

EQUITIX CAPITAL EUROBOND LIMITED

**ANNUAL REPORT
AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED
31 DECEMBER 2018**



Registered Number: 06741074

EQUITIX CAPITAL EUROBOND LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

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EQUITIX CAPITAL EUROBOND LIMITED

DIRECTORS AND ADVISERS

Directors

G A Jackson
H B Crossley
N G B Parker (resigned 4 May 2018)
J C Smith

Registered office

10-11 Charterhouse Square
London
EC1M 6EH

Auditor

KPMG LLP
Chartered Accountants
15 Canada Square
London
E14 5GL

Principal bankers

Royal Bank of Scotland Plc
9th Floor, 280 Bishopsgate
London
EC2M 4RB

EQUITIX CAPITAL EUROBOND LIMITED

STRATEGIC REPORT

PRINCIPAL ACTIVITIES

The principal activity of Equitix Capital Eurobond Limited (the "Company") is to act as the holding company for the Equitix Fund LP investments in core Public Private Partnerships ("PPP") and other core infrastructure.

BUSINESS REVIEW

On 12 November 2018, the Company entered in to a loan agreement for £7.8m, with an interest rate of 15.0% with its ultimate parent entity, Equitix Fund I LP. At the same time, the Company entered in to a loan agreement for £7.8m, with an interest rate of 10.5% with its subsidiary company Equitix Healthcare Limited for the purpose of acquiring an additional 50% subordinated debt holding in Integrated Care Solutions (Shropshire) Limited and Integrated Care Solutions (Kent) Limited.

KEY PERFORMANCE INDICATORS

The key performance indicators for the Company are primarily client and financially focused, including those listed below:

- tracking the performance and delivery of the services in conjunction with the KPIs set by at the individual project company;
- the progress of the individual project companies;
- the comparison of actual cash flows costs to those that have been forecast;
- the value of investments held in the group portfolio in association with the expected future cash flows; and
- that all operational projects are performing within the restrictions of all project documentation.

The latest financial model show the values of the current portfolio are performing in line with expectations and the project documentation with no material or significant unavailability deductions being suffered in the year. One of the projects outlined above are in the construction phase and have a specific services agreement in place. The construction activity is progressing to schedule and has suffered no significant delays to date.

The results for the year are shown on page 8 in the Statement of Comprehensive Income. This shows a loss before tax of £30,539k (2017: £7,013k) and a net finance expense amounting to £22,428k (2017: £22,223k). The loss for the year includes a decrease in the fair value of the investments of £18,263k (2017: £4,781k gain). The Directors do not recommend the payment of a dividend (2017: £nil).

FUTURE DEVELOPMENTS

The Directors of the Company are not aware of any circumstances by which the principal activity of the Company would alter or cease.

STRATEGIC REPORT (CONTINUED)

PRINCIPAL RISKS AND UNCERTAINTIES

The Company has entered into inter-company loan agreements with its ultimate parent entity and with its subsidiaries. A principal risk is the Company not receiving interest payments in order to make interest payments to its parent company. Therefore, the Company's main concerns are attributable to the sound operation of the underlying infrastructure assets, ensuring that the modelled cash flows, made up of, but not limited to, subordinated debt principal repayments, subordinated debt interest payments, dividends and other fees are indeed received. The Company will monitor actual and projected cash flows to ensure that the returns are as expected. In addition, the Company will also look to optimise returns from the underlying infrastructure assets through achieving efficiencies at project level and by maximising synergies at portfolio level.

The Directors have considered a number of potential outcomes arising from the UK's exit from the European Union in 2019 and believe that the Company has sufficient reserves and business controls to address any financial impact of these outcomes for the foreseeable future and have decided not to make a specific provision in the accounts.

The Directors monitored the insolvency of Carillion during the current financial year and put in place various counter measures to mitigate the impact of this company's insolvency on the Company. The Company has not had to impair any income or make any provision for cost as a result of Carillion's insolvency. The Company will continue to partner with a variety of project partners to minimise its exposure to any individual partner to compartmentalise the risk of any further partner insolvency issues. The Directors believes this strategy is appropriate to the risk identified and will continuously monitor and manage this strategy in the future.

By order of the Board



J C Smith
27 September 2019

EQUITIX CAPITAL EUROBOND LIMITED

DIRECTORS' REPORT

The Directors submit their annual report and the audited financial statements for the year ended 31 December 2018.

DIRECTORS

The Directors who served throughout the year, except as noted, are shown on page 1.

RESULTS AND DIVIDENDS

The Company's performance reflects the position under the various intercompany and intergroup agreements that have been put in place during the year, see Strategic Report for further detail.

FINANCIAL RISK MANAGEMENT

The Company's management of financial risks including interest rate, credit and liquidity risk during the period are detailed in note 2.

GOING CONCERN

The Company's forecasts and projections taking account of reasonably possible changes in trading performance, and the net liability position of the Company, show that the Company should be able to operate within the level of its current resources. The Company's going concern is dependent upon performance of the entities within the Equitix Fund I LP group. The Company has obtained a letter of support from its parent entity, Equitix Fund I LP. After making enquiries, the Directors have a reasonable expectation that the Company and its parent have adequate resources to continue in operational existence for the foreseeable future, and for a minimum of 12 months from the date of signing of this report, despite any economic uncertainties. In forming this conclusion, the following has been taken into consideration:

- all committed investments of the Company and its subsidiaries holding companies are covered by commitments from the Partners of Equitix Fund I LP;
- the Company has limited other outgoings and funding can be drawn down from the Fund's Partners if required to meet these obligations; and
- the Fund financial model, which consolidates the returns from the Company's investment portfolio.

AUDITOR

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

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

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

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.

FUTURE DEVELOPMENTS

Details of future developments can be found in the Strategic Report on page 2 and form part of this report by cross-reference.

By order of the Board



J C Smith
27 September 2019

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

The directors are responsible for preparing 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 International Financial Reporting Standards as adopted by the European Union (IFRSs as adopted by the EU) and applicable law.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that 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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EQUITIX CAPITAL EUROBOND LIMITED

Opinion

We have audited the financial statements of Equitix Capital Eurobond Limited ('the Company') for the year ended 31 December 2018 which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards as adopted by the EU; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

The impact of uncertainties due to the UK exiting the European Union on our audit

Uncertainties related to the effects of Brexit are relevant to understanding our audit of the financial statements. All audits assess and challenge the reasonableness of estimates made by the Directors, such as valuation of investments, and related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the qualifying partnership's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty of outcomes, with the full range of possible effects unknown. We applied a standardised firm-wide approach in response to that uncertainty when assessing the Company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a qualifying partnership and this is particularly the case in relation to Brexit.

Going concern

The Directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ('the going concern period').

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the Directors' conclusions, we considered the inherent risks to the Company's business model, including the impact of Brexit, and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the Company will continue in operation.

Strategic and General Partner's Report

The Directors are responsible for the Strategic Report and the Directors' Report. Our opinion on the financial statements does not cover the reports and we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the the Strategic Report and the Directors' Report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in that report;
- in our opinion the information given in the the Strategic Report and the Directors' Report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EQUITIX CAPITAL EUROBOND LIMITED (CONTINUED)

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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 members' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in the their statement 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; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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 qualifying partnership and its members, as a body, for our audit work, for this report, or for the opinions we have formed.



Henry Todd (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London, E14 5GL
27 September 2019

EQUITIX CAPITAL EUROBOND LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2018

		Year ended 31 December 2018 £'000	Year ended 31 December 2017 £'000
	Notes		
Interest income	7	7,976	9,548
Other income		2,176	881
Fair value (loss)/ gain on investments	10, 11	<u>(18,263)</u>	<u>4,781</u>
Operating (loss)/ profit	5	(8,111)	15,210
Finance cost	8	<u>(22,428)</u>	<u>(22,223)</u>
Loss before tax		(30,539)	(7,013)
Tax	9	<u>-</u>	<u>-</u>
Loss after tax		(30,539)	(7,013)

All the above items relate to continuing operations.

