

**Aberdeen International Airport Limited  
Annual report and financial statements  
for the year ended 31 December 2015**

# Aberdeen International Airport Limited

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# **Aberdeen International Airport Limited**

## **Officers and professional advisers**

### **Directors**

Richard Abel  
Carol Benzie  
John Bruen  
Ignacio Aitor Garcia Bilbao  
Fidel Lopez Soria

### **Registered office**

Aberdeen Airport  
Dyce  
Aberdeen  
Scotland  
AB21 7DU

### **Independent auditor**

Deloitte LLP  
Chartered Accountants and Statutory Auditor  
110 Queen Street  
Glasgow  
G1 3BX

### **Bankers**

The Royal Bank of Scotland plc  
280 Bishopsgate  
London  
EC2M 4RB

# Aberdeen International Airport Limited

## Strategic report – Management review

### Strategic report

The Company is the owner and operator of Aberdeen International Airport.

This strategic report is presented under three sections:

**Management review** – overview of the year ended 31 December 2015, along with the key factors likely to impact the Company in 2016.

**Finance review** – presentation and explanation of the key drivers behind the financial performance reported for the year ended 31 December 2015 and analysis of the financial position of the Company as at that date. The Company's accounting and reporting policies and procedures are also considered.

**Internal controls and risk management** – outline of the Company's internal controls, approach to risk management, sources of assurance and highlights of the key business risks identified by the Group Executive Committee.

### Management Review

#### Review of business and future developments

Key events occurring during the year and developments since the beginning of 2016 are detailed below.

#### Passenger traffic

Passenger traffic for the year ended 31 December 2015 is analysed below:

	<u>2015</u> Thousands	<u>2014</u> Thousands	<u>Change</u> <sup>1</sup> %
<b>Passenger by market served</b>			
United Kingdom	2,501	2,722	(8.1%)
International - EU	779	785	(0.9%)
International - Non-EU	222	259	(14.5%)
<b>Total passengers</b>	<b>3,502</b>	<b>3,766</b>	<b>(7.0%)</b>

<sup>1</sup> These figures have been calculated using un-rounded passenger numbers.

In the year ended 31 December 2015, passenger traffic decreased 7.0% to 3.5 million (2014: 3.8 million). The performance reflects 8.1% loss in domestic traffic and 4.3% loss in International traffic.

The lower domestic passenger levels were driven by reduced load factors across typical oil and gas related flights, which have been adversely impacted by the decline in global oil price. London traffic also declined as a consequence of the removal of Virgin's Heathrow route. Helicopter traffic also declined year on year due to the reduced oil and gas sector demand.

EU traffic loss was driven by the reduced rotations to Frankfurt which is one of Aberdeen's main European hubs.

Non-EU traffic loss was driven by the reduced passengers across Scandinavian routes, which are typical Oil & Gas destinations.

#### Investment in airport facilities

During the year ended 31 December 2015, Aberdeen International Airport capitalised £4,702k (2014: £6,781k) of costs. Major projects included terminal transformation project design work, new aircraft parking stands and taxiway resurfacing.

The Board of AGS Airports Holdings Limited, the parent Company, approved enhanced plans for a major terminal expansion and redevelopment at Aberdeen International Airport in January 2016. Detailed design work is nearing completion, as is the necessary preliminary works and construction of the main extension is planned to commence in Q2'2016.

#### Service standards

The Company continues to focus on delivering consistently high service standards across its airport, a key strategic priority. It also expects improving service standards to play a key part in driving cost efficiency.

Punctuality levels (as measured by the proportion of aircraft departing within 15 minutes of schedule) increased 0.3% to 89.1% (2014: 88.8%).

Aberdeen Airport participates in the Airport Council International's Airport Service Quality benchmarking survey which includes over 90 European airports and hundreds worldwide. Aberdeen Airport saw its average overall passenger satisfaction scores in the quarterly Airport Service Quality ('ASQ') survey increase to 3.78 out of 5 (2014: 3.69). Categories measuring interaction with airport staff – at check-in, security and generally within the airport – were the best performing areas of the survey. The terminal transformation project is expected to drive overall improvement in passenger satisfaction.

## **Aberdeen International Airport Limited**

### **Strategic report – Management review *(continued)***

#### **Outlook**

The Company expects the current depression of passenger traffic to continue throughout 2016 in line with the forecast continued low oil price. This will be partially offset by increased passengers from new scheduled Non-EU routes and holiday charters.

# Aberdeen International Airport Limited

## Strategic report – Financial review

### Introduction

The following financial review provides commentary on the performance of the Company during the year ended 31 December 2015.

	<u>2015</u> £000	<u>2014</u> <sup>1</sup> £000
Turnover	63,417	64,531
Adjusted operating costs <sup>2</sup>	(38,461)	(39,884)
<b>Adjusted EBITDA<sup>3</sup></b>	<b>24,956</b>	<b>24,647</b>
Non-recurring items	-	(3,013)
<b>EBITDA</b>	<b>24,956</b>	<b>21,634</b>
Fair value gain on investment properties	7,023	9,346
Depreciation	(5,883)	(6,377)
<b>Operating profit</b>	<b>26,096</b>	<b>24,603</b>
Interest receivable and similar income	4,246	1,783
Interest payable and similar charges	(1,463)	(392)
<b>Profit before tax</b>	<b>28,879</b>	<b>25,994</b>
Taxation	(3,664)	(6,655)
<b>Profit for the year</b>	<b>25,215</b>	<b>19,339</b>

<sup>1</sup> 2014 restated for the transition to FRS 101. For more information see Note 21.

<sup>2</sup> Adjusted operating costs are stated before depreciation and non-recurring items.

<sup>3</sup> Adjusted EBITDA is earnings before interest, tax, depreciation, amortisation, certain re-measurements and non-recurring items.

### Turnover

In the year ended 31 December 2015, turnover decreased 1.7% to £63,417k (2014: £64,531k) with the breakdown as follows:

	<u>2015</u> £000	<u>2014</u> £000	<u>Change</u> % <sup>1</sup>
Aeronautical income	35,407	35,845	(1.2%)
Retail income	12,640	13,155	(3.9%)
Other income <sup>2</sup>	15,370	15,531	(1.7%)
<b>Total turnover</b>	<b>63,417</b>	<b>64,531</b>	<b>(1.7%)</b>

<sup>1</sup> Figures calculated using un-rounded numbers.

<sup>2</sup> Other income includes operational facilities, utilities, property rental, fire training services and check-in baggage rents.

### Aeronautical income

Aeronautical income decreased 1.2% to £35,407k (2014: £35,845k) due to a fall in passenger numbers partially offset by increase in weight related income.

Average income per passenger was £10.11 (2014: £9.52) due to an increase in conditions of use charges and a more favourable weight mix.

