







# **BBGI SICAV S.A.**

Results Presentation for the six months ended 30 June 2015

28 August 2015

www.bb-gi.com





# **Agenda**

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This presentation and subsequent discussion contains information provided solely as an update on the financial condition, results of operations and business of BBGI SICAV S.A. and its corporate subsidiaries ("BBGI" or the "Group"). Nothing contained in either of them shall constitute an offer or an invitation or inducement to buy or sell shares in BBGI.

In addition, the presentation and subsequent discussion may contain certain forward looking statements with respect to the financial condition, results of operations and business of the Group. These forward-looking statements represent BBGI's expectations or beliefs concerning future events and involve known and unknown risks and uncertainty that could cause actual results, performance or events to differ materially from those expressed or implied in such statements. Additional detailed information concerning important factors that could cause actual results to differ materially is available in our Interim Results for the six months ended 30 June 2015, Annual Report and Consolidated Financial Statements for the year ended 31 December 2014, Interim Results for the six months ended 30 June 2014, Annual Report and Consolidated Financial Statements for the year ended 31 December 2012, Interim Results for the six months ended 30 June 2014, Annual Report & Consolidated Financial Statements for the period ended 31 December 2011, Prospectus dated 19 November 2013, Prospectus dated 26 June 2013, and Prospectus dated 6 December 2011, all available from the Company's website. Past performance is not a reliable indicator of future performance.

# Company Overview – BBGI



- Closed-ended Luxembourg investment company
- Premium listing on the main market of the London Stock Exchange in December 2011
- Market capitalization of £522.8 million as at 30 June 2015
- Global, geographically diversified portfolio of 36 high quality PPP/PFI infrastructure assets with strong yield characteristics:
  - All assets are availability based
  - 92% of assets by value are operational
  - Major exposure to availability-based transport projects which the Management Board believes are less complex and easier to operate than social infrastructure assets
  - 44% of the Portfolio assets by value are located in the UK, 28% in Canada, 15% in Australia, 4% in US and 9% in
     Continental Europe
- Stable cash flows with inflation protection characteristics
- Cash flows from secure creditworthy counterparties
- A revised total dividend target of 6.00 pence for the year to 31 December 2015<sup>1</sup>
- 7%-8% target IRR<sup>2</sup>
- Internally managed structure Experienced PPP/PFI in-house management team

<sup>&</sup>lt;sup>1</sup> These are targets only and not profit forecasts. There can be no assurance that these targets will be met

<sup>&</sup>lt;sup>2</sup> On IPO issue price. These are targets only and not profit forecasts. There can be no assurance that these targets will be met.

# BBGI A Global Infrastructure Company

# **Highlights - Financial**

- Investment Basis NAV per share of 110.4 pence as at 30 June 2015 (109.2 pence 31 December 2014) which represents an increase of 1.07%
- Net Asset Value on an investment basis ("Investment basis NAV") increased to £470.26 million as at 30 June 2015 from £465.29 million as at 31 December 2014
- 2014 final dividend of 2.88 pence per share paid on 3 July 2015, resulting in a total dividend payment of 5.76 pence per share for the year ended 31 December 2014 which was in line with target
- Revised 2015 dividend target of 6.00 pence per share which represents an increase of 4.16%; 2015 interim dividend of 3.00 pence per share announced today and to be paid on [29] October 2015
- Shares continue to trade at a premium to Investment Basis NAV, and stood at a premium of 11.2% as at 30 June 2015
- Total Shareholder return of 42.31%¹ since listing in December 2011 to 30 June 2015 (CAGR of 10.54%)
- Average discount rate of 8.06% at 30 June 2015 compared to 8.21% at 31 December 2014
- Ongoing Charge ratio has fallen from 0.98% at 31 December 2014 to 0.97% annualized at 30 June 2015, which we believe
  continues to be the lowest in the UK listed infrastructure sector
- Cash at 30 June 2015 of £50.87 million and total borrowings outstanding of £45.22 million equating to a Net cash balance of £5.65 million. In July 2015 the Group used up approx. £31.95 million from the total cash balance to finance the acquisition of the additional interest in the Northern Territory Secure Facilities project and to pay in part the 2014 final dividend payment

# BBGI A Global Infrastructure Company

# **Highlights - General**

- Company has enjoyed a good start to 2015 and has been successful in growing the portfolio
- The Company completed and / or announced £39.4\* million of acquisitions in the period ending 30 June 2015, with a further £11.7 million announced after that date
- Portfolio performance and cash receipts were ahead of the business plan and underlying financial models



 Successful transition of Avon & Somerset Police Headquarters (UK) and Mersey Care Mental Health Hospital (UK) from construction to operational status, and Northern Territory Secure Facilities (Australia) from ramp up phase towards the stable operational phase

<sup>&</sup>lt;sup>1</sup>£2.1 million of which relates to an initial equity injection in the Mersey Care Mental Health hospital



# Global Portfolio - as at 30 June 2015 (1/2)















**Scottish Borders** Schools

Education

Healthcare

Clackmannanshire Schools

Kent Schools

Bedford Schools

Coventry Schools

East Down College

Lisburn College











Tor Bank School

Lagan College

4 Schools Frankfurt am Main

Schools Cologne

School Cologne Rodenkirchen

















Women's College Hospital

Kelowna and Vernon Hospital

Gloucester Hospital

Liverpool & Sefton Clinics (LIFT\*)

North London Estates Partnerships Clinics (LIFT\*) (LIFT\*)

Barking & Havering

Mersey Care Mental **Health Hospital** (LIFT\*)



Royal Women's



# Global Portfolio - as at 30 June 2015 (2/2)













Northwest Anthony Golden Ears Henday

Bridge

**Kicking Horse** Canyon

North East Stoney Trail

M80 Motorway

E18 Highway







Ohio River Bridge

M1 Westlink

Mersey Gateway Bridge







Burg Prison



**Northern Territory Secure Facilities** 



Staffordshire Fire Stations



Unna Administration Centre



Fürst Wrede Barracks

Justice

**Transport** 

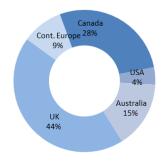


Avon & Somerset **Police Stations** 

#### **Portfolio Overview**

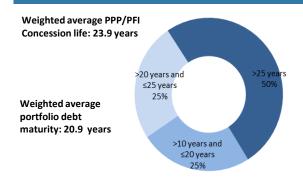


#### **BBGI** portfolio geographical split



Global portfolio with 36 assets; all located in AAA and AA+ rated countries

#### **Duration of concessions**



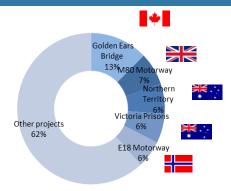
Long life assets with 75% of assets with a duration >20 years