The Company has no recognised gains or losses other than reported above, therefore a separate statement of other comprehensive income has not been prepared.

The notes on pages 12 to 28 form part of these financial statements.

EQUITIX CAPITAL EUROBOND LIMITED

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2018

	Notes	As at 31 December 2018 £'000	As at 31 December 2017 £'000
Non-current Assets			
Investments held at fair value	11	<u>191,882</u>	<u>204,443</u>
		191,882	204,443
Current assets			
Receivables	13	<u>162</u>	<u>162</u>
		162	162
Total assets		<u>192,044</u>	<u>204,605</u>
Current liabilities			
Interest payable to parent	14	(8,627)	(22,436)
Interest payable to investments	14	(24,804)	(3,945)
Other payables	14	<u>(29)</u>	<u>(31)</u>
		(33,460)	(26,412)
Net current liabilities		<u>(33,298)</u>	<u>(26,250)</u>
Non-current liabilities			
Borrowings	15	<u>(168,023)</u>	<u>(157,093)</u>
		(168,023)	(157,093)
Total liabilities		<u>(201,483)</u>	<u>(183,505)</u>
Net (Liabilities)/assets		<u>(9,439)</u>	<u>21,100</u>
Equity			
Share capital	16	-	-
Retained earnings		<u>(9,439)</u>	<u>21,100</u>
		(9,439)	21,100
Total (Deficit)/equity		<u>(9,439)</u>	<u>21,100</u>

The notes on pages 12 to 28 form part of these financial statements.

The notes to the financial statements of Equitix Capital Eurobond Limited, registered number 06741074, were approved by the Board of Directors and authorised for issue on 27 September 2019 and were signed on its behalf by:



J C Smith
Director

EQUITIX CAPITAL EUROBOND LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2018

	Share capital	Retained	Total
	£'000	earnings	£'000
		£'000	
Balance as at 1 January 2017	-	28,113	28,113
Loss for the year	-	(7,013)	(7,013)
Balance as 31 December 2017	-	21,100	21,100
Balance as at 1 January 2018	-	21,100	21,100
Loss for the year	-	(30,539)	(30,539)
Balance as 31 December 2018	-	(9,439)	(9,439)

The notes on pages 12 to 28 form part of these financial statements.

EQUITIX CAPITAL EUROBOND LIMITED

CASH FLOW STATEMENT	2018	2017
	£'000	£'000
FOR THE YEAR ENDED 31 DECEMBER 2018		
Cash flows from operating activities		
Loss for the year	(30,539)	(7,013)
<i>Adjustments for:</i>		
Fair value loss / (gain) on investments	18,263	(4,781)
Investment revenue	(7,976)	(9,548)
Finance cost	<u>22,428</u>	<u>22,223</u>
	2,176	881
Increase in other receivables	-	(33)
Decrease in other payables	<u>(2)</u>	<u>(14)</u>
Cash inflow from operations	2,174	834
Income tax credit	-	-
Investment revenue	28,835	12,144
Interest paid	<u>(36,237)</u>	<u>(15,732)</u>
Net cash flows used in operating activities	(5,228)	(2,754)
Investing activities		
Purchase of investments held at fair value	(7,892)	-
Repayment of investments held at fair value	<u>2,190</u>	<u>1,757</u>
Net cash used in investing activities	(5,702)	1,757
Financing activities		
Net borrowings from parent company	10,480	-
Net borrowings from subsidiaries	<u>450</u>	<u>997</u>
Net cash from financing activities	10,930	997
Net decrease in cash and cash equivalents	-	-
Cash and cash equivalents at beginning of year	-	-
Cash and cash equivalents at end of year	-	-

Notes to the financial statements for the year ended 31 December 2018

1 GENERAL INFORMATION

Equitix Capital Eurobond Limited is a company incorporated on November 2008 in the United Kingdom under the Companies Act 2006. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the Directors' report on pages 3-4 and in the Strategic report on page 2. These financial statements are presented in pounds sterling, being the currency of the primary economic environment in which the Company operates, rounded in £000s.

2 ACCOUNTING POLICIES**a) Basis of preparation**

These financial statements have been prepared in accordance with International Financial Reporting Standards, International Accounting Standards and Interpretations (collectively IFRSs) issued by the International Accounting Standards Board (IASB) as adopted by the European Union ("adopted IFRSs"). A summary of the principal accounting policies, all of which have been applied consistently throughout the current and prior year are set out below.

The Company has adopted Investment Entities (Amendments to IFRS 10, IFRS 12, and IAS 27) and meets the definition of an Investment Entity under IFRS 10. As such, the Company recognises investments at fair value through profit and loss.

These financial statements, for the year ended 31 December 2018, have been prepared in accordance with the amendments to IFRS 10 Consolidated Financial Statements, IFRS 12 Disclosure of Interests in Other Entities, IAS 27 Separate Financial Statements incorporating accounting for Investment Entities, IAS 28 Investments in Associates and Joint Ventures and IFRS 11 Joint Arrangements.

IFRS 10 requires the Company to measure its interests in subsidiary investments under IFRS 9: Financial Instruments - Recognition and Measurement and IFRS 7: Financial Instruments - Disclosures. The investments are valued at fair value with gains or losses on measurement of investments accounted for through profit or loss (see note 11).

The Investment Entities standard introduced an exception to the principle that all subsidiaries should be consolidated. The amendments define an Investment Entity and require a parent entity that is an Investment Entity to measure its subsidiaries at fair value through profit or loss, in accordance with IAS 39 Financial Instruments: Recognition and Measurement and IFRS 13 Fair Value Measurement instead of consolidating those subsidiaries. The Company meets the definition of an Investment Entity on the basis of

- (i) the Company obtains funds from multiple ultimate investors for the purpose of providing those investors with investment management services;
- (ii) the Company commits to its investors that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both; and
- (iii) the Company measures and evaluates the performance of substantially all of its investments on a fair value basis.

To determine if the Company meets the definition of an Investment Entity, further consideration is given to the following characteristics of an investment entity that are demonstrated by the Company.

- (i) it has more than one investment;
- (ii) it has more than one multiple investor;
- (iii) it has investors that are not related parties;
- (iv) it has ownership interests in the form of equity or similar interest; and
- (v) it holds investments for a limited period only i.e. it has an exit strategy for its investments.

Joint ventures are those entities over which the Company has significant influence and joint control as defined in IAS 28 'Investments in Associates and Joint Ventures'. By virtue of the Company meeting the definition of a fund management company and the wholly owned subsidiary of an investment fund and the exemption provided by IAS 28, investments in such entities are designated upon initial recognition to be accounted for at fair value through profit and loss, in accordance with the equivalent measurement exception under IAS 28 and IFRS 13, with changes in fair value recognised in profit or loss in the period of charge.

b) Going concern

Notwithstanding net current liabilities of £33,298k as at 31 December 2018, the financial statements have been prepared on a going concern basis which the Directors consider to be appropriate for the following reasons.

The Directors have prepared cash flow forecasts for a period of 12 months from the date of approval of these financial statements which indicate that, taking account of reasonably possible downsides, the Company will have sufficient funds, through its borrowings from its parent Equitix Fund I LP to meet its liabilities as they fall due for that period.