	<u>2015</u> £	<u>2014</u> £	<u>Change</u> %
<b>Aeronautical income per passenger<sup>1</sup></b>	<b>10.11</b>	<b>9.52</b>	<b>6.2%</b>

<sup>1</sup> Figures calculated using un-rounded numbers.

# Aberdeen International Airport Limited

## Strategic report – Financial review (continued)

### Retail income

Gross retail income decreased 3.9% to £12,640k (2014: £13,155k) due to a fall in passenger numbers, in particular Non-EU passengers, which typically have a higher spend profile.

NRI per passenger increased 0.6% to £3.76 (2014: £3.74). The increase in NRI reflects stronger performance from car parking due to the tariff increase and the introduction of the forecourt controls. This gain has more than compensated for declines in Advertising and World Duty Free.

	<u>2015</u> £	<u>2014</u> £	<u>Change</u> %
<b>Net Retail Income (NRI) per passenger<sup>1</sup></b>	<b>3.76</b>	<b>3.74</b>	<b>0.6%</b>

<sup>1</sup> Figures calculated using un-rounded numbers. Figures do not include non-terminal passengers.

### Other income

Other income decreased 1.7% to £15,370k (2014: £15,531k) and is primarily due to a fall in the number of delegates on offshore related training courses run by the Fire Training Group, which has been directly impacted by the drop in oil price.

### Adjusted operating costs

	<u>2015</u> £000	<u>2014</u> £000
Employment costs	15,242	15,370
Rents and rates	1,931	2,238
Utility costs	2,125	2,375
Maintenance expenditure	2,874	4,490
Retail expenditure	1,413	1,210
General expenses	14,876	14,238
Disposal of fixed assets	-	(37)
<b>Total adjusted operating costs</b>	<b>38,461</b>	<b>39,884</b>

In the year ended 31 December 2015, operating costs decreased by 3.6% to £38,461k (2014: £39,884k).

The main drivers include a 36.0% decrease in maintenance expenditure to £2,874k (2014: £4,490k), 13.7% decrease in rent and rates to £1,931k (2014: £2,238) partially offset by a 4.5% increase in general expenses to £14,876k (2014: £14,238k).

### Adjusted EBITDA

Adjusted EBITDA in the year ended 31 December 2015 at £24,956k increased slightly on the prior year (2014: £24,647k) as result of lower turnover more than offset by the reduction in operating costs.

### Non-recurring items – pensions

This item relates to a non-cash pension charge (2015: £nil, 2014: £3,013k) and is considered to be non-recurring by virtue of size. The charge arose from the Group's share of the movement in the LHR Airports Limited defined benefit pension scheme, Unfunded Unapproved Retirement Benefit Scheme (UURBS) and Post-Retirement Medical Benefits pension (PRM) related liabilities.

Post 18 December 2014, the Company is a participating employer in the AGS Airports' defined benefit pension scheme and the assets of the scheme are held separately from those of the Company.

### Fair value movements on investment properties

Investment properties were valued at fair value by CBRE Limited, Chartered Surveyors. Investment properties comprise mainly car parks and airside assets that are considered less driven by market volatility than the overall market. The investment property valuation as at 31 December 2015 resulted in a gain of £7,023k (2014: £9,346k).

Fair value movements on investment properties are presented on the profit and loss account as a result of the transition to FRS 101. For more information see Note 21.

### Dividend

No dividend was paid or declared in the year ended 31 December 2015 (2014: £nil).

## **Aberdeen International Airport Limited**

### **Strategic report – Financial review (continued)**

#### **Pension scheme**

AGS Airports Limited created its own defined benefit pension scheme on 18th December 2014 to provide benefits for those employees who were previously members of the LHR Airports Scheme.

The AGS scheme actuary has calculated the share of the pension scheme assets and liabilities attributable to each of the participating employers, being the Airport trading companies.

Initial advice was received from the AGS scheme actuary on the value of the bulk transfer of pension assets and obligations as at 18th December 2014 for the purposes of accounting under IAS 19 together with an estimate of the required level of funding for 2015.

Separately, the trustees of the scheme engaged in negotiations with the trustees of the LHR Airports scheme to finalise the amount of the bulk transfer in respect of members transferring over to the AGS Airports scheme. This exercise was concluded in July 2015 and a formal valuation performed. Going forward the scheme will be subject to a triennial valuation.

At 31 December 2015, AGS Airports Limited defined benefit pension scheme had a surplus of £9,497k (2014: £8,668k) as measured under IAS 19. The Company's share of this surplus amounts to £2,746k (2014: £2,499k).

#### **Going concern**

The Company finances its activities through funds generated from operations and has access to inter group funding from its parent companies.

The Company's trading and cash flow projections identify that the business will be cash generative through the period ended 31 March 2017. The bank borrowings of the AGS Airports Holdings Limited group are secured over the assets of the Company. The directors having considered and made appropriate enquiries of management as to the assumptions underlying the projections and have a reasonable expectation that the Company and Group will continue in operational existence for the foreseeable future. Accordingly the going concern basis continues to be adopted in the preparation of the financial statements.



# Aberdeen International Airport Limited

## Strategic report – Internal controls and risk management

Subsequent to the acquisition of the group by AGS Airports Limited, internal control and risk management became the responsibility of the AGS Airports Holdings Group. The Executive Committee, Board and Audit and Risk Committee ('ARC') referred to below relate to the Executive Committee, Board and ARC of AGS Airport Holdings Group.

### Internal controls

The directors are responsible for the system of internal controls designed to mitigate the risks faced by the Company and for reviewing the effectiveness of the system. This is implemented by applying the Group internal control procedures, supported by a Code of Professional Conduct Policy, appropriate segregation of duties, organisational design and documented procedures. These internal controls and processes are designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable, and not absolute, assurance against material misstatements or loss.

The key features of the Company's internal control and risk management systems in relation to the financial reporting process include:

- a Company-wide comprehensive system of financial reporting and financial planning and analysis;
- documented procedures and policies;
- defined and documented levels of delegated financial authority;
- an organisational structure with clearly defined and delegated authority thresholds and segregation of duties;
- a formal risk management process that includes the identification of financial risks;
- detailed reviews by the Executive Committee and the Board of monthly management accounts measuring actual performance against both budgets and forecasts on key metrics;
- the ARC review of financial results press releases and key interim and annual financial statements, before submission to the Board, scrutinising amongst other items:
  - compliance with accounting, legal, regulatory and lending requirements
  - critical accounting policies and the going concern assumption
  - significant areas of judgement;
- independent review of controls by the Internal Audit function; and
- a confidential whistleblowing process.

