losses will be provided for (Stage 2).

Under both Stage 1 and Stage 2, interest income is recognised on the gross carrying value of the financial asset. Financial assets will move into Stage 3 when they are considered to be credit impaired, i.e. when one or more events have occurred that have a detrimental impact on the estimated future cash flows of the asset. Stage 3 assets will continue to recognise lifetime expected impairment losses and interest income will be recognised on the net carrying amount (i.e. gross amount less impairment allowance) – as under IAS 39.

d) Hedge accounting

IFRS 9 introduces a new hedge accounting model. The new hedge accounting model is easier to implement than the hedge accounting model in IAS 39 and is more closely linked to the risk management activities of the business.

New standards and amendments of standards that have not yet begun to be applied

IFRS 16 Leases

IFRS 16 'Leases' will be effective from 1 January 2019. We are planning to adopt IFRS 16 on a modified retrospective basis and the company will recognise the cumulative effect of initially applying the standard as an adjustment to the opening balance of retained earnings at 1 January 2019. The Company has assessed the impact of the new standard, and does not expect any significant impact on the financial position or performance of the Company.

Notes to the Financial Statements - continued
For The Year Ended 31st December 2018

2. Accounting policies- continued

Revenue and profit

Revenue is recognised at the financial completion of Private Finance Initiative ("PFI") arrangements, when management fees and cost reimbursements become payable. Where the Company has a separate agreement to be paid for its work, regardless of a specific project's outcome, income is accrued as services are provided. Profit arising from the divestment of the Company's investments is recognised when substantially all of the risks and rewards of ownership have transferred to the buyer.

Pre-contract costs

Costs associated with bidding for projects are written off as incurred. Once the Company has secured preferred bidder status and it is probable that the contract will be awarded, attributable costs incurred from this point are capitalised in the statement of financial position.

Investments

Investments are stated at cost less any applicable provisions for impairment.

Financial instruments

Financial assets and financial liabilities are recognised in the Company statement of financial position when the Company becomes a party to the contractual provisions of the instrument. Trade receivables and other receivables do not carry any interest and are stated at their nominal value, reduced by appropriate allowances for expected credit losses. Expected credit losses are calculated utilising a provision matrix under the simplified approach under IFRS 9. Overdrafts are stated at their nominal value. Interest is recognised as it accrues using the effective interest method. Trade payables on normal terms are not interest bearing and are stated at their nominal value.

Interest bearing loans and borrowings

All loans and borrowings are initially recognised at fair value less directly attributable transaction costs. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

Taxation

Deferred taxation is provided using the liability method on temporary differences at the statement of financial position date between the tax bases of assets and liabilities and their carrying amounts for accounting purposes. Deferred tax assets are recorded only to the extent that they are considered recoverable.

UK corporation tax is provided at amounts expected to be recovered using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

Cash

Cash in the statement of financial position comprises cash at banks and on hand and with a maturity of three months or less, which are subject to an insignificant risk of changes in value.

Accounting judgements and key sources of estimation uncertainty

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

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

3. Revenue

The turnover and profit before taxation are attributable to the one principal activity of the Company being the rendering of services to privately financed infrastructure projects.

An analysis of revenue by geographical market for the year ended 31st December 2018 is given below:

	2018 £'000	2017 £'000
United Kingdom	<u>441</u>	<u>660</u>

4. Operating profit

The operating profit is stated after charging:

	2018 £'000	2017 £'000
Auditors' remuneration	<u>10</u>	<u>22</u>

The audit fee is borne by Skanska UK Plc, a fellow group undertaking.

5. Employees and directors

There were no employees in the year (2017: nil).

All staff costs during both current and prior years were incurred by fellow subsidiaries of the ultimate parent company.