Those forecasts are in part dependent on the parent entity Equitix Fund I LP not seeking repayment of the amounts currently due to the group, which at 31 December 2018 amounted to £168,023k, and providing additional financial support during that period. Equitix Fund I LP has indicated its intention to continue to make available such funds as are needed by the Company, and that it does not intend to seek repayment of the amounts due at the Statement of Financial Position date, for the period covered by the forecasts. As with any Company placing reliance on other group entities for financial support, the Directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the Directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

Notes to the financial statements for the year ended 31 December 2018

2 ACCOUNTING POLICIES (CONTINUED)**c) Revenue**

Revenue is measured at the fair value of the consideration received or receivable.

Interest income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount. In relation to the fair value exercise interest revenue is adjusted to remove any double counting of cash flows.

Income from participating interests is recognised when the shareholders' rights to receive payment have been established.

Other income associated with the provision of services is accrued on a time basis over the period to which the delivery of the service is set, net of VAT and other sales related tax.

d) Borrowings

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

e) Borrowing costs

All borrowing costs are recognised in the statement of comprehensive income in the period in which they are incurred.

f) Accruals and provisions

Accruals and provisions are recognised in the statement of comprehensive income in the period in which they are incurred.

g) Taxation

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

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from the net profit as reported in the income statement 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 Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax base used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary differences arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affect neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable difference arising on investments, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of a deferred tax asset is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and the rates that have been enacted at the balance sheet date. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

Deferred tax assets and liabilities are offset when the Company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority on the same taxable company, and the Company intends to settle its current tax assets and liabilities on a net basis.

h) Financial Instruments

Financial assets and financial liabilities are recognised on the Company's Statement of Financial Position when the Company becomes a party to the contractual provisions of an instrument. Financial assets are derecognised when the contractual rights to the cash flows from the instrument expire or the asset is transferred and the transfer qualifies for derecognition in accordance with IAS 39 'Financial Instruments: Recognition and Measurement'.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Notes to the financial statements for the year ended 31 December 2018

2 ACCOUNTING POLICIES (CONTINUED)**h) Financial Instruments (continued)***Financial assets*

Financial assets, are classified in the following categories: fair value through profit and loss and loans and receivables. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

(i) Investments at fair value through profit or loss

Investments at fair value through profit or loss are designated upon initial recognition as financial assets at fair value through profit or loss. The Company's policy is to fair value both the equity and subordinated debt investments in PPP assets together. Both elements are exposed to the same primary risk, being performance risk. This performance risk is taken into consideration when determining the discount rate applied to the forecast cash flows. In determining fair value observable transactions are considered and fair value is measured using assumptions that market participants would use when pricing assets including assumptions regarding risk. The sub debt and equity are considered to have the same risk characteristics. As such, the debt and equity form a single class of financial instrument for the purposes of this disclosure. The Company measures its investments as a simple class of financial asset at fair value in accordance with IFRS 13 fair Value Measurement. Subsequent to initial recognition, the investments are measured on a combined basis at fair value with changes recognised within operating Statement of Comprehensive Income.

Investments in subsidiaries

The Company is required under Investment Entities (Amendments to IFRS 10, IFRS 12, IAS 27) to measure its investments in subsidiaries at fair value through profit or loss, except where the subsidiary provides investment related services or activities. The Company measures its investments in PPP assets that are subsidiaries at fair value in accordance with IFRS 9 'Financial Instruments: Recognition and Measurement' and IFRS 13 Fair Value Measurement

Investments in joint ventures and associates

The Company meets the definition in IAS 28 (May 2011) *Investments in Associates and Joint Ventures* of a venture capital organisation or similar entity and upon initial recognition has designated its investment in joint ventures and associates at fair value through profit or loss. The Company therefore measures its interest in joint ventures and associates at fair value through profit or loss in accordance with IFRS 13 Fair Value Measurement, with changes in fair value recognised in profit or loss in the period of the charge.

Equitix Capital Eurobond Limited holds 100% of the issued share capital and debt of four subsidiaries, Equitix Highways Limited, Equitix Leisure Limited, Equitix Healthcare Limited, and Equitix Education Limited, which own a portfolio of investee companies and their associated intermediate holding companies. The fair value of investments is determined by valuing the underlying portfolio investee companies and intermediate holding companies. Investments are designated as "financial assets at fair value through profit and loss" as these assets are managed on a fair value basis for capital gain. The investments are initially recognised at fair value and are subsequently re-measured at fair value, which is determined by the General Partner in accordance with the Limited Partnership Agreement. Recognised gains and losses and unrealised gains and losses arising from the revaluation of investments at the period end are taken directly to the Income Statement.

The current portfolio of investments held by the Company are valued using discounted cash flow analysis based on financial models that form part of the project documents. Future forecast shareholder cash flows are discounted at a rate which allows for influences of individual project attributes and general economic conditions to reflect a value as at the balance sheet date; these values are then compared against recent, similar market transactions as a gauge of estimations and uncertainties.

(ii) Loans and receivables

Trade receivables, loans and other receivables that are non derivative financial assets and that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and other receivables'. Loans and other receivables are measured at amortised cost using the effective interest method, less any impairment. They are included in current assets, except where maturities are in greater than 12 months after the balance sheet date which are classified as non current assets. The Company's loans and receivables comprise 'trade and other receivables' and 'cash and cash equivalents' in the Statement of Financial Position.

Impairment of financial assets

Financial assets, other than those 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 impact on the asset. Significant financial assets are tested for impairment on an individual basis. All impairment losses are recognised in the income statement. An impairment loss can be reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised.

For financial assets carried at amortised cost, the amount of the impairment is the differences between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate

Notes to the financial statements for the year ended 31 December 2018

2 ACCOUNTING POLICIES (CONTINUED)**h) Financial Instruments (continued)***Fair value estimation*

The fair value of financial instruments that are not traded in an active markets is derived the following ways:

(i) Investments at fair value through profit or loss

Fair value is calculated by discounting future cash flows, from investments in both equity and subordinated loans (interest and repayments), the Company at an appropriate discount rate. In determining the discount rate, regard has been given to risk free rates and risk premia that are specific to the individual concessions. The discount rates that have been applied to the financial assets at 31 December 2018 were in the range of 6.0% to 8.0% (2016: 5.9% to 8.6%).

(ii) Loans and receivables

Loans and borrowings are held at amortised cost.

The carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values.

Financial liabilities and equity

Debt and equity instruments are classified as either liabilities or as equity in accordance with the substance of the contractual arrangement.

Financial liabilities, including borrowings, are classified as 'other financial liabilities' and are initially measured at fair value. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

i) Financial risk management

The Company has loans from Equitix Fund I LP, the Company's immediate parent, with fixed interest rates. These loans, including accrued interest, are repayable when the Group has sufficient surplus cash. The value of the loan shown on the balance sheet represents the value of the loan as at the balance sheet date

j) Assessable risks*Credit risk*

The Company is not exposed to significant credit risk as the Company derives interest from subsidiaries which are PFI concessions with government departments, local authorities and other public sector clients. Credit risk is generated through the overall performance risk of the projects, deterioration of which might impact their ability to service equity payments. This risk is mitigated through the PFI contract structure, whereby deductions are passed down to the facilities management and construction sub contractors.

Liquidity risk

The Company adopts a prudent approach to liquidity management and maintains sufficient cash reserves to meet its obligations.

Foreign exchange risk

The Company does not currently have any exposure to foreign currency exchange risk, nor does it have any immediate plans to geographically deviate its existing focus.

k) Share capital

Ordinary shares are classified as equity.

l) Cash and cash equivalents

Cash and cash equivalents comprises cash balances, deposits held at call with banks and other short-term, highly liquid investments with original maturities of three months or less. Bank overdrafts that are repayable on demand are included as a component of cash and cash equivalents for the purpose of the cash flow statement.

m) Payables and receivables

Payables/receivables are financial liabilities/assets with fixed or determinable payments that are not quoted in an active market. Payables/receivables are recognised initially at fair value less transaction costs, if any. These are subsequently measured at amortised cost using the effective interest method. Given the nature of payables/receivables, however, and the short time length involved between their origination and settlement, their amortised cost is generally materially the same as their fair value at the date of origination.

n) Expenses

All expenses are accounted for on an accruals basis. The Company's fees, finance costs and all other expenses are charged through the statement of comprehensive income.

o) Segmental reporting

The Directors are of the opinion that the Company is engaged in a single segment of business, being investment in infrastructure which is currently in private finance initiatives and public private partnership companies in one geographical area, the United Kingdom.