In addition, the ARC:

- considers the appointment of the external auditor, making appropriate recommendations to the Board, and assesses the independence of the external auditor;
- ensures that the provision of non-audit services does not impair the external auditor's independence or objectivity;
- discusses with the external auditor, before the audit commences, the nature and the scope of the audit and reviews the auditor's quality control procedures and steps taken by the auditor to respond to changes in regulatory and other requirements;
- reviews external auditor management letters and responses from management;
- has a standing agenda to meet privately with the external auditor independent of the executive directors; and
- reviewed the scope, operations and reports of the Company's Internal Audit function on the effectiveness of systems for internal financial control, financial reporting and risk management.

### Principal Risks and Uncertainties and Risk Management

The Company's risk management process is used to facilitate the identification, evaluation and effective management of the threats to the achievement of the Company's purpose, vision, objectives, goals and strategies. The vision of risk management is to embed the awareness of risk at all levels of the organisation, in such a way that day-to-day activities are managed effectively and all significant business decisions are risk-informed.

Risk is locally overseen by the Company's Managing Responsibility Governance Group ('MRGG') which meets on a monthly basis, is chaired by the Operations Director and consists of functional heads. The MRGG is linked with the key strategic intent to 'Run our Airport Responsibly'.

The risk management process is evidenced in risk registers which are used as the basis for regular review of risks and their management, up to AGS Airports Holdings Limited Board level. The risk registers are also used to inform decisions relating to the procurement of insurance cover. The risk management process also supports clear accountabilities, processes and reporting formats that deliver efficient and effective management assurance to the Board to ensure statutory compliance whilst supporting business units to successfully manage their operations.

The operation of the risk management process, including the individual risk registers are subject to periodic review through the use of Internal Standards. The Company is currently certificated to ISO's 14001; 9001; 55001 and OHSAS 18001. The primary responsibility is to provide independent assurance that the controls put in place by management to mitigate risks are working effectively.

Assurance is provided through the management reporting processes and reports to the AGS Airports Limited Executive Committee.

## **Aberdeen International Airport Limited**

### **Strategic report – Internal controls and risk management (continued)**

The principal corporate and reputational risks as identified by the Executive Committee are:

#### **Safety risks**

Health and safety is a core value of the business and the Company actively promotes the role of safety leadership in creating a safety culture that is intolerant of accidents and incidents.

The Company's Safety Management System includes risk assessment processes for all activities entailing significant risk and proportionate control measures employed to safeguard everyone impacted by the Company's business. The Company also operates robust asset management processes to ensure property and equipment remains safe.

Governance, led by the Managing Responsibility Governance Group (MRGG), and assurance processes are used to ensure the aforementioned remain effective and to encourage continuous improvement.

#### **Security risks**

Security risks are regarded as critical risks to manage. The Company mitigates these risks by adopting and enforcing rigorous policies and procedures supported by professional training and by investment in leading-edge security technology. The Company works closely with government agencies, including the police and the UK Border Force building a framework to establish joint accountabilities for airport security and shared ownership of risk, thus ensuring security measures remain both flexible and proportionate to the prevailing threat environment.

#### **Regulatory environment, legal and other reputational risks**

##### *Civil Aviation Authority ('CAA') regulation*

The Company's operations are currently subject to regulation by the CAA. The CAA is concerned with air safety, economic and airspace regulation, consumer protection and environmental research and consultancy. The CAA also advises the government on aviation issues and ensures that consumer interests are represented. Consequently the Company is exposed to the risk of changes in day to day operations resulting from regulatory guidelines issued by the CAA and mitigates this as far as possible. The airport is represented by dedicated AGS Airports Group staff that ensures full compliance with regulatory requirements, establish a sound relationship with the regulator and advise the Executive Committee and Board on regulatory matters.

##### *Competition rules*

The penalties for failing to comply with the 1998 Competition Act and relevant EU law are recognised as risks to manage within the Company, given its position in certain markets. Clear policy direction, which includes compulsory awareness training and close support from the internal legal department, reduces the risk of the Company breaching these regulations.

##### *Environmental risks*

Environmental risk is managed throughout the AGS Airports Group as it has the potential to impact negatively upon the AGS Airports Group's reputation and jeopardise the airports licences to operate and to grow. The Company has a dedicated Sustainability Assurance resource whose remit covers noise, waste, air and water quality, and carbon emissions. This role ensures that Aberdeen International Airport's operations comply with legislative obligations and Company standards. In addition, the Company has a defined CO2 strategy which takes Aberdeen International Airport up until 2020 and links in with the Scottish Government's published policy. Strategies are being put in place to ensure full compliance with the Climate Change Act 2009. An independently audited corporate social responsibility report is published annually covering all areas of environmental performance.

#### **Commercial and financial risks**

##### *Operational disruption*

There are a number of circumstances that can pose short-term risks to the normal operations of Aberdeen International Airport such as shocks to the macroeconomic environment, terrorism, wars, airline bankruptcies, human health scares, weather conditions and natural disasters whose cause may be remote from the location of the airport. Where possible the Company seeks to anticipate the effects of these events on its operations and also maintains contingency plans to minimise disruption wherever possible.

##### *Changes in demand*

The risk of unanticipated long-term changes in passenger demand for air travel could lead to a shortfall in turnover and misaligned operational capacity within the Company. Since it is not possible to identify the timing or period of such an effect, the Company carries out evaluations through a series of scenario planning exercises.

##### *Industrial relations*

The risk of industrial action by key staff that affects critical services, curtails operations and has an adverse financial and reputational impact on the Company is recognised. The Company has a range of formal national and local consultative bodies to discuss pay, employment conditions and business issues with the Trade Unions.

## Aberdeen International Airport Limited

### Strategic report – Internal controls and risk management (*continued*)

#### Treasury

The Company's financial risk management objectives are aligned with its parent Company, AGS Airports Limited (the 'AGS Group'), which is the parent undertaking of the group to consolidate these financial statements and the entity where external funds are borrowed and lent on to the Company and the level at which financial risks for the Company are managed. The Company's treasury policies are in compliance with the wider AGS Group and are set out below.

The Board approves prudent treasury policies and delegates certain responsibilities including changes to treasury policies, the approval of funding and the implementation of funding and risk strategy to the AGS Group Finance Team. Senior management directly control day-to-day treasury operations on a centralised basis.

The treasury function is not permitted to speculate in financial instruments. Its purpose is to identify, mitigate and hedge treasury related financial risks inherent in the AGS Airports Holdings Group's business operations and funding. To achieve this, the AGS Airports Holdings Group enters into interest rate swaps, to protect against interest rate risks.

The primary treasury related financial risks faced by the AGS Group are:

(a) Interest rates

The AGS Group maintains a mix of fixed and floating rate debt. The risk is managed through use of interest rate hedging instruments.