#### BBGI portfolio split by sector



Diversified sector exposure with a bias towards availability roads and bridges

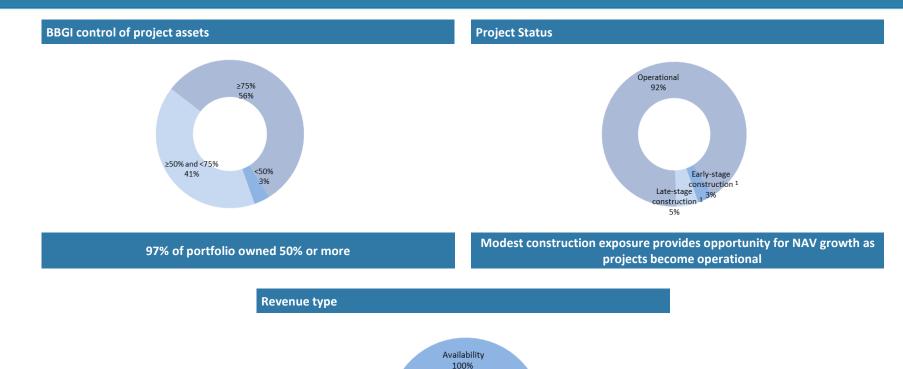
#### **Portfolio concentration**



Well diversified portfolio with no major single asset exposure





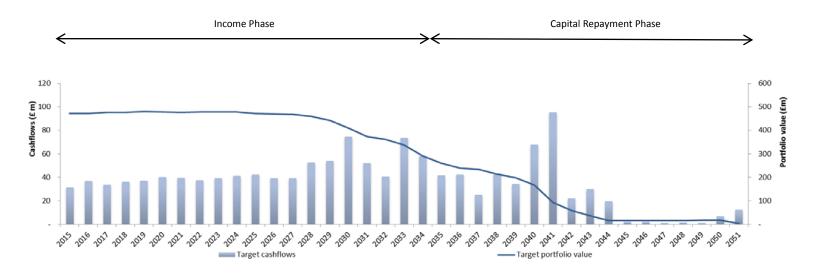


100% availability based income; no demand risk

Late stage construction assets are expected to become operational in H2 2015 and early stage construction assets will become operational in 2016 and 2017. BBGI has a 37.5% equity and subordinated debt subscription obligations in Mersey Gateway Bridge amounting to approximately £20m. The project is included in the construction exposure calculation however the value is reduced by the discounted value of the future subscription obligation.







Note: This illustrative chart is a target only, as at 30 June 2015, and is not a profit forecast. There can be no assurance that this target will be met. The hypothetical target cash flows do not take into account any unforeseen costs, expenses or other factors which may affect the portfolio assets and therefore the impact on the cash flows to the Company. As such, the graph above should not in any way be construed as forecasting the actual cash flows from the portfolio. The inclusion of this graph should not be construed as forecasting in any way the actual returns from the portfolio.

- Long term steady stream of target portfolio cash flows deriving from the underlying assets until year 2051
- Based on the current estimates the existing portfolio will enter into the repayment phase approximately in year 2035 whereby
  cash inflows from the portfolio will be paid to the BBGI's shareholders as capital and the portfolio valuation reduces as
  projects reach the end of their concession term



# **Portfolio Overview – Counterparty exposure**

- All investments are in secure, stable countries where the sovereign debt has a strong investment grade rating
- Counterparties to the UK assets (44% of Portfolio Value) vary by project, but PPP in the UK is seen to enjoy an implicit level of support by the central government
- Counterparties to the Canadian assets (28% of Portfolio Value) are:

| Province of BC      | AAA     | Aaa   |
|---------------------|---------|-------|
| Province of Alberta | AAA     | Aaa   |
| Province of Ontario | A+      | Aa2   |
| Translink           | AA(DBRS | ) Aa2 |

- Counterparty to the Australian assets (15% of Portfolio Value) are the AAA/Aaa rated State of Victoria and the Aa1 rated Northern Territory of Australia
- Counterparty to the US asset (4% of Portfolio Value) is the Aaa/AA+ rated Indiana Finance Authority
- Counterparty to the Continental Europe assets (9% of Portfolio Value) are
  - for German assets: the Federal State of Saxonia-Anhalt, the public body of Unna, City of Frankfurt, City of Cologne and the Republic of Germany for the Military Campus; all counterparties enjoy legislative support from the Republic of Germany
  - Norwegian asset: Norwegian Government

| Country             | Number<br>of assets | % of<br>portfolio | S&P<br>Sovereign<br>Rating | Moody's<br>Sovereign<br>Rating |
|---------------------|---------------------|-------------------|----------------------------|--------------------------------|
| Canada              | 6                   | 28%               | AAA                        | Aaa                            |
| UK                  | 19                  | 44%               | AAA                        | Aa1                            |
| Australia           | 3                   | 15%               | AAA                        | Aaa                            |
| USA                 | 1                   | 4%                | AA+                        | Aaa                            |
| Germany &<br>Norway | 7                   | 9%                | AAA                        | Aaa                            |

| Top 5<br>Projects     | Public Sector<br>Counterparty                    | % of<br>portfolio | S&P<br>Counter<br>Party<br>Rating | Moody's<br>Counter<br>Party<br>Rating |
|-----------------------|--|-------------------|-----------------------------------|---------------------------------------|
| Golden<br>Ears Bridge | Translink  | 13%               | AA<br>(DBRS)                      | Aa2                                   |
| M80<br>Motorway       | Scottish<br>Ministers<br>(Transport<br>Scotland) | 7%                | AAA                               | Aa1                                   |
| NTSF                  | Northern<br>Territory                            | 6%                | No S&P rating                     | Aa1                                   |
| Victoria<br>Prisons   | State of<br>Victoria                             | 6%                | AAA                               | Aaa                                   |
| E18                   | Norwegian<br>Government                          | 6%                | AAA                               | Aaa                                   |





- The Portfolio performance and cash receipts were ahead of business plan and underlying financial models
- BBGI has worked hard to maintain a good dialogue with our public sector clients and partners. Overall relationships with our clients remain positive
- Active asset management of the portfolio continues, resulting in an increase in portfolio value
- On-going operations and maintenance responsibilities are outsourced to a diversified group of high quality facility managers and road operators
- All deductions across the portfolio are borne by the third party facility managers and road operators
- No material counterparty issues to report on subcontractor level



# **Asset Management – Construction Exposure**

- In HY1 2015, successful transition of Avon & Somerset Police Headquarters and Mersey Care Mental Health Hospital from construction to operational status, and Northern Territory Secure Facilities from ramp up phase towards the stable operational phase. This transition has created value for shareholders that we would like to replicate, by once again selectively adding some projects in construction
- 5% of the portfolio (by value) is in late stage construction and is expected to become operational in H2 2015. 3% of the portfolio (by value) is in early stage construction and will become operational in 2016 and 2017. BBGI has a 37.5% equity and subordinated debt subscription obligations in Mersey Gateway Bridge amounting to approximately £20m. The project is included in the construction exposure calculation however the value is reduced by the discounted value of the future subscription obligation
- The construction risk generally has been passed down to creditworthy construction sub-contractors. The typical construction contract is a fixed-price, date-certain contract where the construction contractor is responsible for any potential cost over-runs or delays. Construction support packages typically consist of letters of credit or bonds from third parties and to the extent necessary parent company guarantees from the parent of the construction companies
- BBGI remains optimistic for further increases in NAV once those portfolio projects currently in construction move closer towards, and into the operational phase. The ability to provide such organic growth in NAV as construction related risks in assets reduce over time is an important and differentiating characteristic of the Company
- Despite the construction exposure, the Management Board believes that the revised dividend target can be achieved