6. Directors' remuneration

	2018 £'000	2017 £'000
Directors' remuneration	<u>15</u>	<u>178</u>

Information regarding the highest paid director is as follows:

	2018 £'000	2017 £'000
Emoluments	14	172
Accrued pensions at 31st December	<u>1</u>	<u>9</u>

The number of directors to whom retirement benefits were accruing was as follows:

	2018	2017
Defined contribution schemes	<u>1</u>	<u>6</u>

Included in pension costs is:

	2018 £'000	2017 £'000
Defined contribution costs	<u>-</u>	<u>15</u>

Notes to the Financial Statements - continued
For The Year Ended 31st December 2018

7. Finance income

	2018 £'000	2017 £'000
Interest receivable from investments	109	105
Interest receivable from group undertakings	421	266
	<u>530</u>	<u>371</u>

8. Finance costs

	2018 £'000	2017 £'000
Interest payable to group undertakings	-	81

9. Other income

	2018 £'000	2017 £'000
Dividends receivable from investments	-	52

10. Taxation

Analysis of tax credit

	2018 £'000	2017 £'000
Current tax:		
UK Corporation tax current period	(9)	331
Deferred tax:		
Deferred tax current period	107	-
	<u>107</u>	<u>-</u>
Total deferred tax	-	-
Total tax credit in statement of comprehensive income	<u>98</u>	<u>331</u>

Factors affecting the tax expense

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	2018 £'000	2017 £'000
Profit before income tax	<u>1,273</u>	<u>1,333</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2017: 19.25%)	(242)	(257)
Effects of:		
Non-taxable income - Profit on disposals of investments	353	588
Change in tax rate	(13)	-
Tax credit	<u>98</u>	<u>331</u>

The UK corporation tax rate reduced from 20% to 19% from April 2017. The rate will reduce to 17% from April 2020. As at the balance sheet date the future tax rate reduction to 17% from April 2020 has been substantively enacted and in accordance with Accounting Standards the impact of this reduction has been reflected in the financial statements as at 31st December 2018.

Notes to the Financial Statements - continued
For The Year Ended 31st December 2018

11. Investments

	Shares in group undertakings £'000	Loans to Subsidiary undertakings £'000	Total £'000
Cost			
At 1st January 2018 and 31st December 2018	-	879	879
Provisions			
At 1st January 2018	-	-	-
Repayment of sub-debt during the year	-	(24)	(24)
At 31st December 2018	-	(24)	(24)
Net book value			
At 31st December 2018	-	855	855
At 31st December 2017	-	879	879

In the opinion of the directors the aggregate value of investments is not less than that shown in the Statement of Financial Position.

The Company disposed of its investment in Capital Hospital (Holdings) Limited and Capital Hospitals Issuer plc in 2015, however conditions required to recognise contingent consideration relating to the disposal of these investments were met subsequent to the balance sheet date allowing the company to recognise a further £1.84m (2017:£3m) of profit.

The Company owned investments in the following companies at the year end:

	Percentage held	Nature of business	Country of registration
Skanska RM PSP Limited	87.5%	Project Company	England and Wales

The principal activity of Skanska RM PSP Limited is the development of education and schools projects in the Essex area.

12. Trade and other receivables

	2018 £'000	2017 £'000
Accrued income	1,977	3,000
Accrued interest	26	41
	<u>2,003</u>	<u>3,041</u>

13. Cash and cash equivalents

	2018 £'000	2017 £'000
Cash and cash equivalents	<u>63,678</u>	<u>87,583</u>

Notes to the Financial Statements - continued
For The Year Ended 31st December 2018

14. Trade and other payables

	2018 £'000	2017 £'000
Due to group undertakings- non-interest bearing	7,496	18,775
Other payables	857	819
	<u>8,353</u>	<u>19,594</u>

Amounts due to group undertakings are repayable on demand.

15. Financial instruments

Exposure to credit, interest rate and liquidity risks arises in the normal course of the Company's business.