(b) Funding and liquidity

The AGS Group is financed through bank facilities totalling £617 million. The AGS Airports Group is cash positive after capital expenditure and interest on external debt. As at 31 December 2015, cash and cash equivalents were £23 million (2014: £38 million) and undrawn headroom under bank credit facilities was £116.1 million (2014: £145 million).

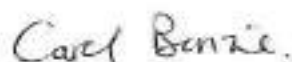
Covenants are standardised wherever possible and are monitored on an on-going basis with formal testing reported to the Executive Committee, ARC and the Board.

(c) Counterparty credit

The AGS Group exposure to credit related losses, in the event of non-performance by counterparties to financial instruments, is mitigated by limiting exposure to any one party or instrument.

The AGS Group maintains a prudent split of cash and cash equivalents across market counterparties in order to mitigate counterparty credit risk. Board approved investment policies and relevant debt facility agreements provide counterparty investment limits, based on short-term and long-term credit ratings. Investment activity is reviewed on a regular basis and no cash or cash equivalents are placed with counterparties with short-term credit ratings lower than A-2/F1.

On behalf of the Board



**Carol Benzle**  
Director

31 March 2016

Company registration number: SC096622

# Aberdeen International Airport Limited

## Directors' report

The Directors present their Annual report and the audited financial statements for Aberdeen International Airport Limited for the year ended 31 December 2015.

### Principal activities

The Company is the owner and operator of Aberdeen International Airport and until 17 December 2014 formed part of the Heathrow Airport Holdings Limited group (the 'Heathrow Airport Holdings Group'). On 18 December 2014, the Company's parent undertaking Airport Holdings NDH1 Limited, was acquired by AGS Airports Holdings Limited. AGS Airports Holdings Limited (the 'group'), is the ultimate parent Company of the group to consolidate these financial statements.

### Results and dividends

The profit after taxation for the financial year amounted to £25,215k (2014: £19,339k). No dividends were proposed or paid during the year (2014: £nil). The statutory results are set out on page 13.

### Directors

The Directors who served during the year and to the date of this report, except as noted, are as follows:

Richard Abel  
Carol Benzie  
John Bruen  
Ignacio Aitor Garcia Bilbao  
Fidel Lopez Soria

### Employment policies

The Company has defined a set of guiding principles to ensure fair recruitment and selection. The Company continues to aim to recruit, retain and develop high calibre people and has talent and succession management programmes for managerial roles.

The Company is committed to giving full and fair consideration to applicants for employment. Every applicant or employee will be treated equally whatever their race, colour, nationality, ethnic or national origin, sex, marital status, sexual orientation, religious belief, disability, age or community background. The Company actively encourages a diverse range of applicants and commits to fair treatment of all applicants. The Company's investment in learning and development is guided by senior line managers who ensure that the Company provides the learning opportunities to support the competencies that are seen as key to the Company's success.

Disabled persons have equal opportunities when applying for vacancies, with due regard to their aptitudes and abilities. The Company has further procedures to ensure that disabled colleagues are fairly treated and that their training and career development needs are carefully managed. Where employees have become disabled during the course of employment, the Company endeavours to ensure continuing employment through the arrangement of appropriate training.

Employee involvement and consultation is managed in a number of ways including employee surveys, team updates, briefings, road shows and an intranet, while collective consultation takes place with the unions such as Unite and Prospect for those employee groups where unions are recognised. The Company also operates frameworks for consultation and is committed to managing people fairly through change.

Together these arrangements aim to provide a common awareness amongst employees of the financial and economic factors affecting the performance of their business. Bonuses paid to employees reflect the financial performance of the business. In addition, some senior management participate in a long-term incentive plan which also rewards based on group performance.

### Supplier payment policy

The Company complies with the UK government's Better Payment Practice Code which states that responsible companies should:

- agree payment terms at the outset of a transaction and adhere to them;
- provide suppliers with clear guidance on payment procedures;
- pay bills in accordance with any contract agreed or as required by law; and
- advise suppliers without delay when invoices are contested and settle disputes quickly.

The Company had 12 days' purchases outstanding at 31 December 2015 (2014: 17 days) based on the average daily amount invoiced by suppliers during the year.

## Aberdeen International Airport Limited

### Directors' report (continued)

#### Going concern

The Company finances its activities through funds generated from operations and has access to inter group funding from its parent companies.

The Company's trading and cash flow projections identify that the business will be cash generative through the period ended 31 March 2017. The bank borrowings of the AGS Airports Holdings Limited group are secured over the assets. The directors having considered and made appropriate enquiries of management as to the assumptions underlying the projections have a reasonable expectation that the Company and Group will continue in operational existence for the foreseeable future. Accordingly the going concern basis continues to be adopted in the preparation of the financial statements.

#### Political donations

The rules surrounding what may be classified as a political donation under the Political Parties, Elections and Referendums Act 2000 and Part 14 of the Companies Act 2006 are complex. It is against the Company's policy to make political donations.

#### Internal controls and risk management

The Company actively manages identified corporate risks and has in place a system of internal controls designed to mitigate these risks. Details of the Company's internal controls and risk management policies can be found on pages 6 to 8 in the Internal controls and risk management section of the Strategic Report.

#### Financial risk management objectives and policies

The Company's financial risk management objectives and policies, along with the Company's exposure to risk has been disclosed in the Internal controls and risk management section of the Strategic Report.

#### Directors' indemnity

The Company's Articles of Association provide that, subject to the provisions of the Companies Act 2006, but without prejudice to any protection from liability which might otherwise apply, every director of the Company shall be indemnified out of the assets of the Company against any loss or liability incurred by him in defending any proceedings in which judgement is given in his favour, or in which he is acquitted or in connection with any application in which relief is granted to him by the court for any negligence, default, breach of duty or breach of trust by him in relation to the Company or otherwise in connection with his duties or powers or office.

#### Auditor

Pursuant to the provisions of section 485 of the Companies Act 2006, a resolution relating to the reappointment of the auditor Deloitte LLP will be proposed within the period set out in section 485, or Deloitte LLP will be re-appointed following the period set out in section 485 where no such resolution is proposed, in accordance with section 487.

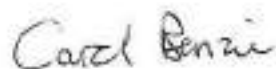
#### Statement of disclosure of information to the Auditor

Each of the persons who is a director at the date of approval of this annual 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 ought to have taken as a director in order to make himself 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 section 418 of the Companies Act 2006.

On behalf of the Board



**Carol Benzie**  
Director

31 March 2016

Company registration number: SC096622

## **Aberdeen International Airport Limited**

### **Directors' responsibilities statement**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework. Under Company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether Financial Reporting Standard 101 Reduced Disclosure Framework has been followed; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

## Aberdeen International Airport Limited

### Independent auditor's report to the members of Aberdeen International Airport Limited

We have audited the financial statements of Aberdeen International Airport Limited for the year ended 31 December 2015 which comprise of the Profit and Loss Account, the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Accounting policies, the Critical accounting judgements and key sources of estimation uncertainty, and the related notes 1 to 21. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework'.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

#### Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.