# **Valuation - Macroeconomic Assumptions**

| Macro-economic assumptions           |                |                |                |                |
|--------------------------------------|----------------|----------------|----------------|----------------|
| End of period                        | 31-Dec-15      | 31-Dec-16      | 31-Dec-17      | Long term      |
| UK                                   |                |                |                |                |
| Indexation (%)                       | 1.75           | 2.75           | 2.75           | 2.75           |
| Deposit Interest Rate (%)            | 1.0            | 2.0            | 3.0            | 3.0            |
| SPC Corporate Tax (%)                | 20.0           | 20.0           | 20.0           | 20.0           |
| Canada                               |                |                |                |                |
| Indexation (%) <sup>(1)</sup>        | 1.00/1.35      | 2.00/2.35      | 2.00/2.35      | 2.00/2.35      |
| Deposit Interest Rate (%)            | 1.0            | 2.0            | 3.0            | 3.0            |
| SPC Corporate Tax (%) <sup>(2)</sup> | 25.0/26.0/26.5 | 25.0/26.0/26.5 | 25.0/26.0/26.5 | 25.0/26.0/26.5 |
| Australia                            |                |                |                |                |
| Indexation (%) <sup>(3)</sup>        | 1.50           | 2.50           | 2.50           | 2.50           |
| Deposit Interest Rate (%) (4)        | 4.00/5.00      | 4.00/5.00      | 4.00/5.00      | 4.00/5.00      |
| SPC Corporate Tax (%)                | 30.0           | 30.0           | 30.0           | 30.0           |
| Germany                              |                |                |                |                |
| Indexation (%)                       | 1.00           | 2.00           | 2.00           | 2.00           |
| Deposit Interest Rate (%)            | 1.0            | 2.0            | 3.0            | 3.0            |
| SPC Corporate Tax (%) (5)            | 15.8           | 15.8           | 15.8           | 15.8           |
| Norway                               |                |                |                |                |
| Indexation (%) <sup>(6)</sup>        | 1.94           | 2.94           | 2.94           | 2.94           |
| Deposit Interest Rate (%)            | 1.8            | 2.5            | 4.0            | 4.0            |
| SPC Corporate Tax (%)                | 27.0           | 27.0           | 27.0           | 27.0           |
| USA                                  |                |                |                |                |
| Indexation (%)                       | 1.50           | 2.50           | 2.50           | 2.50           |
| Deposit Interest Rate (%)            | 1.0            | 2.0            | 3.0            | 3.0            |
| SPC Corporate Tax (%)                | 35.0/4.2       | 35.0/4.2       | 35.0/4.2       | 35.0/4.2       |

<sup>(1)</sup> All Canadian projects have a long term 2.0% indexation factor with the exception of North East Stoney Trail and Northwest Anthony Henday Drive which have a slightly different indexation factor which is derived from a basket of regional labour, CPI and commodity indices

<sup>(2)</sup> Tax rate applied 25% in Alberta, 26% in British Columbia and 26.5% in Ontario

<sup>(3)</sup> Long term CPI 2.50% / Long term LPI 3.50%

<sup>(4)</sup> Cash on Debt Service Reserve Accounts and Maintenance Service Reserve Accounts can be invested on a six month basis. Other funds are deposited on a shorter term

<sup>(5)</sup> Including Solidarity charge, excluding Trade tax which varies between communities

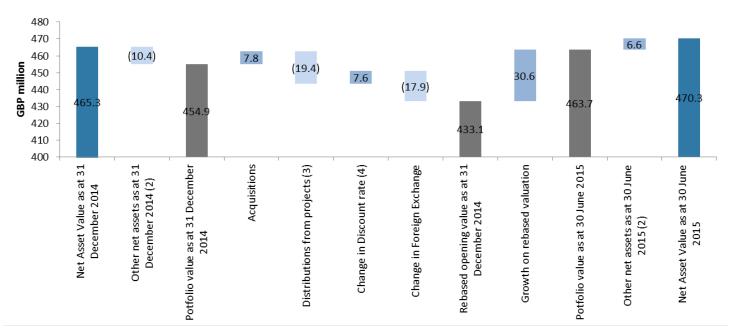
<sup>(6)</sup> Indexation of revenue based on basket of four specific indices

## **Valuation**



 Net Asset Value<sup>1</sup> has increased from £465.29 million to £470.26 million. The NAV per share increased from 109.2 pence to 110.4 pence or 1.07%

#### Investment Basis NAV movements in the six months to 30 June 2015



<sup>&</sup>lt;sup>1</sup> Based on reported Investment basis NAV at 30 June 2015 as compared to reported Investment basis NAV at 31 December 2014

<sup>&</sup>lt;sup>2</sup> Net assets of the Group's consolidated subsidiaries as at 31 December 2014 and 30 June 2015 after excluding the project investments. The figure as at 30 June 2015 includes a liability of £9.5 million equating to the cash amount of the 2014 final dividend which was paid on 3 July 2015

<sup>&</sup>lt;sup>3</sup> While distributions from projects reduce the portfolio value they do not impact the NAV. The reduction in the portfolio value is offset by the receipt of cash at the consolidated subsidiary level, resulting in an increase in other net assets

<sup>&</sup>lt;sup>4</sup>Of which £1.1 million resulted from the successful transition of Avon & Somerset Police Headquarters and Mersey Care Mental Health Hospital from construction to operational status, and Northern Territory Secure Facilities from ramp up phase towards the stable operational phase

# BBGI A Global Infrastructure Company

#### **Valuation – Value Drivers**

The increase in the Investment basis NAV per share of 1.07% reflects the good performance of the assets, primarily as a result of the key drivers listed below:

- Change in discount rate: £7.6 million (1.64% change in NAV per share) of which £1.1 million resulted from the successful transition of Avon & Somerset Police Headquarters and Mersey Care Mental Health Hospital from construction to operational status, and Northern Territory Secure Facilities from ramp up phase towards the stable operational phase
- Unwinding the discount: £17.3 million (3.72% change in NAV per share). As the Company moves closer to receiving the forecast dividend payments, the time value of those cash flows on a net present value basis increases
- Other asset management activites generating a further increase in the portfolio value of £13.3 (2.86% change in NAV per share) million which include inter alia:
  - Lower costs achieved on some projects
  - Earlier than forecasted extraction of cash
  - Independent valuation of residual values of some LIFT properties
  - A more favourable tax status on two assets
  - The net effect of inflation on the portfolio value has been negative
  - Updated refinancing assumptions to reflect current market conditions for two assets
- F/X loss: £17.9 million (-3.84%) more details on page 18
- Other factors are the acquisitions, distributions from projects and the change in other net assets with a total net effect of £15.3 million (-3.30% change in NAV per share)