Notes to the financial statements for the year ended 31 December 2018

3 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates 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 period, or in the period of the revision and future periods if the revision affects both current and future periods.

The preparation of financial statements in accordance with IFRS requires management to make judgements, estimates and assumptions in certain circumstances that affect reported amounts. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below.

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 period, or in the period of the revision and future periods if the revision affects both current and future periods.

a) Eurobond Loan Notes - Interest Rate

The Company has listed Eurobonds on The International Stock Exchange with a fixed interest rate of 15% which have been purchased by Equitix Fund I LP, the ultimate parent of the Company. These form the primary source of funding for the Company. The debt terms are comparable to the applicable terms for similar listed debt instruments in the current market, therefore, the Directors believe that the loan note value in these financial statements reflects fair value at the balance sheet date.

b) Investments at fair value through profit or loss

By virtue of the Company's status as an Investment Entity under IFRS 10, investments in subsidiaries are designated upon initial recognition, and subsequently accounted for, at fair value through profit or loss.

The fair values of unlisted investments, which are not traded in an active market, are determined using valuation techniques. As disclosed in note 2 to the financial statements, the Directors principally use discounted cash flow analysis to make their best estimation of the fair value. The estimate of fair value may vary from the price achieved in an actual sale as potential acquirers may use different valuation criteria for their own strategic reasons.

The principal drivers of internally prepared valuations are therefore:

- i) expected future net cash flows; and
- ii) the discount rate to be applied.

The fair value estimation takes into account the future distributions to be received by the Company from its investments.

Future distributions involve a degree of uncertainty in terms of their amount and timing. Cash flows in the underlying investments are exposed to risks in relation to deductions that may be made by the relevant government authority in relation to performance conditions and inflation.

If the expected future net cash flows were decreased or increased by 10%, with all other variables held constant, the impact on the value of financial assets would be £19,182k (2017: £20,427k) loss / gain respectively.

The discount rate is determined in relation to the particular risks for each Investment. All relevant risks such as interest rate risk, credit risk and liquidity risk are incorporated in the fair value of the Investments by adjusting the expected cash flows or discount rate used for the valuation of Investments. The discount rates used for the 2018 valuation were in a range between 6.0% and 7.6% (2017: 6.0% and 8.0%). If the discount rate used in the valuation were increased or decreased by 100 bps, the impact on the value of the financial assets would be a loss of £15,805k (2017: £16,453k) or a gain of £17,880k (2017: £18,615k) respectively.

A significant portion of the fair value of investments shown on the Statement of Financial Position is attributed to the future disposal proceeds of project assets. The value ascribed to these assets has been independently verified by a recognised industry expert in the prior year and reassessed by Directors at year end, and is based upon the current asset use continuing at the point of realisation and beyond. Additional risk premia between 0.5% and 1.0% have been added to reflect any additional associated risk.

c) Fair value estimation

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 active markets is derived in one of the following ways:

i) Financial assets at fair value through profit and loss

Financial assets are recognised initially at fair value. Subsequent to initial recognition, the financial assets are measured at fair value using the discounted cash flow methodology. In determining the discount rate, regard is had to risk free rates and risk premia that are specific to the individual concession.

ii) Loans, receivables, and payables

The carrying value less impairment provision of trade receivables and payables are assumed to approximate to their fair values.

iii) Borrowings

Intercompany loans are held at amortised cost.

Notes to the financial statements for the year ended 31 December 2018

4 INTERNATIONAL FINANCIAL REPORTING STANDARDS ("IFRS") - ADOPTION OF NEW AND REVISED STANDARDS

The Company has adopted all of the new and revised standards and interpretations issued by the International Accounting Standards Board (the IASB) and the International Financial Reporting Interpretations Committee (IFRIC) of the IASB. This includes the adoption of IFRS 15 'Revenue from Contracts with Customers' ("IFRS 15") and IFRS 9 'Financial Instruments' ("IFRS 9").

Given the nature of the business activities in which the Company operates, IFRS 15 does not have a material impact on the Company. The requirements of IFRS 9 represent a significant change from IAS 39. The key changes to the Company's accounting policies resulting from its adoption of IFRS 9 are summarised below.

Classification of financial assets and liabilities

IFRS 9 contains three principal classification categories for financial assets: measured at amortised cost, fair value through other comprehensive income ("FVOCI") and fair value through profit and loss ("FVTPL"). IFRS 9 classification is generally based on the business model in which a financial asset is managed and its contractual cash flows. The standard eliminates the existing IAS 39 categories of held-to-maturity, loans and receivables and available-for-sale. IFRS 9 largely retains the existing requirements in IAS 39 for the classification of financial liabilities.

The financial assets and liabilities of the Company are now classified as amortised cost or fair value through profit or loss. Classification is based on the characteristics of the financial asset. All disclosures have been updated where applicable to reflect the requirements of IFRS

Impairment of financial assets

IFRS 9 replaces the "incurred loss" model in IAS 39 with an *expected credit loss* ("ECL") model. The new impairment model also applies to certain loan commitments and financial guarantee contracts, but not to equity investments.

The new impairment model applies to debt instruments and financial guarantee contracts issued that are not measured at FVTPL. Under IFRS 9, credit losses are recognised earlier than under IAS 39.

The Company has determined that the application of IFRS 9's impairment requirements had no material impact on the allowance for impairment.

5 OPERATING PROFIT

The operating profit of the Company is attributable to the principal activity of the Company, all of which was carried out in the United Kingdom.

The audit fee for Equitix Capital Eurobond Limited totalled £9k (2017: £7k). Non-audit fees, including corporate tax compliance, are borne by Equitix Fund I LP, who will not seek compensation from the Company.

6 DIRECTORS' REMUNERATION

No staff were directly employed by the Company (2017: none).

No Directors received any remuneration for services to the Company during the year (2017: £nil). The Company is managed by secondees from Equitix Limited. No recharge for services rendered has been made during the year (2017: £nil).

7 INVESTMENT REVENUE

	2018 £'000	2017 £'000
Investment revenue		
Interest income on loans to investments	7,976	9,548
Total investment revenue	<u>7,976</u>	<u>9,548</u>

8 FINANCE COSTS

	2018 £'000	2017 £'000
Finance cost		
Interest expense on loans from parent entity	(22,428)	(22,223)
Total finance cost	<u>(22,428)</u>	<u>(22,223)</u>

9 TAX ON LOSS ON ORDINARY ACTIVITIES

The charge for the year is as follows:

	2018 £'000	2017 £'000
UK corporation tax at a rate of 19.00% (2017: 19.25%)		
Current year	-	-
Adjustments in respect of prior years	-	-
Tax expense	<u>-</u>	<u>-</u>

The differences between the total current tax shown above and the amount calculated by applying the average rate of UK corporation tax to the profit before tax are as follows:

	2018 £'000	2017 £'000
Loss on ordinary activities before tax	<u>(30,539)</u>	<u>(7,013)</u>
Loss on ordinary activities multiplied by the standard rate of corporation tax at a rate of 19.00% (2017: 19.25%)	(5,802)	(1,350)
Tax effect of expenses that are not deductible in determining taxable profit	844	844
Tax effect of income not taxable in determining taxable profit	(5,383)	(5,383)
Losses not utilised in the year	10,341	5,889
Tax effect of prior year adjustment - deferred tax asset unrecognised	-	-
Tax effect of prior year adjustment - losses surrendered to Consortium Companies	-	-
Total current tax expense for the year	<u>-</u>	<u>-</u>

EQUITIX CAPITAL EUROBOND LIMITED

Notes to the financial statements for the year ended 31 December 2018

9 TAX ON LOSS ON ORDINARY ACTIVITIES (CONTINUED)

A reduction in the UK corporation tax rate from 21% to 20% (effective from 1 April 2015) was 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, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly.