David Sweeney, C.A. (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
Glasgow, UK

31 March 2016

## Aberdeen International Airport Limited

Profit and loss account for the year ended 31 December 2015

	2015			2014 <sup>1</sup>			
		Before certain re-measurements	Certain re-measurements	Total	Before certain re-measurements	Certain re-measurements	Total
	Note	£000	£000	£000	£000	£000	£000
Turnover	1	63,417	-	63,417	64,531	-	64,531
Operating costs	2	(44,344)	-	(44,344)	(49,274)	-	(49,274)
Fair value gain on investment properties	7	-	7,023	7,023	-	9,346	9,346
<b>Operating profit</b>		<b>19,073</b>	<b>7,023</b>	<b>26,096</b>	<b>15,257</b>	<b>9,346</b>	<b>24,603</b>
<i>Analysed as:</i>							
Operating profit before non-recurring items		19,073	7,023	26,096	18,270	9,346	27,616
Non-recurring items	3	-	-	-	(3,013)	-	(3,013)
<b>Financing</b>							
Interest receivable and similar income	4	4,246	-	4,246	1,783	-	1,783
Interest payable and similar charges	4	(1,463)	-	(1,463)	(392)	-	(392)
<b>Profit on ordinary activities before tax</b>		<b>21,856</b>	<b>7,023</b>	<b>28,879</b>	<b>16,648</b>	<b>9,346</b>	<b>25,994</b>
Taxation	5	(2,522)	(1,142)	(3,664)	(4,786)	(1,869)	(6,655)
<b>Profit for the year</b>		<b>19,334</b>	<b>5,881</b>	<b>25,215</b>	<b>11,862</b>	<b>7,477</b>	<b>19,339</b>

<sup>1</sup> 2014 restated for the transition to FRS 101. For more information see Note 21.



## Aberdeen International Airport Limited

Statement of comprehensive income for the year ended 31 December 2015

	Note	2015 £000	2014 <sup>1</sup> £000
Profit for the year	17	25,215	19,339
<b>Other comprehensive income:</b>			
Pension scheme assumed on acquisition	18	-	1,999
Return on plan assets excluding interest income	18	(1,171)	698
Actuarial movements on defined benefit pension	18	1,382	(143)
Deferred tax on defined benefit pensions	12	13	(509)
<b>Other comprehensive income for the year net of tax</b>		<b>224</b>	<b>2,045</b>
<b>Total comprehensive income for the year attributable to the Owners of the Company</b>		<b>25,439</b>	<b>21,384</b>

<sup>1</sup> 2014 restated for the transition to FRS 101. For more information see Note 21.

## Aberdeen International Airport Limited

### Statement of financial position as at 31 December 2015

	Note	2015 £000	2014' £000
<b>ASSETS</b>			
<b>Fixed assets</b>			
Property, plant and equipment	6	65,812	66,941
Investment properties	7	115,781	109,759
Pension asset	18	2,746	2,499
		<b>185,339</b>	<b>179,199</b>
<b>Current assets</b>			
Stocks	8	310	361
Debtors due within one year	9	86,170	60,125
Cash at bank and in hand	10	-	288
		<b>86,480</b>	<b>60,774</b>
<b>Total assets</b>		<b>271,819</b>	<b>239,973</b>
<b>LIABILITIES</b>			
<b>Creditors: Amounts falling due after more than one year</b>			
Borrowings	11	20,301	18,982
Deferred tax liabilities	12	19,945	21,393
		<b>40,246</b>	<b>40,375</b>
<b>Creditors: Amounts falling due within one year</b>			
Bank overdraft	10	5	-
Borrowings	11	144	-
Provisions	13	17	17
Trade and other payables	14	20,375	13,986
		<b>20,541</b>	<b>14,005</b>
<b>Total liabilities</b>		<b>60,787</b>	<b>54,380</b>
<b>Net liabilities</b>		<b>211,032</b>	<b>185,593</b>
<b>Capital and reserves</b>			
Share capital	15	12,000	12,000
Revaluation reserve	16	85,778	85,778
Profit and loss account	17	113,254	87,815
<b>Total shareholders' funds</b>		<b>211,032</b>	<b>185,593</b>

<sup>1</sup> 2014 restated for the transition to FRS 101. For more information see Note 21.

The financial statements of Aberdeen International Airport Limited (Company registration number: SC096622) were approved by the Board of Directors and authorised for issue on 31 March 2016. They were signed on its behalf by:

*Carol Benzie*

**Carol Benzie**  
Director

## Aberdeen International Airport Limited

### Statement of changes in equity as at 31 December 2015

	Note	Attributable to the owners of the Company			Total £000
		Share capital £000	Revaluation Reserve <sup>1</sup> £000	Profit and loss account £000	
Balance at 1 January 2014 as previously stated		12,000	85,778	85,404	183,182
Effect of restatement due to change to FRS101	21	-	-	(18,973)	(18,973)
<b>Balance at 1 January 2014 - Restated</b>		<b>12,000</b>	<b>85,778</b>	<b>66,431</b>	<b>164,209</b>
Comprehensive income:					
Profit for the year	17	-	-	19,339	19,339
Other comprehensive income:	18	-	-	2,045	2,045
Total comprehensive income		-	-	21,384	21,384
<b>Balance at 1 January 2015</b>		<b>12,000</b>	<b>85,778</b>	<b>87,815</b>	<b>185,593</b>
Comprehensive income:					
Profit for the year	17	-	-	25,215	25,215
Other comprehensive income:	18	-	-	224	224
Total comprehensive income		-	-	25,439	25,439
<b>Balance at 31 December 2015</b>		<b>12,000</b>	<b>85,778</b>	<b>113,254</b>	<b>211,032</b>

<sup>1</sup> The revaluation reserve relates to the historic revaluation of investment properties. Current revaluations of investment properties are included in the profit and loss account.

## **Aberdeen International Airport Limited**

### **Accounting policies for the year ended 31 December 2015**

The principal accounting policies applied in the preparation of the financial statements of Aberdeen International Airport Limited are set out below. These policies have been applied consistently to all the years presented, unless otherwise stated.

The Company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except when otherwise indicated.

#### **Basis of accounting**

Aberdeen International Airport Limited is a Company incorporated in the United Kingdom under the Companies Act. 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 strategic review on pages 2 and 3.

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council.

The financial statements have therefore been prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council. The prior year financial statements were re-stated for adjustments on adoption of FRS 101 in the current year. For more information see note 21.