#### **Discount Rates**

- The discount rates used for the individual assets range between 7.65% and 10.5%
- Average discount rate of 8.06% compared to an average rate of 8.21% used at 31 December 2014
- The decrease in the average discount rate reflects primarily the movement of some assets from construction to
  operational phase or their repositioning into a more stable operational phase and the associated reduction in discount
  rates for those projects and, secondly, the continuing trend of an increased competitive pressure on secondary market
  prices



#### **Valuation – Value Drivers**

#### Foreign Exchange & Hedging

• The foreign exchange rates at 30 June 2015 show a depreciation of the Australian Dollar, Canadian Dollar, Euro, US Dollar and Norwegian Krone against the British Pound

|         | F/X rates as of 31 December | F/X rates as of 30 June | Change in FX |
|---------|-----------------------------|-------------------------|--------------|
|         | 2014                        | 2015                    |              |
| GBP/AUD | 1.904                       | 2.053                   | -7.26%       |
| GBP/CAD | 1.806                       | 1.942                   | -7.00%       |
| GBP/EUR | 1.278                       | 1.417                   | -9.81%       |
| GBP/NOK | 11.564                      | 12.413                  | -6.84%       |
| GBP/USD | 1.553                       | 1.572                   | -1.21%       |

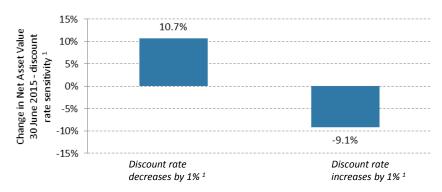
- During the period ended 30 June 2015, foreign exchange rates movements negatively impacting the NAV by £17.9 million
- The Company seeks to provide protection to the level of £ dividends that the Company aims to pay on the ordinary shares, in order to reduce the risk of currency fluctuations and the volatility of returns that may result from such currency exposure. The Management Board continues to monitor its hedging policy and believes it remains appropriate and cost effective to continue with its four year rolling hedge policy
- There will be periods where the global nature of the BBGI portfolio produces positive FX impacts on valuation and other times when the reverse is true. The downside risk is partially mitigated by having exposure to a number of different currencies including the Australian Dollar, Canadian Dollar, US Dollar, Euro and Norwegian Krone, all of which can provide diversification benefits. Overall, the global nature of the portfolio should produce benefits such as geographic diversification, no undue reliance on one market, increased counterparty diversification, reduced competition outside of UK, etc. which the Management Board believes are greater than the potential downsides in the longer term

#### **Valuation - Sensitivities**



#### **Discount Rates**

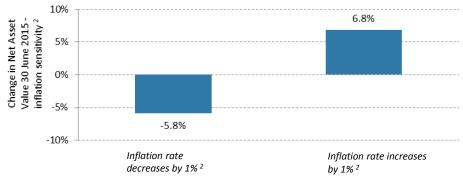
The following chart shows the sensitivity of the Net Asset Value to a change in the discount rate



| Discount Rate Sensitivity <sup>1</sup> | Change Net Asset Value per<br>share 30 June 2015 |
|--|--|
| Decrease by 1% to 7.06%                | 11.8 pence, i.e. +10.7%                          |
| Increase by 1% to 9.06%                | (10.1) pence, i.e. (9.1%)                        |

#### Inflation

The project cash flows are correlated with inflation (e.g. RPI or CPI). The following table demonstrates the effect of a change in inflation rates compared to the macroeconomic assumptions on page 14



|                             | Change Net Asset Value per |
|-----------------------------|----------------------------|
| Inflation Sensitivity       | share 30 June 2015         |
| Decrease by 1% <sup>2</sup> | (6.5) pence, i.e. (5.8)%   |
| Increase by 1% <sup>2</sup> | 7.5 pence, i.e. +6.8%      |

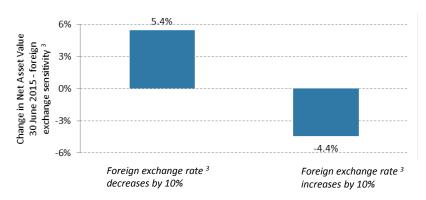
<sup>&</sup>lt;sup>1</sup> Based on the average discount rate of 8.06%

<sup>&</sup>lt;sup>2</sup> Compared to the assumptions as set out in the macroeconomic assumptions from end of 2015 onwards



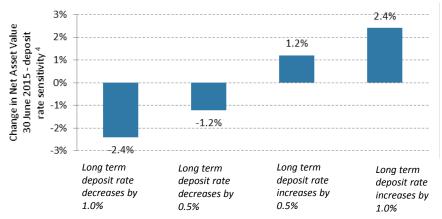


#### **Foreign Exchange**



| Foreign Exchange Sensitivity      | Change Net Asset Value per<br>share 30 June 2015 |
|-----------------------------------|--|
| Rate <sup>3</sup> decrease by 10% | 6.0 pence, i.e. +5.4%                            |
| Rate <sup>3</sup> increase by 10% | (4.9) pence, i.e. (4.4)%                         |

#### **Deposit rates**



|                                    | Change Net Asset Value pe |  |
|------------------------------------|---------------------------|--|
| Deposit Rate Sensitivity           | share 30 June 2015        |  |
| Rate <sup>4</sup> decrease by 1%   | (2.7) pence, i.e. (2.4)%  |  |
| Rate <sup>4</sup> decrease by 0.5% | (1.3) pence, i.e. (1.2)%  |  |
| Rate <sup>4</sup> increase by 0.5% | 1.3 pence, i.e. +1.2%     |  |
| Rate <sup>4</sup> increase by 1%   | 2.7 pence, i.e. +2.4%     |  |

<sup>&</sup>lt;sup>3</sup> Sensitivity in comparison to the foreign exchanges rates at 30 June 2015 and taking into account the hedges in place derived by applying a 10% increase or decrease to the rate GBP/ Foreign currency

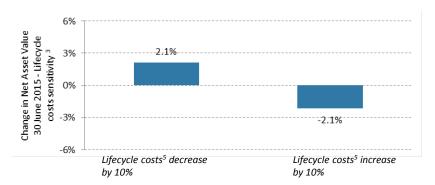
<sup>&</sup>lt;sup>4</sup> Sensitivity in comparison to the macroeconomic assumptions previously noted derived by changing the long-term deposit rate assumption





#### **Lifecycle costs**

The following chart shows the sensitivity of the Net Asset Value to a change in lifecycle costs



| Lifecycle Cost Sensitivity                   | Change Net Asset Value per<br>share 30 June 2015 |
|--|--|
| Lifecycle costs <sup>5</sup> decrease by 10% | 2.4 pence, i.e. +2.1%                            |
| Lifecycle costs <sup>5</sup> increase by 10% | (2.4) pence, i.e. (2.1)%                         |

<sup>&</sup>lt;sup>5</sup> Sensitivity applied to the 12 projects retaining the lifecycle obligation, i.e. not passed down to the sub-contractor. These projects represent approximately 50% of the total portfolio value as at 30 June 2015