Credit risk

Management has a credit policy in place. Credit evaluations are performed on all prospective customers prior to entering into contracts. Every joint investor in a project is required to provide a letter of credit to support its obligations prior to financial close unless payment is made at financial close. The maximum exposure to credit risk is represented by the carrying amount of trade and other receivables. Details of these items are included within note 12.

Interest rate risk

The Company does not seek to reduce exposure to fluctuations in interest rates through the use of derivative financial instruments. At 31 December 2018, the Company has an interest bearing bank balance of £63,678,245 (2017: £87,582,516) in relation to a UK cash pool account, which bears interest at a variable rate. At 31 December 2018, it is estimated that a general rise of one percentage in interest rates would have a positive impact on profit before tax and equity of £636,782 (2017: £875,825).

Liquidity risk

The Company uses cash-flow projections as a means of managing the fluctuations in short-term liquidity and to minimise the risk that it cannot meet its payment obligations due to lack of liquidity.

Fair values

The carrying amounts shown in the financial position of all financial assets and financial liabilities are not considered to be materially different to their fair value.

16. Called up share capital

Authorised, allotted, issued and fully paid share capital:

Number	Class:	Nominal value:	2018 £'000	2017 £'000
100,000	Ordinary	£1	<u>100</u>	<u>100</u>

17. Deferred tax asset

	2018 £'000	2017 £'000
Deferred tax on provisions	(107)	-
Asset at end of period	<u>(107)</u>	<u>-</u>

	2018 £'000	2017 £'000
Deferred tax, 1 January	-	-
Deferred tax movement in income statement	(107)	-
Deferred tax recognised in other comprehensive income	-	-
Deferred tax, 31 December	<u>(107)</u>	<u>-</u>

Notes to the Financial Statements - continued
For The Year Ended 31st December 2018

18. Related party transactions

Transactions between the Company and fellow group undertakings are detailed below. Balances with other group undertakings are disclosed in notes 12 and 14. By virtue of its equity investment in PFI project companies, the company is also a related party to the project companies outlined in note 11. Transactions with these parties are included within notes 7, 8, 9 and 11, and are also detailed below.

	Transaction values 2018 £'000	Transaction values 2017 £'000	Balance as at 2018 £'000	Balance as at 2017 £'000
Parent				
Sale of services	-	19	-	7
Purchase of services	-	471	-	-
Other group undertakings				
Sale of services	-	46	-	-
Purchase of services and trading balances	-	12	7,496	18,775
Loan and related interest payable	-	81	-	-
Investments				
Sale of services	441	594	-	-
Loan, trading balances and related interest fee receivable	102	105	26	41
Dividends received	-	52	-	-

19. Reconciliation of profit before income tax to cash generated from operations

	2018 £'000	2017 £'000
Profit before income tax	1,273	1,333
Finance income	(530)	(371)
Finance costs	-	81
Dividend income	-	(52)
(Increase) / decrease in trade and other receivables	(143)	408
Increase / (decrease) in trade and other payables	38	(1,928)
Profit on sale of investment	(1,840)	(3,000)
Cash generated from operations	<u>(1,202)</u>	<u>(3,529)</u>

20. Reserves

	Retained earnings £'000
At 1st January 2018	71,513
Profit for the year	1,371
Dividend paid (£150 per share)	(15,000)
At 31st December 2018	<u>57,884</u>

Notes to the Financial Statements - continued
For The Year Ended 31st December 2018

21. Ultimate parent company

As at 31 December 2018, the Company's immediate parent undertaking was Skanska Infrastructure Development AB. On 1 January 2019, the entire share capital of the Company was acquired by Skanska UK Plc such that it is now the immediate parent undertaking and controlling party.

The ultimate parent company is Skanska AB, a Company incorporated in Sweden, which heads the largest group in which the results of the Company are consolidated.

Copies of the Skanska UK Plc and Skanska AB financial statements can be obtained from Skanska UK Plc at Maple Cross House, Denham Way, Maple Cross, Rickmansworth, Hertfordshire WD3 9SW.