The financial statements have been prepared on the historical cost basis, except for the revaluation of investment properties and financial instruments. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services. The principal accounting policies adopted are set out below.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of IAS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 or value in use in IAS 36.

These financial statements are separate financial statements. The Company is exempt from the preparation of consolidated financial statements, because it is included in the group accounts of AGS Holdings Limited. Details of the parent in whose consolidated financial statements the Company is included are shown in note 20 to the financial statements.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to presentation of a cash-flow statement, standards not yet effective, impairment of assets, related party transactions and the requirement set out in IAS 1.38 to present comparative information in respect of property, plant and equipment and investment properties.

#### **Primary financial statements format**

A columnar approach has been adopted in the profit and loss account and the impact of two principal groups of items is shown in a separate column ('certain re-measurements'). This allows the presentation of the performance of the business before these specific fair value gains and losses. These items are:

- i fair value gains and losses on investment property revaluations and disposals;
- ii the associated tax impacts of the items in (i) above.

#### **Going concern**

The Directors have prepared the financial statements on a going concern basis which requires the Directors to have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The financial risks for the Company are managed at AGS Airports Group level.

Consequently the Directors have reviewed the cash flow projections of the AGS Airports Group taking into account:

- the forecast turnover and operating cash flows from the underlying operations;
- the forecast level of capital expenditure; and
- the overall AGS Airports Group liquidity position, including the projected upstream of cash remaining committed and uncommitted facilities available to it, its scheduled debt maturities and its forecast financial ratios and ability to access the debt markets.

As a result of the review, having made appropriate enquiries of management, the Directors have a reasonable expectation that sufficient funds will be available to meet the Company's funding requirement for the next twelve months from the balance sheet signing date.

## Aberdeen International Airport Limited

**Accounting policies** for the year ended 31 December 2015 (continued)

### Turnover

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT and other sales-related taxes.

### Aeronautical

- Passenger charges based on the number of departing passengers.
- Aircraft departure charges levied according to weight of departing aircraft.
- Aircraft landing charges levied according to noise, emissions and weight recognised on landing.
- Aircraft parking charges based on a combination of weight and time parked as provided.
- Other charges levied for passenger and baggage operation when these services are rendered.

### Retail

- Concession fees from retail and commercial concessionaires at or around airports are based upon turnover certificates supplied by concessionaires and are recognised in the period to which they relate.
- Car parking income is recognised at the time of exiting the car park in accordance with operator management fee arrangements.

### Property and operational facilities

- Property letting rentals, recognised on a straight-line basis over the term of the rental period.
- Proceeds from the sale of trading properties, recognised on the unconditional completion of the sale.
- Usage charges made for operational systems (e.g. check-in desks), recognised as each service is provided.
- Other invoiced sales, recognised on the performance of the service.

### Other

- Charges related to passengers with restricted mobility and various other services, recognised at the time of delivery.

### Grants and contributions

On occasion, the Company may receive grants to provide financial incentives to improve airport infrastructure considered to be in the best interest of the public. Grants received are treated as a reduction in the cost of the related fixed assets.

### Non-recurring items

On the face of the profit and loss account, the Company presents non-recurring items separately. Non-recurring items are material items of income or expense that, because of their size or incidence, merit separate presentation to allow an understanding of the Company's financial performance.

Such events may include gains or losses on the disposal of businesses or assets that do not qualify as discontinued operations, major reorganisation of businesses, closure or mothballing of terminals and costs incurred in bringing new airport terminal complexes and airfields to operational readiness that are not able to be capitalised as part of the project.

In the year ended 31 December 2014, Provisions to recognise the Company's liability to fund the LHR Airports Limited defined benefit pension scheme deficit and Unfunded Unapproved Retirement Benefit Scheme and Post-Retirement Medical Benefits pension related liabilities under the Shared Services Agreement are treated as a non-recurring item. Refer to the Shared Services Agreement accounting policy.

Additional details of non-recurring items are provided as and when required as set out in note 3.

### Operating profit

Operating profit is stated after charging restructuring costs and fair value gain on investment properties but before financing.

### Interest

Interest receivable is recognised when it is probable that the economic benefits will flow to the Company and the amount of turnover can be measured reliably. Interest receivable 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 the asset's net carrying amount on initial recognition.

Interest charges directly attributable to the acquisition, construction or production of qualifying assets, which are assets that take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until the asset is complete and available for use. Such costs are capitalised whilst projects are in progress.

Where assets in the course of construction are financed by specific facilities, the interest rate relating to those specific borrowing facilities is used to calculate the amount to capitalise; otherwise an interest rate based on the weighted average cost of debt is used. Capitalisation of interest ceases once the asset is complete and available for use. Interest is then charged to the profit and loss account as a depreciation expense over the life of the relevant asset.

All other interest costs are recognised in the profit and loss account in the year in which they are incurred.

## Aberdeen International Airport Limited

Accounting policies for the year ended 31 December 2015 (continued)

### Property, plant and equipment

#### Operational assets

Terminal complexes, airfield assets, plant and equipment and other land and buildings are stated at cost less accumulated depreciation and impairment losses.

Assets in the course of construction are stated at cost less provision for impairment. Assets in the course of construction are transferred to completed assets when substantially all the activities necessary to get the asset ready for use are complete and the asset is available for use. Where appropriate, cost includes interest payable capitalised, own labour costs of construction-related project management and directly attributable overheads. Projects that are in the early stages of planning are capitalised where the directors are satisfied that it is probable the necessary consents will be received and the projects will be developed to achieve a successful delivery of an asset such that future commercial returns will flow to the Company. The Company reviews these projects on a regular basis to determine whether events or circumstances have arisen that may indicate that the carrying amount of the asset may not be recoverable, at which point the asset would be assessed for impairment.

#### Depreciation

Depreciation is provided on operational assets, other than land and assets in the course of construction, to write off the cost of the assets less estimated residual value, by equal instalments over their expected useful lives as set out below:

	<i>Fixed asset lives</i>
<i>Terminal complexes</i>	
Terminal building, pier and satellite structures	20–60 years
Terminal fixtures and fittings	5–20 years
<i>Airport plant and equipment</i>	
Baggage systems	15 years
Screening equipment	7 years
Lifts, escalators and travellers	20 years
Other plant and equipment, including runway lighting and building plant	5–20 years
Tunnels, bridges and subways	50–100 years
<i>Airfields</i>	
Runway surfaces	10–15 years
Runway bases	100 years
Taxiways and aprons	50 years
<i>Plant and equipment</i>	
Motor vehicles	4–8 years
Office equipment	5–10 years
Computer equipment	4–5 years
Computer software	3–7 years
Fixtures and fittings	5–10 years
Other plant and equipment	5–10 years
<i>Other land and buildings</i>	
Short leasehold properties	Over period of lease
Leasehold improvements	Lower of useful economic life or lease period

The asset's residual values and useful lives are reviewed and adjusted, if appropriate, at each reporting date.