## **Financial Review**

- Cash received from the portfolio was predominantly by way of distributions including dividends and interest receipts from debt servicing amounting to £19.4 million
- After deducting Group level corporate costs the net cash receipts for the period were £15.9 million
- The table below summarizes the cash received from the investments net of the cash outflows for the Group level corporate costs

| Summary net corporate cash flow   | Six months to 30 June 2015<br>£ million |
|---|---|
| Distributions from investments  | 19.4                                    |
| Cash outflow from corporate expenses and net finance costs <sup>1</sup> | (3.5)                                   |
| Net cash flow   | 15.9                                    |

<sup>&</sup>lt;sup>1</sup> Cash outflow resulting from all Group level corporate costs paid in the period ending 30 June 2015



# **Financial Review**

| Group Level Corporate Cost Analysis     | Six months to 30 June 2015<br>£ million |
|---|---|
|   | £ IIIIIIOII                             |
| Staff costs <sup>1</sup>                | 1.5                                     |
| Office and administration               | 0.5                                     |
| Professional fees                       | 0.3                                     |
| Fees to non-executive directors         | 0.1                                     |
| Interest expense and other finance cost | 0.9                                     |
| Acquisition-related costs <sup>2</sup>  | 0.3                                     |
| Taxes (including non-recoverable VAT)   | 0.5                                     |
| Corporate costs                         | 4.1                                     |

|   | Annualised 2015 |
|---|-----------------|
| Ongoing Charges                             | £ million       |
| Ongoing charges <sup>3</sup>                | 4.5             |
| Average undiluted net asset value in period | 469.5           |
| Ongoing charges (%)                         | 0.97%           |

<sup>&</sup>lt;sup>1</sup> The Company is an internally managed AIF with no fees payable to external managers

<sup>&</sup>lt;sup>2</sup> The acquisition-related costs are made up of due diligence, legal and other costs directly related to the acquisitions made during the period to date. The figure includes unsuccessful bid costs of approximately £0.08 million in the period

<sup>&</sup>lt;sup>3</sup> The annualised ongoing charges ratio was calculated using the AIC methodology and excludes all non-recurring costs, i.e. costs of acquisition/disposal of investments, financing charges and gains/losses arising in investments. The Ongoing Charges include an accrual for the Short-Term Incentive Plans/Bonuses and the Long-Term Incentive Plan



## Financial Review – Dividends

- 2014 final dividend of 2.88 pence per share paid on 3 July 2015, resulting in a total dividend payment of 5.76 pence per share for the year ended 31 December 2014 which was in line with target
- Revised target dividend 2015 of 6.00 pence per share which represents an increase of 4.2%
- 2015 interim dividend of 3.00 pence per share to be paid on [29] October 2015
- Despite the ongoing construction exposure, the Management Board believes that the ability to meet dividend targets has not been compromised



# Financial Review - Financing

#### **Company Level**

- Three year Revolving Credit Facility of £80 million from ING Bank and KfW IPEX-Bank
- This facility replaced a £35 million facility with Royal Bank of Scotland, National Australia Bank and KfW, which was due to expire in July 2015
- As at 30 June 2015 the amount utilised under the facility was £66.20 million, of which £20.98 million was utilised to cover three letters of credit and the remaining £45.22 million was drawn to provide bridge financing for project acquisitions
- BBGI retains the flexibility to consider larger transactions by virtue of having structured a further £100 million incremental
  accordion tranche, for which no commitment fees are paid, which allows the possibility to increase the facility to £180 million.
  The borrowing margin decreased from 225 bps under the old facility to 185 bps over LIBOR under the new facility

#### **Project Level**

- Apart from the Royal Women's Hospital and the Northern Territory Secure Facility, the individual PPP/PFI projects in the
  portfolio all have long term amortising debt in place which does not need to be refinanced
- Women's College Hospital has long term amortising debt in place, but it is expected that this will be refinanced sometime
  after construction completion in March 2016 and before July 2019
- As at 30 June 2015, the weighted average PPP project concession length remaining was 23.9 years and the weighted average portfolio debt tenor was 20.9 years



# **Investment Opportunities**

- BBGI will continue to focus on fiscally stable countries where PPP/PFI is a practised route for delivering infrastructure investment projects, principally in certain countries in Europe, North America, Australia and New Zealand
- As secondary markets becomes more and more competitive, BBGI will also consider opportunities in the primary market where the risk adjusted returns are more attractive and markets outside of the UK where the competition is less intense
- 2015 has been a busy period for the Company in terms of primary development activity and building a pipeline for future investments:
  - BBGI is a member of one of three consortiums selected to develop a bid for the North Commuter Parkway and Traffic Bridge project consisting of two new arterial roadways and a new river crossing located in Saskatoon, Saskatchewan, Canada
  - BBGI is a member of one of three consortiums invited to submit a proposal to design, build, finance and operate a
     7.6km extension to the Capital Integration transit project in Winnipeg, Manitoba, Canada
  - BBGI is a member of one of four consortiums invited to submit a proposal to design, build, finance and operate the new D4 motorway and R7 Expressway part of the Bratislava ring road, Slovakia
  - BBGI has joined three separate consortiums formed to pursue three major transport infrastructure projects in North America
  - BBGI is supporting a consortium to pursue a social infrastructure project in Germany
- BBGI will follow a path of disciplined growth. This will mean that BBGI will be selective and surgical in its approach and buy assets on an opportunistic basis

## **Summary**



- Successful first half of 2015 for BBGI:
  - Investment Basis NAV per share increased by 1.07% despite adverse F/X development
  - Portfolio performance and cash receipts ahead of business plan and underlying financial models
  - 2014 final dividend of 2.88 pence per share paid on 3 July 2015, resulting in a total dividend payment of 5.76 pence per share for the year ended 31 December
  - Revised target dividend 2015 of 6.00 pence per share which represents an increase of 4.2%
  - 2015 interim dividend of 3.00 pence per share to be paid on [29] October 2015
  - Total Shareholder return since listing in December 2011 to 30 June 2015 of 42.31%<sup>1</sup>
  - Market capitalization of £522.8 million as at 30 June 2015
  - Annualised ongoing charge ratio of 0.97% at 30 June 2015
- Global, geographically diversified high quality portfolio
- Cash flows from secure credit worthy counterparties
- Stable cash flows with attractive inflation protection characteristics
- Value upside from existing portfolio
- Acquisition opportunities
- Internally managed fund with highly experienced management team