A deferred tax asset has not been recognised in respect of timing differences relating to excess management expenses for the period as there is insufficient evidence that the asset will be recovered. The amount of the asset not recognised is £5,674k (2017: £4,543k), calculated at 19%, the rate substantively enacted at the balance sheet date.

10 FAIR VALUE MOVEMENTS ON INVESTMENTS

The loss on investments of £18,263k (2017: £4,781k gain) has been included in the statement of comprehensive income.

The Directors have satisfied themselves as to the methodology used, the discount rates applied and the valuation. Further detail is given in note 11.

11 INVESTMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

	2018 £'000	2017 £'000
Cost	120,965	113,073
Opening net book value	204,443	201,419
Acquisition of investments	7,892	-
Repayments of investments	(2,190)	(1,757)
Fair value gain / (loss)	(18,263)	4,781
Closing net book value	191,882	204,443

The following economic assumptions were used in the discounted cash flow valuations:

UK inflation rates	2.3% for 2018, 3% long term
UK deposit interest rates	0.75% for 2018, 1.5% long term
UK corporation tax	19% for 2018, 17% long term

Investments are generally restricted on their ability to transfer funds to the Group under the terms of the senior funding arrangement for that investment. Significant restrictions include:

- Historic and projected debt service and loan life cover ratios exceed a given threshold;
- Required cash reserve account levels are met;
- Senior lenders have agreed the current financial model that forecasts the economic performance of the company;
- Project performance is in compliance with the terms of its senior funding arrangements; and
- Senior lenders have approved the annual budget for the Company.

A list of principal subsidiaries and joint ventures of the Company can be found in Note 21 of these financial statements.

12 ACQUISITION OF INVESTMENTS HELD AT FAIR VALUE THROUGH PROFIT AND LOSS

On 12 November 2018, the Company entered in to a loan agreement for £7.8m, with an interest rate of 15.0% with its ultimate parent entity, Equitix Fund I LP. At the same time, the Company entered in to a loan agreement for £7.8m, with an interest rate of 10.5% for £7.8m with its subsidiary company Equitix Healthcare Limited for the purpose of acquiring an additional 50% subordinated debt holding in Integrated Care Solutions (Shropshire) Limited and Integrated Care Solutions (Kent) Limited.

EQUITIX CAPITAL EUROBOND LIMITED

Notes to the financial statements for the year ended 31 December 2018

13 RECEIVABLES	2018	2017
	£'000	£'000
Interest receivable from investments	-	-
Other receivables	162	162
Tax credit	-	-
	<u>162</u>	<u>162</u>

The carrying value of these assets approximates their fair value. There are no past due or impaired receivable balances.

Interest receivable from investments in the prior year represents accrued interest on subordinated debt loans to the investments listed in the list of investments (note 21).

14 PAYABLES	2018	2017
	£'000	£'000
Interest payable to parent	(8,627)	(22,436)
Interest payable to investments	(24,804)	(3,945)
Other payables	(29)	(31)
	<u>(33,460)</u>	<u>(26,412)</u>
Included on the balance sheet as follows:		
Current	(33,460)	(26,412)
Non-current	-	-
	<u>(33,460)</u>	<u>(26,412)</u>

The carrying amount of these liabilities approximates their fair value. Interest payable to parent in the current and prior year represents accrued interest on loan note borrowings from Equitix Fund I LP (note 15).

15 BORROWINGS	2018	2017
	£'000	£'000
Loans from parent entity	(156,694)	(146,214)
Loans from subsidiaries	(11,329)	(10,879)
	<u>(168,023)</u>	<u>(157,093)</u>
Included on the balance sheet as follows:		
Current	-	-
Non-current	(168,023)	(157,093)
	<u>(168,023)</u>	<u>(157,093)</u>

Amounts owing to parent undertaking comprise of interest free loans of £58k (2017: £58k) and £146,156k (2017: £146,156k) of Eurobond Loan Notes, listed on the Channel Islands Stock Exchange ("CISE") on 15 September 2009, 21 February 2011, 22 June 2012, and subscribed to by Equitix Fund I LP and 7 June 2016. The intercompany interest-bearing loans are unsecured, have an interest rate of 15% and fall due for repayment on 12 November 2033. The 364 day loan of £7.9m (2017: £nil) is also due for repayment on 12 November 2033 bearing interest at 15%.

Amounts owing to subsidiary undertakings are composed of upstream shareholder loans from Equitix Highways Limited of £304k, and Equitix Education Limited of £10,574k as a result of the project refinancing that took place during 2016 and 2017.

The carrying amount of these liabilities approximates their fair value.

EQUITIX CAPITAL EUROBOND LIMITED

Notes to the financial statements for the year ended 31 December 2018

16 SHARE CAPITAL

	Authorised 2018 Number	2018 £'000	2017 Number	2017 £'000
Ordinary shares of £1 each	100	-	100	-
	Issued and unpaid			
	2018 Number	2018 £'000	2017 Number	2017 £'000
Ordinary shares of £1 each	100	-	100	-
At 1 January and 31 December	100	-	100	-

17 FINANCIAL INSTRUMENTS

Capital risk management

The Group manages its capital to ensure that it is able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Group borrowings are as disclosed in note 15, cash and cash equivalents and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings are as disclosed in the Statement of Changes in Equity and note 16. The Group is not subject to any externally imposed capital requirements.

a) Categories of financial instruments

	2018 £'000	2017 £'000
Financial assets		
Fair value through profit and loss		
Investments	191,882	204,443
Loans and receivables		
Interest receivable from investments	-	-
Other receivables	162	162
	192,044	204,605
Financial liabilities at amortised cost		
Borrowings	(168,023)	(157,093)
Other payables	(33,460)	(26,412)
	(201,483)	(183,505)

b) Financial risk management objectives

The directors provide advice to the Company on all risks faced and manage the financial risks relating to the operations of the Company through internal risk reports which analyse the exposures faced by degree and magnitude of risk consequences. These risks include market risk, credit risk and liquidity risk.

The Company does not enter into financial derivative contracts.

Market risk

The Company's activities expose it primarily to the financial risks of interest rates and performance risk.

Notes to the financial statements for the year ended 31 December 2018

17 FINANCIAL INSTRUMENTS (CONTINUED)

Interest rate risk management

The Company has limited exposure to interest rate risk from intra group loans as the underlying borrowings are at a fixed interest rate. Therefore the Company is not exposed to cash flow risk due to changes in interest rates over variable rate borrowings. The fixed rate borrowings are carried at amortised cost and hence not exposed to fair value movements due to changes in interest rates.

Interest rate sensitivity analysis

The Company has no exposure to interest rate risk from intercompany loans because the loans held with Equitix Fund I LP have a fixed interest rate of 15% (2017: 12% to 15%).

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate as a means of mitigating the risk of financial loss from defaults. For cash and cash equivalents the Company only transacts with entities that are rated the equivalent to investment grade and above. Other financial assets consist of amounts receivable from related parties.

The Company only transacts with creditworthy PFI / PPP concession companies that have a cash flow derived from projects in agreement with government or semi-government authorities. Credit risk is generated through the overall performance risk of the projects, deterioration of which might impact their ability to service equity payments. This risk is mitigated through the PFI contract structure, whereby deductions are passed down to the facilities management and construction sub contractors.

Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has built an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate cash reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching maturity profiles of financial assets and liabilities.

Performance risk management

Performance risk management refers to the risk that the underlying project companies will not perform in line with expectations, and as such the Company will not receive forecast cashflows as expected. To mitigate this risk, the projects are closely managed by the asset management team and risks of non-performance are passed onto service providers and subcontractors by the PFI contract structure, leaving the PFI investment insulated from issues of non-performance.

c) Fair value of financial instruments

The fair value of financial assets and liabilities is determined as follows:

The fair value of non-derivative financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets is determined with reference to quoted market prices.

The fair value of other non-derivative financial assets and financial liabilities is determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions and dealer quotes for similar instruments.

The directors consider that the carrying amounts of financial assets and financial liabilities, recorded at amortised cost in the financial statements, are approximately equal to their fair values.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities. The tables have been drawn up on undiscounted cash flows of financial liabilities based on the earliest date the Group could be required to satisfy borrowing repayments. The table includes principal repayment and assumed interest cash flows:

Liabilities	Less than 1 year	1-2 years	3-5 years	5+ years	Total
2018	£'000	£'000	£'000	£'000	£'000
Borrowings	-	-	-	(168,023)	(168,023)
Interest payable to parent	(8,627)	-	-	-	(8,627)
Interest payable to investments	(24,804)	-	-	-	(24,804)
Other payables	(29)	-	-	-	(29)
	<u>(33,460)</u>	<u>-</u>	<u>-</u>	<u>(168,023)</u>	<u>(201,483)</u>

EQUITIX CAPITAL EUROBOND LIMITED

Notes to the financial statements for the year ended 31 December 2018

17 FINANCIAL INSTRUMENTS (CONTINUED)

Liabilities	Less than 1 year	1-2 years	3-5 years	5+ years	Total
	£'000	£'000	£'000	£'000	£'000
2017					
Borrowings	-	-	-	(157,093)	(157,093)
Interest payable to parent	(22,436)	-	-	-	(22,436)
Interest payable to investments	(3,945)	-	-	-	(3,945)
Other payables	(31)	-	-	-	(31)
	<u>(26,412)</u>	<u>-</u>	<u>-</u>	<u>(157,093)</u>	<u>(183,505)</u>

Borrowings comprise inter-company loan agreements entered into between the Company and Equitix Fund I LP. For further consideration of the fair value of the Eurobond loan notes, please refer to note 15.

The following table details the Company's expected maturity for its non-derivative financial assets. The table below has been drawn up based on undiscounted contractual maturities of the financial assets including interest that will be earned on those assets except where the Company anticipates that the cash flow will occur in a different period.

Assets	Less than 1 year	1-2 years	3-5 years	5+ years	Total
	£'000	£'000	£'000	£'000	£'000
2018					
Other receivables	162	-	-	-	162
	<u>162</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>162</u>

Assets	Less than 1 year	1-2 years	3-5 years	5+ years	Total
	£'000	£'000	£'000	£'000	£'000
2017					
Other receivables	162	-	-	-	162
	<u>162</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>162</u>

d) Fair value of financial instruments

The Company holds a number of financial instruments on the statement of financial position at their fair values. The following hierarchy classifies each class of financial asset or liability depending upon the valuation technique applied in determining its fair value.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) where inputs are directly or indirectly observable; and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data, where the inputs are unobservable.

There have been no transfers between these categories in the current or preceding year.

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into levels 1 to 3 based on the degree to which the fair value is observable:

	2018 Level 1 £'000	2018 Level 2 £'000	2018 Level 3 £'000	2018 Total £'000
Investments at fair value through profit or loss	-	-	191,882	191,882
	<u>-</u>	<u>-</u>	<u>191,882</u>	<u>191,882</u>

	2017 Level 1 £'000	2017 Level 2 £'000	2017 Level 3 £'000	2017 Total £'000
Investments at fair value through profit or loss	-	-	204,443	204,443
	<u>-</u>	<u>-</u>	<u>204,443</u>	<u>204,443</u>

EQUITIX CAPITAL EUROBOND LIMITED

Notes to the financial statements for the year ended 31 December 2018

17 FINANCIAL INSTRUMENTS (CONTINUED)

The fair value calculation is performed on a recurring, annual basis, as defined by IFRS 13.

The key assumptions used in determining the fair values of unquoted investments and a sensitivity analysis is disclosed in note 3.

Reconciliation of investments at fair value through profit or loss

	2018 £'000	2017 £'000
Opening net book value	204,443	201,419
Acquisition of investments	7,892	-
Repayment of investments	(2,190)	(1,757)
Movement due to change in discount rate	503	439
Movement due to change in risk-free rate	(321)	10,933
Movement due to change in cash flows	4,020	(2,202)
Movement due to unwinding of discounting calculation	12,328	11,600
Receipt of distributions from investments	(34,792)	(15,990)
Closing net book value	191,882	204,443

The Investments at fair value through profit or loss, whose fair values include the use of Level 3 inputs, are valued by discounting future cash flows from Investments in both equity (dividends and equity redemptions) and subordinated loans (interest and repayments) to the Fund at an appropriate discount rate. The basis of each discount rate, which is a weighted average cost of capital, is a long run average government bond rates adjusted by an appropriate premium to reflect PPP specific risk, phase of the PPP project and counterparty credit risk. The weighted average discount rate applied was 6.7% (2017: 6.6%). The discount rate is considered the most significant unobservable input through which an increase or decrease would have a material impact on the fair value of the Investments at fair value through profit or loss. An increase in 1% in the discount rate would cause a decrease in fair value of the Investments of £15.8 million (2017: £16.5 million). For a sensitivity analysis of Financial Assets at fair value through profit or loss, refer to note 3.

Gearing ratio

The gearing ratio at the year end is as follows:

	2018 £'000	2017 £'000
Debt	(168,023)	(157,093)
Net debt	(168,023)	(157,093)
Equity	(9,439)	21,100
Debt to capital ratio	106%	88%

Debt is defined as long- and short-term borrowings (excluding derivatives) as detailed in note 15.

Equity includes all capital and reserves of the Group that are managed as capital.

18 RELATED PARTY TRANSACTIONS

Profit and loss account transactions

		2018 £'000	2017 £'000
Related party	Transaction description		
Equitix Fund I LP	Interest Paid	(22,428)	(22,223)
Equitix Healthcare Limited	Director Fees	228	178
Equitix Education Limited	Director Fees	70	85
Equitix Leisure Limited	Director Fees	121	171
Equitix Highways Limited	Director Fees	22	28
Equitix Healthcare Limited	Consortium Relief Income	673	151
Equitix Education Limited	Consortium Relief Income	26	48
Equitix Leisure Limited	Consortium Relief Income	805	206
Equitix Highways Limited	Consortium Relief Income	-	12
Equitix Healthcare Limited	Interest Received	4,346	4,795
Equitix Education Limited	Interest Received	2,095	2,589
Equitix Leisure Limited	Interest Received	1,156	1,205
Equitix Highways Limited	Interest Received	231	50
		(12,655)	(12,705)