#### Impairment of assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. Where the asset does not generate cash flows independent of other assets, the recoverable amount of the cash-generating unit to which the asset belongs is estimated. Recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of a cash-generating unit exceeds its recoverable amount, the cash-generating unit is considered impaired and is written down to its recoverable amount.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. After such a reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a straight-line basis over its remaining useful life.

## **Aberdeen International Airport Limited**

### **Accounting policies** for the year ended 31 December 2015 *(continued)*

#### **Investment properties**

Investment property, which is property held to earn rentals and/or for capital appreciation, is stated at fair value at the reporting date, as determined at the interim and full-year reporting dates by the Directors and by external valuers every year. Gains or losses arising from changes in the fair value of investment property are recognised in the profit and loss account in the period in which they arise.

#### **Capitalisation of interest**

Interest costs resulting from financing tangible fixed assets that are in the course of construction is capitalised whilst projects are in progress. Where assets in the course of construction are financed by specific borrowing facilities the interest rate relating to those specific borrowing facilities is used to calculate the amount to capitalise, otherwise an interest rate based on the weighted average cost of debt is used. Capitalisation of interest ceases once the asset is complete and available for use. Interest is then charged to the profit and loss account as a depreciation expense over the life of the relevant asset.

#### **Leases**

The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

#### **Company as a lessee**

Finance leases, which transfer to the Company substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Interest payable are charged directly against income.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset and the lease term if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term.

Operating lease payments are recognised as an expense in the profit and loss account on a straight-line basis over the lease term.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

#### **Company as a lessor**

Leases where the Company retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

#### **Stocks**

Raw materials and consumables consist of engineering spares and other consumable stores and are valued at the lower of cost and net realisable value and include all costs to bring inventories to their present location and condition.

#### **Deferred income**

Contractual income is treated as deferred income and released to the profit and loss account as earned.

#### **Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the obligation at the reporting date and are discounted to present value where the effect is material.

#### **Onerous contracts**

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

## Aberdeen International Airport Limited

**Accounting policies** for the year ended 31 December 2015 (*continued*)

### **Borrowings**

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings with a maturity date are subsequently stated at amortised cost unless part of a fair value hedge relationship. Any difference between the amount initially recognised (net of transaction costs) and the redemption value is recognised in the profit and loss account over the period of the borrowings using the effective interest rate method. Borrowings being novated or cancelled and re-issued, with a substantial modification of the terms, are accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability, with any resulting gain or loss recognised in the profit and loss account.

### **Financial assets**

All financial assets are recognised and derecognised on a trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

Financial assets are classified into the following specified categories: financial assets "at fair value through profit or loss" (FVTPL), "held-to-maturity" investments, "available for sale" (AFS) financial assets and "loans and receivables". The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

### **Financial liabilities and equity**

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

### **Employee costs**

#### **Shared Services Agreement ("SSA")**

Prior to 18 December 2014, LHR Airports Limited employed all staff that provide services to the Company. LHR Airports Limited was the sponsor of the defined benefit pension schemes and also acted as the provider of corporate and administrative services to the Company.

#### **Operational staff**

Employment costs include wages and salaries, pension costs, medical costs and redundancy payments, as well as any other of its associated expenses incurred by the employees of LHR Airports in providing services to the Company. From 18 December 2014, all employees were employed directly by the Company.

#### **Corporate and centralised services**

##### *Prior to 18 December 2014*

LHR Airports Limited also provided centralised airport support including IT applications, general business services, procurement and financial accounting. These services were charged in accordance with the SSA with a mark-up of 7.5% except for IT applications, or sub-contractor costs, where only full costs were recharged to the Company.

##### *Post 18 December 2014 to 18 December 2015*

LHR Airports limited has continued to provide the services under the terms of a Transitional Services Agreement entered into by LHR Limited and AGS Airports Limited.

##### *Post 18 December 2015*

New internal service was implemented and the Transitional Services Agreement was finalised.

#### **Pension costs**

##### *Prior to 18 December 2014*

Under the SSA the current period service cost for the LHR Airports Limited pension schemes were recharged to the Company on the basis of their pensionable salaries. This charge was included within Operating costs – ordinary. Cash contributions were made directly by the Company to the LHR Airports Limited pension schemes on behalf of LHR Airports Limited.

The Company has had an obligation since August 2008 to fund or benefit from their share of the LHR Airports Limited defined benefit pension scheme deficit or surplus and Unfunded Unapproved Retirement Benefit Scheme and Post-Retirement Medical Benefits pension related liabilities under the SSA. These provisions or assets are based on the relevant share of the actuarial deficit or surplus and allocated on the basis of pensionable salaries. Movements in these provisions or assets are recorded as non-recurring items due to their size and nature.

As more than one employer participates in the LHR Airports Limited defined benefit pension scheme and each employer is unable to identify its share of the underlying assets and liabilities in the scheme on a consistent and reasonable basis, the Company accounts for the scheme in accordance with the SSA. Additionally the Heathrow Airport Holdings Limited group (the 'Heathrow Airport Holdings Group') discloses information about the total scheme surplus or deficit.



## Aberdeen International Airport Limited

### Accounting policies for the year ended 31 December 2015 (continued)

#### **Pension costs (continued)**

Post 18 December 2014

Subsequent to the acquisition of the Airport Holdings NDH1 Limited Group by AGS Airports Limited, the members of that group no longer have a liability to the LHR Airports pension schemes. AGS Airports Limited has, following consultation with members, created its own defined benefit scheme which provides the same benefits as the LHR scheme.

The Company is a participating employer in the AGS Airports defined benefit pension scheme. The assets of the scheme are held separately from those of the Company.

Pension scheme assets are measured using market values. For quoted securities the current bid price is taken as market value. Pension scheme liabilities are measured using a projected unit method and discounted at the current rate of return on a high quality corporate bond of equivalent term and currency to the liability.

The pension scheme surplus (to the extent that it is recoverable) or deficit is recognised in full. The movement in the scheme surplus/deficit is split between operating charges, finance items and, in the statement of total recognised gains and losses, actuarial gains and losses.

#### **Defined benefit plan**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of the defined benefit pension plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets (at bid price) are deducted. The Company determines the net interest on the net defined benefit liability/asset for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability (asset).

The discount rate is the yield at the reporting date on bonds that have a credit rating of at least AA which have maturity dates approximating the terms of the Company's obligations and that are denominated in the currency in which the benefits are expected to be paid.