# **Appendix**





# **Appendix** Key characteristics of fund

| The Company         | <ul> <li>Luxembourg Investment Company</li> <li>Chapter 15 Premium Listing on the UK Official List</li> <li>£ denominated shares</li> </ul>   |  |
|---------------------|---|--|
| Investment policy   | <ul> <li>Infrastructure assets – PPP/PFI or equivalent</li> <li>Principally operational assets and availability based revenues</li> <li>Public sector-backed counterparties</li> <li>Single asset target limit of 20% of portfolio, subject to 25% maximum</li> <li>Construction assets limited to maximum 25% of portfolio</li> <li>Demand based assets limited to maximum 25% of portfolio</li> </ul> |  |
| Portfolio           | <ul> <li>36 PPP assets</li> <li>Weighted average concession length of 23.9 years allowing for maximisation of returns</li> <li>Diverse asset mix with a focus on lower risk, availability road and bridge projects</li> </ul>   |  |
| Gearing             | <ul> <li>Prudent use of leverage with a maximum ratio of 33% of portfolio value</li> </ul>  |  |
| Further investments | Attractive flow of future opportunities   |  |
| Management          | <ul> <li>Experienced internal management team with extensive PPP/PFI experience</li> <li>Supervised by experienced Supervisory Board</li> <li>Performance based incentivisation (short and long term)</li> </ul>  |  |
| Dividend            | <ul> <li>Revised 2015 annual dividend target of 6.00 pence per share</li> </ul>   |  |
| IRR                 | ■ Target IRR of 7-8%  |  |
| Ongoing costs       | <ul> <li>Very competitive annualised ongoing charges percentage of 0.97% at 30 June 2015</li> </ul>   |  |
| Discount Management | <ul> <li>Discretionary share repurchases and tender offer authorities</li> <li>Next Continuation vote in 2017 and every second year thereafter</li> </ul>   |  |
| Financial year end  | 31st December   |  |



# **Appendix Valuation Approach**

#### **Discount Rate**

Valuation verification

**Approach** 

- Weighted average discount rate of 8.06%
- Portfolio is 92% operational; further 5% expected to become operational in H2 2015
- Review carried out by independent professional third party
- Valuation assumptions sensitised and tested
- Reviewed by KPMG as part of audit/review process
- The Management Board is responsible for carrying out the valuation of the Company's investments which is presented to the Supervisory Board
- Valuation is carried out on a six monthly basis as at 30 June and 31 December each year
- The valuation is determined using discounted cash flow methodology
- The cash flows forecast to be received by the Company or its subsidiaries, generated by each of the underlying assets, and adjusted as appropriate to reflect the risk and opportunities, have been discounted using project specific discount rates
- The valuation methodology has not changed since the IPO in 2011





#### Approach to Leverage

#### **Project Level Debt**

- All projects have non-recourse debt
- Weighted average maturity of project debt is 20.9 years
- Limited re-financing risk on Royal Women's Hospital and Northern Territory Secure Facilities
- Market assumptions regarding the debt tranche that is subject to refinancing

#### **Corporate Debt**

- Corporate facility is used to bridge finance acquisitions between capital raising
- No structural gearing
- Prudent use of leverage with a maximum ratio of 33% of portfolio value

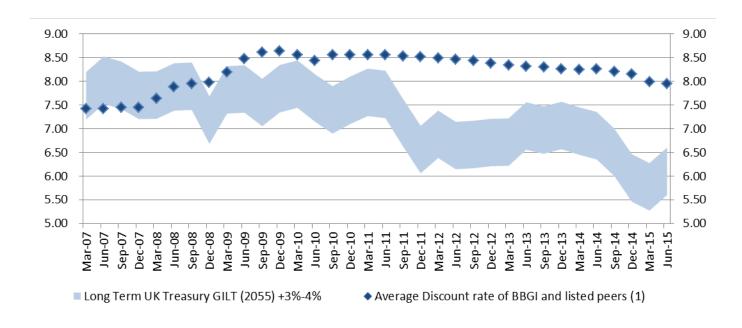
Corporate Facility

- In January 2015 the Company secured a new three year Revolving Credit Facility of £80 million from ING Bank and KfW IPEX-Bank
- Structured to accommodate potential for increases in the future as portfolio grows
- The borrowing margin decreased from 225 bps under the old facility to 185 bps over LIBOR under the new facility

# **Appendix** Discount rates and risk premium



# Discount rates slightly higher than in 2007 but risk premium has significantly increased

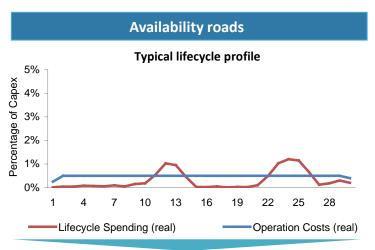


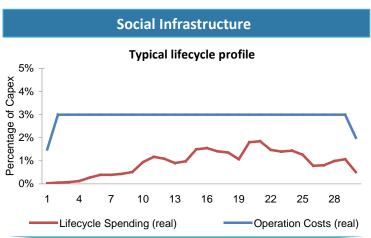
<sup>(1)</sup> Average discount rates of BBGI, John Laing Infrastructure Fund, HICL Infrastructure, International Public Partnerships

# **Appendix** Road projects - lower risk



Lifecycle risk for social infrastructure passed to sub-contractors except 3 investments, but is retained on road assets. Retention of road lifecycle risk can provide upside opportunity





| Lifecycle costs        | c.4% - 10% of total capital costs                                 | c.25% – 30% of total capital costs  |
|------------------------|---|---|
| Lifecycle<br>spending  | c.2-3 consolidated main interventions                             | Several peaks with more even distribution over operating period   |
| Operational cost       | c.0.5% (Europe) – 1.5% (Canada) p.a.                              | c.2% – 9% p.a.  |
| Maintenance<br>profile | Fewer maintenance groups – less complex coordination              | Approx. 40 maintenance groups – complex coordination and organisation of maintenance and replacement work |
| Client<br>interaction  | Client is not the main user of the asset and has fewer interfaces | Client is the user of the asset with day-to-day exposure  |

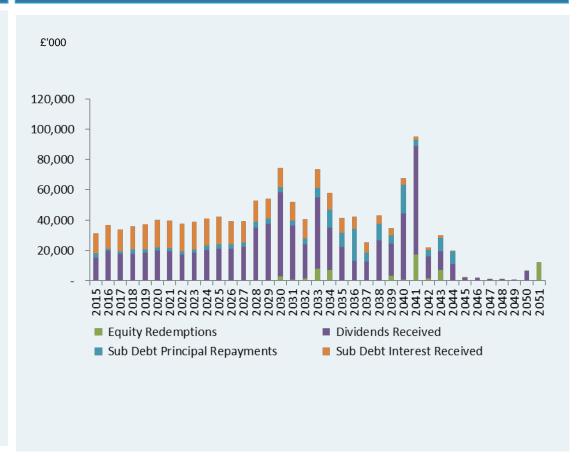
# Appendix Financial Review - Stable, predictable portfolio cash flows



#### Commentary

- Predictable contractual cash flows
- Revenue yielding projects with availability based characteristics
- Index-linked provisions providing positive inflation correlation
- Public sector-backed counterparties and contracted nature of the cash flows increase predictability
- Balanced asset portfolio providing project, sector and geographic diversification
- Clear and actionable growth drivers
  - Value enhancements
  - Some Primary Developments
  - Third party acquisitions
- Aim to further increase the dividend yield progressively over time

#### Illustrative Portfolio post tax cash flows (at 30 June 2015)\*



Note: This illustrative chart is a target only as at 30 June 2015 and is not a profit forecast. There can be no assurance that this target will be met. The hypothetical target cash flows do not take into account any unforeseen costs, expenses or other factors which may affect the portfolio assets and therefore the impact on the cash flows to the Company. As such, the graph above should not in any way be construed as forecasting the actual cash flows from the portfolio. The inclusion of this graph should not be construed as forecasting in any way the actual returns from the portfolio.