EQUITIX CAPITAL EUROBOND LIMITED

Notes to the financial statements for the year ended 31 December 2018

18 RELATED PARTY TRANSACTIONS (CONTINUED)

Balance sheet items	Transaction description	Amounts owed by related parties		Amounts owed to related parties	
		2018 £'000	2017 £'000	2018 £'000	2017 £'000
Related party					
Equitix Fund I LP	Loan notes	-	-	(156,694)	(146,214)
Equitix Fund I LP	Interest creditor	-	-	(8,627)	(22,436)
Equitix Education Limited	Upstream Loan	-	-	(11,014)	(10,574)
Equitix Highways Limited	Upstream Loan	-	-	(313)	(304)
Equitix Healthcare Limited	Loan notes & interest debtor	21,944	41,273	-	-
Equitix Education Limited	Loan notes & interest debtor	16,465	17,301	-	-
Equitix Leisure Limited	Loan notes & interest debtor	7,917	10,258	-	-
Equitix Highways Limited	Loan notes & interest debtor	1,392	1,427	-	-
Equitix Education Limited	Other receivables	33	33	-	-
Equitix Leisure Limited	Other receivables	76	76	-	-
Equitix Highways Limited	Other receivables	62	62	-	-
Equitix Healthcare Limited	Other receivables	20	20	-	-
		47,909	70,450	(176,648)	(179,528)

19 ULTIMATE PARENT

The Company's immediate parent company is Equitix Fund Holdco Limited, a company incorporated in Guernsey. The Company's ultimate parent and controlling entity, is Equitix Fund I LP, a limited partnership registered in England and Wales. The Company's results are not consolidated as the Company and its ultimate parent entity meets the criteria of Investment Entities under IFRS 10 and the Company's parent does not prepare consolidated accounts.

20 CONTINGENT LIABILITY

Equitix Capital Eurobond Ltd is party to an external revolving credit facility held by Equitix Fund I LP, the Company's ultimate parent, as Guarantor. £44.2m was drawn down as at 31 December 2018 (2017: £36m). Management consider the fair value of the guarantee to be immaterial to the Company accounts as the probability of the guarantee being called upon to be extremely unlikely. In making this assessment, careful consideration has been given to the proximity of the current and forecast metrics to default covenants attached to the facility and the dependability of future cash flows from the underlying PPP/PFI investment portfolio and the ability of Equitix Fund I LP to refinance the loan.

EQUITIX CAPITAL EUROBOND LIMITED

21. SUBSIDIARIES AND JOINT VENTURES AS AT 31 DECEMBER 2018

Company name	Percentage of shares held	Number and class of shares held	Principal activity	Registered Address
Equitix Healthcare Limited	100%	1 ordinary £1 shares	Parent company to Equitix Healthcare division	10-11 Charterhouse Square, London, EC1M 6EH
Equitix Healthcare (Lancaster) Limited	100%*	100 ordinary £1 shares	Provision of mental health facilities to Lancashire Primary Care Trust	10-11 Charterhouse Square, London, EC1M 6EH
Equitix Healthcare (Surrey) Limited	100%*	100 ordinary £1 shares	Provision of mental health facilities to Surrey Primary Care Trust	10-11 Charterhouse Square, London, EC1M 6EH
Equitix Healthcare (Leeds) Holdings Limited	100%*	100 ordinary £1 shares	Parent company to Leeds PFI SPV 2 Limited	10-11 Charterhouse Square, London, EC1M 6EH
Leeds PFI SPV 2 Limited	100%*	2 ordinary £1 shares	Provision of mental health facilities to Leeds Mental Health Trust	10-11 Charterhouse Square, London, EC1M 6EH
Integrated Care Solutions (Shropshire) Holdings Limited	100%*	50,000 ordinary £1 shares	Parent company to Integrated Care Solutions (East Kent) Limited	Victoria House Victoria Road, Chelmsford, Essex, CM1 1JR
Integrated Care Solutions (Shropshire) Limited	100%*	50,000 ordinary £1 shares	Provision of mental health facilities to Kent County Council	Victoria House Victoria Road, Chelmsford, Essex, CM1 1JR
Kent Vanwall Limited	100%*	65,000 ordinary £1 shares	Parent company to the Integrated Care Solutions (East Kent) sub group	10-11 Charterhouse Square, London, EC1M 6EH
Integrated Care Solutions (East Kent) Holdings Limited	100%*	150,000 ordinary £1 shares	Parent company to Integrated Care Solutions (East Kent) Limited	Victoria House Victoria Road, Chelmsford, Essex, CM1 1JR
Integrated Care Solutions (East Kent) Limited	100%*	150,000 ordinary £1 shares	Provision of mental health facilities to Kent County Council	Victoria House Victoria Road, Chelmsford, Essex, CM1 1JR
Equitix Education Limited	100%	1 ordinary £1 share	Parent company to Equitix Education division	10-11 Charterhouse Square, London, EC1M 6EH
Equitix Cambridgeshire Ltd	100%*	1 ordinary £1 share	Parent company to Cambridgeshire sub group	10-11 Charterhouse Square, London, EC1M 6EH
Seafort Holdings Limited	50%*	4,500 ordinary £1 shares	Parent company to Seafort Ealing Limited	10-11 Charterhouse Square, London, EC1M 6EH
Seafort Ealing Limited	50%*	4,500 ordinary £1 shares	Provider of education facilities under a PFI concession arrangement with the Council of the London Borough of Ealing	10-11 Charterhouse Square, London, EC1M 6EH
Equitix Derbyshire Limited	100%*	100 ordinary £1 share	Parent company to the Derbyshire sub group	10-11 Charterhouse Square, London, EC1M 6EH
Derbyshire Learning and Community Partnership Limited	80%*	12,800 ordinary £1 shares	Procurement partnership for secondary schools in Derbyshire	10-11 Charterhouse Square, London, EC1M 6EH
Equitix Education (Derbyshire) Holdings Limited	80%*	48,000 ordinary £1 shares	Parent company to Equitix Education (Derbyshire) Limited	10-11 Charterhouse Square, London, EC1M 6EH

* - Indicates interest that is indirectly held by the Company

EQUITIX CAPITAL EUROBOND LIMITED

21. SUBSIDIARIES AND JOINT VENTURES AS AT 31 DECEMBER 2018 (continued)

Company name	Percentage of shares held	Number and class of shares held	Principal activity	Registered Address
Equitix Education (Derbyshire) Limited	80%*	48,000 ordinary £1 shares	Provider of education facilities under a PFI concession arrangement with the Derbyshire County Council	10-11 Charterhouse Square, London, EC1M 6EH
KMC (Pembroke) Limited	100%*	13,357 ordinary £1 shares	Provision of primary education facilities to Pembrokeshire County Council	Second Floor, 46 Charles Street, Cardiff, Wales, CF10 2GE
Greenwich BSF HoldCo Limited	100%*	50,000 ordinary £1 shares	Parent company to Greenwich BSF SPV Limited	10-11 Charterhouse Square, London, EC1M 6EH
Greenwich BSF SPV Limited	100%*	50,000 ordinary £1 shares	Provider of education facilities under a PFI concession arrangement with the LB of Greenwich	10-11 Charterhouse Square, London, EC1M 6EH
Equitix Leisure Limited	100%	1 ordinary £1 shares	Parent company to Equitix Leisure division	10-11 Charterhouse Square, London, EC1M 6EH
Rivendell Holdings Limited	100%*	10,000 ordinary £1 shares	Parent company to Rivendell Leisure Limited	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Rivendell Leisure Limited	100%*	10,000 ordinary £1 shares	Provision of leisure facilities for Solihull Metropolitan Borough Council	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Breckland Holdings Limited	100%*	10,000 ordinary £1 shares	Parent company to Breckland Leisure Limited	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Breckland Leisure Limited	100%*	10,000 ordinary £1 shares	Provision of leisure facilities for Breckland District Council	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Waterfront Leisure (Crosby) Limited	100%*	50,000 ordinary £1 shares	Provision of leisure facilities for Sefton Metropolitan Borough Council	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Leisureplan Investments Limited	100%*	616,494 ordinary £1 shares	Intermediate parent company within the Equitix Leisure division	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Leisureplan Projects Finance Limited	50%*	1 ordinary £1 shares	Financing company within the Equitix Leisure division	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Boxwood Holdings Limited	50%*	25,000 ordinary £1 shares	Parent company to Boxwood Leisure Limited	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Boxwood Leisure Limited	50%*	352,990 ordinary £1 shares	Provision of leisure facilities for London Borough of Bexley Council	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Penzance Holdings Limited	50%*	5,000 ordinary £1 shares	Parent company to Penzance Leisure Limited	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Penzance Leisure Limited	50%*	160,000 ordinary £1 shares	Provision of leisure facilities for Penwith District Council	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY

* - Indicates interest that is indirectly held by the Company

EQUITIX CAPITAL EUROBOND LIMITED

21. SUBSIDIARIES AND JOINT VENTURES AS AT 31 DECEMBER 2018 (continued)

Company name	Percentage of shares held	Number and class of shares held	Principal activity	Registered Address
Bristol Active Holdings Limited	100%*	10,000 ordinary £1 shares	Parent company to Bristol Active Limited	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Bristol Active Limited	100%*	10,000 ordinary £1 shares	Provision of leisure facilities for Bristol City Council	Parkwood House, Cuerden Park, Berkeley Drive Bamber Bridge, Preston, Lancashire, PR5 6BY
Cambridgeshire Learning & Community Partnerships Limited	80%*	8,000 ordinary £1 shares	Procurement partnership for secondary schools in Derbyshire.	10-11 Charterhouse Square, London, EC1M 6EH
Equitix Education (Cambridgeshire) Holdings Limited	89%*	53,400 ordinary £1 shares	Parent company to Equitix Education (Cambridgeshire) Limited	10-11 Charterhouse Square, London, EC1M 6EH
Equitix Education (Cambridgeshire) Limited	89%*	53,400 ordinary £1 shares	Provider of education facilities under a PFI concession arrangement with the Cambridgeshire County Council	10-11 Charterhouse Square, London, EC1M 6EH
Essex Schools Holdings Limited	18%*	18 ordinary £1 shares	Parent company to Essex Schools Limited	Victoria House Victoria Road, Chelmsford, Essex, CM1 1JR
Essex Schools Limited	18%*	18 ordinary £1 shares	Provider of education facilities under a PFI concession arrangement with the Essex County Council	Victoria House Victoria Road, Chelmsford, Essex, CM1 1JR
Equitix Highways Limited	100%	1 ordinary £1 share	Parent company to Equitix Highways division	10-11 Charterhouse Square, London, EC1M 6EH
Community Lighting Partnership (Blackpool) Holdings Ltd	50%*	22,500 ordinary £1 "A" shares	Parent company to Community Lighting Partnership (Blackpool) Ltd	10-11 Charterhouse Square, London, EC1M 6EH
Community Lighting Partnership (Blackpool) Ltd	50%*	22,500 ordinary £1 shares	Provision of street lighting services to Blackpool Borough Council	10-11 Charterhouse Square, London, EC1M 6EH
Roehampton Hospital Ltd	65%*	32,500 ordinary £1 shares	Provision of acute healthcare services at Queen Mary's Hospital (Roehampton)	10-11 Charterhouse Square, London, EC1M 6EH
Roehampton Hospital Holdings Ltd	65%*	32,500 ordinary £1 shares	Parent company to Roehampton Hospital Ltd	10-11 Charterhouse Square, London, EC1M 6EH
Bradford and Airedale (LIFT) Investment Ltd	60%*	200,000 ordinary £1 shares	Parent company to the Bradford and Airedale LIFT asset	Kent House, 14-17 Market Place, London, United Kingdom, W1W 8AJ
Tees and Durham (LIFT) Investment Ltd	60%*	200,000 ordinary £1 shares	Parent company to the Care Partnerships 25 LIFT asset	4340 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB
Bradford and Airedale Care Partnerships Limited	60%*	9,900 ordinary £1 "C" shares	Procurement partnership for Healthcare facilities in the Bradford and Airedale area	Kent House, 14-17 Market Place, London, United Kingdom, W1W 8AJ
Durham and Tees Community Ventures Ltd	60%*	22,176 ordinary £1 "C" shares	Procurement partnership for Healthcare facilities in the Teesside area	4340 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB

* - Indicates interest that is indirectly held by the Company

EQUITIX CAPITAL EUROBOND LIMITED

21. SUBSIDIARIES AND JOINT VENTURES AS AT 31 DECEMBER 2018 (continued)

Company name	Percentage of shares held	Number and class of shares held	Principal activity	Registered Address
Durham and Tees Community Ventures Holdco (No.1) Ltd	60%*	22,176 ordinary £1 shares	Parent company to Care Partnerships 25 Fundco 1 Ltd	4340 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB
Durham and Tees Community Ventures Holdco (No.2) Ltd	60%*	1 ordinary £1 share	Parent company to Care Partnerships 25 Fundco 2 Ltd	4340 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB
Durham and Tees Community Ventures Holdco (No.3) Ltd	60%*	1 ordinary £1 share	Parent company to Care Partnerships 25 Fundco 3 Ltd	4340 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB
Durham and Tees Community Ventures Holdco (No.4) Ltd	60%*	2 ordinary £1 shares	Parent company to Care Partnerships 25 Fundco 4 Ltd	4340 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB
Bradford and Airedale Care Partnerships Holdco 1 Limited	60%*	9,900 ordinary £1 shares	Parent company to Bradford and Airedale Fundco 1 Ltd	Kent House, 14-17 Market Place, London, United Kingdom, W1W 8AJ
Bradford and Airedale Care Partnerships Holdco 2 Limited	60%*	1 ordinary £1 share	Parent company to Bradford and Airedale Fundco 2 Ltd	Kent House, 14-17 Market Place, London, United Kingdom, W1W 8AJ
Bradford and Airedale Care Partnerships Holdco 3 Limited	60%*	1 ordinary £1 share	Parent company to Bradford and Airedale Fundco 3 Ltd	Kent House, 14-17 Market Place, London, United Kingdom, W1W 8AJ
Bradford and Airedale Care Partnerships Holdco 4 Limited	60%*	1 ordinary £1 share	Parent company to Bradford and Airedale Fundco 4 Ltd	Kent House, 14-17 Market Place, London, United Kingdom, W1W 8AJ
Durham and Tees Community Ventures Fundco (No.1) Ltd	60%*	22,176 ordinary £1 shares	Provision of community healthcare in the Teesside area	4340 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB
Durham and Tees Community Ventures Fundco (No.2) Ltd	60%*	1 ordinary £1 share	Provision of community healthcare in the Teesside area	4340 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB
Durham and Tees Community Ventures Fundco (No.3) Ltd	60%*	1 ordinary £1 share	Provision of community healthcare in the Teesside area	4340 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB
Durham and Tees Community Ventures Fundco (No.4) Ltd	60%*	2 ordinary £1 shares	Provision of community healthcare in the Teesside area	4340 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB
Bradford & Airedale Care Partnerships Fundco 1 Ltd	60%*	9,900 ordinary £1 shares	Provision of community healthcare in the Bradford and Airedale area	Kent House, 14-17 Market Place, London, United Kingdom, W1W 8AJ
Bradford & Airedale Care Partnerships Fundco 2 Ltd	60%*	1 ordinary £1 share	Provision of community healthcare in the Bradford and Airedale area	Kent House, 14-17 Market Place, London, United Kingdom, W1W 8AJ
Integrated Care Solutions (East Kent)	100%*	150,000 ordinary £1 shares	Parent company to Integrated Care Solutions (East Kent) Limited	Victoria House Victoria Road, Chelmsford, Essex, CM1 1JR
Integrated Care Solutions (East Kent) 1100%*		150,000 ordinary £1 shares	Provision of mental health facilities to Kent County Council	Victoria House Victoria Road, Chelmsford, Essex, CM1 1JR