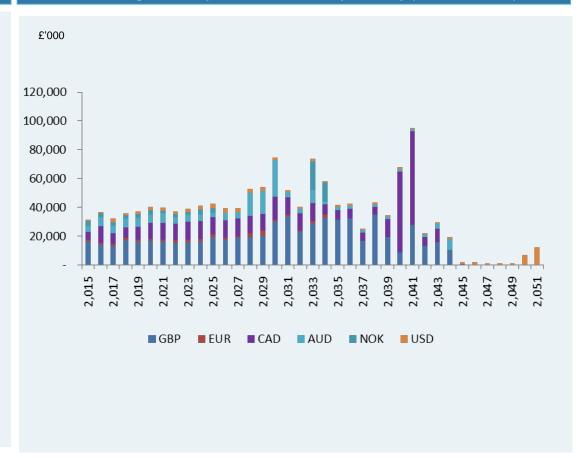
# Appendix Stability of cash flow – protection through currency hedging



#### Commentary

- BBGI invests in a wide geographical spread of assets but pays dividends in GBP
- Strategy seeks to minimise risk of currency fluctuations affecting dividend payments
- Intention to hedge the portfolio's non-GBP cash flows with a 4 year rolling hedge strategy:
  - YR1: 100%
  - YR2: 75%
  - YR3: 50%
  - YR4: 25%
- Currently, no hedging of the Euro cash flows due to partial natural hedge with cost
- Reviewed on an annual basis

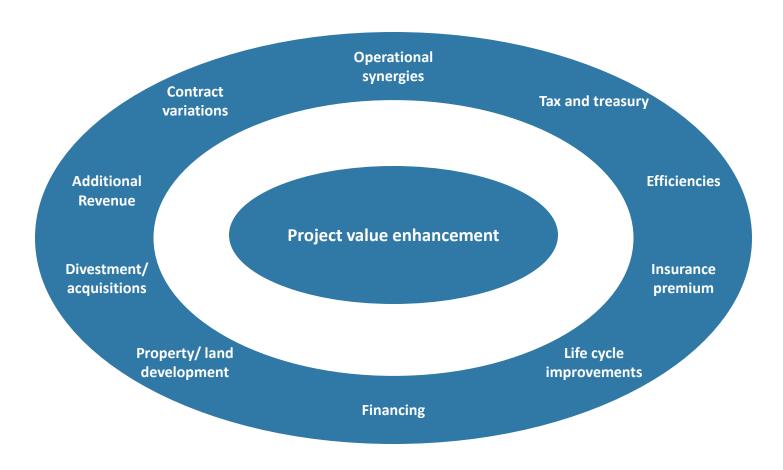
#### Illustrative Existing Portfolio post tax cash flows by currency (at 30 June 2015)\*



Note: This illustrative chart is a target only as at 30 June 2015 and is not a profit forecast. There can be no assurance that this target will be met. The hypothetical target cash flows do not take into account any unforeseen costs, expenses or other factors which may affect the portfolio assets and therefore the impact on the cash flows to the Company. As such, the graph above should not in any way be construed as forecasting the actual cash flows from the portfolio. The inclusion of this graph should not be construed as forecasting in any way the actual returns from the portfolio.



# **Appendix** Potential value enhancement opportunities



Active management of the portfolio has helped to drive the NAV uplift



# **Appendix** Operator counterparty risk

| Contractor exposure as at 30 June 2015 |  |
|--|--|
| Operator                               | Assets   |
| Capilano Highway Services Ltd          | Golden Ears Bridge, Canada   |
| John Graham (Dromore)                  | East Down College, UK; Lagan College, UK; Lisburn College, UK; M1 Westlink, UK; Tor Bank School, UK  |
| UGL                                    | Royal Women´s Hospital, Australia ; Victoria Prisons, Australia  |
| Integral FM Ltd                        | Coventry Schools, UK; LIFT: Liverpool & Sefton Clinics, UK; LIFT: North London Estates Partnerships , UK   |
| Black & McDonald                       | Kelowna & Vernon Hospitals, Canada; Women's College Hospital, Canada   |
| BEAR Scotland Ltd                      | M80 Motorway, UK   |
| Carmacks Maintenance Services Ltd      | North East Toney Trail, Canada; Northwest Anthony Henday Drive, Canada   |
| Honeywell                              | Northern Territory Secure Facilities, Australia  |
| Otera Jontasje/Veidekke                | E18 Motorway, Norway   |
| Other contractors                      | Avon & Somerset Police Stations, UK; Bedford Schools, UK; Clackmannanshire Schools, UK; Gloucester Hospital, UK; Kent Schools, UK; LIFT: Barking & Havering Clinics, UK; LIFT: Mersey Care Mental Hospital, UK; Mersey Gateway Bridge, UK; Scottish Borders Schools, UK; Staffordshire Fire Stations, UK |
|  | Kicking Horse Canyon, Canada   |
|  | Ohio River Bridge, USA   |
|  | Burg Prison, Germany; Four Schools Frankfurt Am Main, Germany; Fürst Wrede Barracks, Germany; P1 Schools Cologne, Germany; Rodenkirchen School Cologne, Germany; Unna, Germany   |

- Diversified spread of quality supply chain providers / No significant single name exposure
- Quarterly review by BBGI







#### David Richardson Chairman

David Richardson currently holds a number of non-executive directorships, including Senior Independent Director of Assura plc, and non-executive director of The Edrington Group Ltd. He is also Chairman of the Corporate Governance Committee of the Institute of Chartered Accountants in England and Wales. Mr. Richardson's executive career has focused on financial roles, including over 20 years with Whitbread plc where he was Strategic Planning Director and, subsequently, Finance Director. He was instrumental in transforming Whitbread from a brewing and pubs company into a market leader in hotels, restaurants and leisure clubs.

Mr. Richardson has previously served as Chairman of the London Stock Exchange Primary Markets Group, Four Pillars Hotels Ltd., Forth Ports plc and De Vere Group plc, and has also held non-executive directorships at Serco Group plc, Tomkins plc, Dairy Crest plc, World Hotels AG and The Restaurant Group plc. Mr. Richardson graduated from the University of Bristol with a degree in Economics and Accounting, and qualified as a Chartered Accountant in 1975.



#### Colin Maltby Senior Independent Director

Colin Maltby has been involved in the financial sector since 1975 when he joined NM Rothschild's international currency management department. Between 1980 and 1995, he held various roles at Kleinwort Benson Group plc, including as a Group Chief Executive at Kleinwort Benson Investment Management, as well as a Director of Kleinwort Benson Group plc.

From 1996 to 2000 Mr. Maltby was appointed Chief Investment Officer at Equitas Limited, and from 2000 to 2007 he worked for BP, as Chief Executive for BP Investment Management Limited and Head of Investments for BP plc. Since 2007, he has served as advisor to institutional investors and as an independent non-executive director of several listed companies. Mr. Maltby holds MA and MSc degrees from Oxford University and has been a member of the Chartered Institute for Securities and Investment since its formation in 1992.



#### Howard Myles Independent Director and Chairman of the Audit Committee

Howard Myles began his career in stockbroking in 1971 as an equity salesman, before joining Touche Ross in 1975 where he qualified as a chartered accountant. In 1978 he joined W. Greenwell & Co in the corporate broking team, and in 1987 moved to SG Warburg Securities where he was involved in a wide range of commercial and industrial transactions in addition to leading Warburg's corporate finance function for investment funds. Mr. Myles worked for UBS Warburg until 2001 and was subsequently a partner in Ernst & Young LLP from 2001 to 2007, where he was responsible for the Investment Funds Corporate Advisory team.

Mr. Myles holds an MA from Oxford University. He is a Fellow of the Institute of Chartered Accountants and a Fellow of the Chartered Institute for Securities and Investment, and is a non-executive director of a number of listed investment companies.





# **Appendix - Senior Management Team**

## Frank Schramm Joint CEO of BBGI



Frank Schramm has been Co-CEO of BBGI from inception and was actively involved in the establishment and IPO listing of BBGI in 2011 and the subsequent growth from 19 assets at IPO to 36 assets currently.

Mr. Schramm has worked in the PPP sector, investment banking and advisory business for over 19 years. Prior to his current role with the Group, he worked at the Bilfinger Project Investments (BPI) which he led as Co-Managing Director the European PPP operations with over 60 staff. In this role, he was responsible for the asset management of over 20 PPP investments with a project volume of about EUR 4 billion, and for acting as shareholder representative in various key investments. In addition to that he was responsible for the European development activities.

Prior to that role, Mr. Schramm was Finance Director of the PPP operations in Continental Europe at BPI and was responsible for all project finance activities. Mr. Schramm was also responsible for the sale of PPP assets in 2010, 2007 and 2006. While at BPI, Mr. Schramm was involved in over 15 PPP procurements and was involved in either the procurement or the asset management of most of the European investments within the existing portfolio. Before joining Bilfinger, Mr. Schramm worked at Macquarie Bank in the Investment Banking group from 2000 until 2003 where he was responsible for structured finance transactions. Prior to that Mr. Schramm worked at Deutsche Anlagen Leasing (DAL) from 1998 to 2000 and Bilfinger Berger BOT GmbH from 1995 to 1998.

# Duncan Ball Joint CEO of BBGI



Duncan Ball has been Co-CEO of BBGI from inception and was actively involved in the establishment and IPO listing of BBGI in 2011 and the subsequent growth from 19 assets at IPO to 36 assets currently.

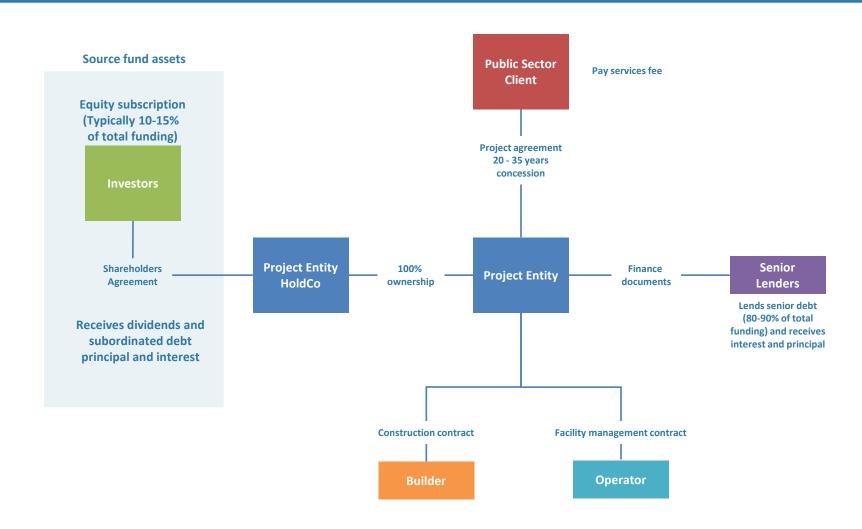
Mr. Ball has worked in the investment banking and project finance sector for over 20 years. He is a chartered financial analyst with extensive PPP experience and has worked on over 20 PPP procurements. Mr. Ball previously worked at the Bilfinger Group before taking on his current role with the Group.

Prior to joining Bilfinger Group, Mr. Ball was a senior member of the North American infrastructure team at Babcock & Brown and was instrumental in helping establish Babcock & Brown's infrastructure business in Canada. Prior to joining Babcock & Brown, Mr. Ball was Managing Director and co-head of infrastructure for North America for ABN AMRO Bank. During his tenure at ABN AMRO, Mr. Ball led the M&A transactions for a portfolio of infrastructure PPP projects with an enterprise value of over CAD 950 million. From 2002 until September 2005, Mr. Ball worked at Macquarie Bank where he helped establish Macquarie's infrastructure practice in Western Canada. Prior to that, Mr. Ball worked within the investment banking group at both RBC Capital Markets and CIBC World Markets. Mr. Ball obtained a Bachelor of Commerce degree from Queen's University in Canada, is a CFA charter holder and is a graduate of the Rotman School of Business Directors Education Program at the University of Toronto.

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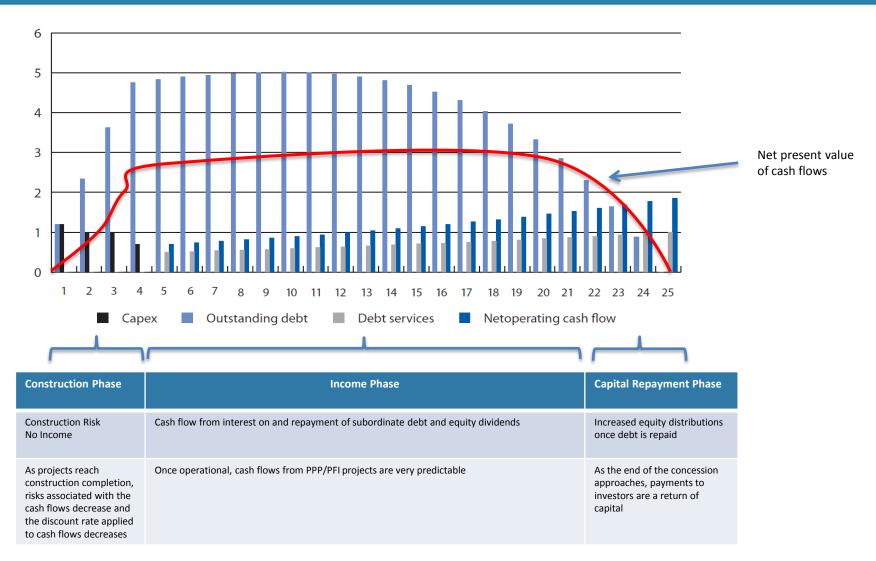


# **Appendix** Typical PPP/PFI structure





# **Appendix** Cash flow profile of a typical PPP/PFI project







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