Re-measurements arising from defined benefit plans comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest). The Company recognises them immediately in other comprehensive income and all other expenses related to defined benefit plans in employee benefit expenses in profit or loss.

The calculation of the defined benefit obligations is performed by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Company, the recognised asset is limited to the present value of benefits available in the form of any future refunds from the plan or reductions in future contributions and takes into account the adverse effect of any minimum funding requirements.

#### **Current and deferred income tax**

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date in the countries where the Company's subsidiaries operate and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income taxation is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Company's financial statements. Deferred income taxation is not provided on the initial recognition of an asset or liability in a transaction, other than a business combination, if at the time of the transaction there is no effect on either accounting or taxable profit or loss.

Deferred income taxation is provided on temporary differences arising on investments in subsidiaries, associates and joint ventures, except where the timing of the reversal of the temporary difference is controlled by the Company and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income taxation is determined using the tax rates and laws that have been enacted or substantively enacted, by the reporting date, and are expected to apply when the related deferred tax asset or liability is realised or settled.

Income tax relating to items recognised directly in equity is recognised in equity and not in the profit and loss account.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

## **Aberdeen International Airport Limited**

**Accounting policies** for the year ended 31 December 2015 *(continued)*

### **Share capital**

Ordinary shares are classified as equity and are recorded at the fair value of proceeds received, net of direct issue costs. Where shares are issued above par value, the proceeds in excess of par value are recorded in the share premium account.

### **Dividend distribution**

A dividend distribution to the Company's shareholder is recognised as a liability in the Company's financial statements in the period in which the shareholder's right to receive payment of the dividend is established. Interim dividends are recognised when paid.

## **Aberdeen International Airport Limited**

### **Critical accounting judgements and key sources of estimation uncertainty for the year ended 31 December 2015**

In applying the Company's accounting policies, management have made estimates and judgements in a number of key areas. Actual results may, however, differ from the estimates calculated and management believe that the following areas present the greatest level of uncertainty.

#### **Investment properties**

Investment properties were valued at fair value by CBRE Limited. The valuations were prepared in consideration of IFRS and in accordance with the appraisal and valuation manual issued by the Royal Institution of Chartered Surveyors. Valuations were carried out having regard to comparable market evidence relevant to each specific property or class of properties. In assessing fair value, current and potential future income (after deduction of non-recoverable outgoings) has been capitalised using yields derived from market evidence. Independent valuations were obtained for 100% of the investment properties. Approximately 37% of the investment properties comprise airport car parks and airside assets that are considered less vulnerable to market volatility than the overall market.

#### **Pensions**

Certain assumptions have been adopted for factors that determine the valuation of the Company's liability for pension obligations at period end and charges to the profit and loss account. The factors have been determined in consultation with the Company's actuary, taking into account market and economic conditions. Changes in assumptions can vary from period to period as a result of changing conditions and other determinants which may cause increases or decreases in the valuation of the Company's liability for pension obligations. The objective when setting pension scheme assumptions for future periods is to reflect the expected actual outcomes, other than the discount rate which must be set by reference to the yield on high quality corporate bonds with a term consistent with the obligations. Further details are available in note 18.

#### **Fair value measurements**

In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. The valuation committee works closely with the qualified external valuers to establish the appropriate valuation techniques and inputs to the model. The Chief Financial Officer reports the valuation committee's findings to the board of directors of the Company twice a year to explain the cause of fluctuations in the fair value of the assets and liabilities.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in notes to the financial statements.

#### **Useful lives of property, plant and equipment**

The Group reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. If there were significant changes in the expected useful lives of the assets management would realign the policies which would result in a different level of depreciation being charged to the profit and loss account.

# Aberdeen International Airport Limited

## Notes to the Company financial statements for the year ended 31 December 2015

### 1 Segment information

The Directors consider the business has only one segment. All of the Company's turnover arises in the United Kingdom and relates to continuing operations. Additional details of the turnover generated by each of the Company's key activities are given below:

	<u>2015</u>	<u>2014</u>
	£000	£000
Aeronautical income	35,407	35,845
Retail income	12,640	13,155
Other income	15,370	15,531
<b>Turnover</b>	<b>63,417</b>	<b>64,531</b>
Other operating income		
Interest receivable and similar income	4,246	1,783
<b>Total revenue</b>	<b>67,663</b>	<b>66,314</b>

### 2 Operating costs

	<u>2015</u>	<u>2014</u>
	£000	£000
Operating costs (including exceptional items) include the following:		
Employment costs <sup>1</sup>		
Wages and salaries	11,215	11,483
Social security	1,032	1,099
Pensions	2,482	2,472
Other staff related:		
Group pension deficit	-	3,013
Other	513	316
<b>Employment costs</b>	<b>15,242</b>	<b>18,383</b>
Depreciation		
Depreciation of property, plant and equipment	5,883	6,377
Other operating costs		
Rent and rates	1,931	2,238
Utilities	2,125	2,375
Maintenance	2,874	4,490
Retail expenditure	1,413	1,210
Police	668	667
Aerodrome navigation service charges	9,691	10,074
General expenses	2,931	2,668
Intra-group charges/other	1,964	1,204
Own work capitalised	(378)	(375)
Gain on disposal of fixed assets	-	(37)
<b>Total operating costs</b>	<b>44,344</b>	<b>49,274</b>
Analysed as:		
Adjusted operating costs	38,461	39,684
Depreciation	5,883	6,377
Non-recurring costs <sup>2</sup>	-	3,013
<b>Total operating costs</b>	<b>44,344</b>	<b>49,274</b>

<sup>1</sup> Employment costs include recharges from Heathrow Airport Limited for employee services to the Group. Refer to the SSA in the Accounting policies.

<sup>2</sup> Non-recurring items included within operating costs are analysed in Note 3.

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 2 Operating costs (continued)

Cost items have also been presented below by their underlying nature.

	<u>2015</u> £000	<u>2014</u> £000
Employment costs	15,242	15,370
Rent and rates	1,931	2,238
Utilities	2,125	2,375
Maintenance	2,874	4,490
Retail expenditure	1,413	1,210
General expenses	14,876	14,238
Gain on disposal of fixed assets	-	(37)
<b>Total adjusted operating costs</b>	<b>38,461</b>	<b>39,884</b>
Depreciation and amortisation	5,883	6,377
Non-recurring costs	-	3,013
<b>Total operating costs</b>	<b>44,344</b>	<b>49,274</b>

#### Auditor remuneration

Audit fees and non-audit fees for the current financial year were borne by AGS Airports Holdings Limited and recharged to the Company.

	<u>2015</u> £000	<u>2014</u> £000
Fees payable to the Company's auditor for the audit of the AGS Airports Holdings Ltd annual accounts:		
Audit of the Company pursuant to legislation	24	28
<b>Total audit fees</b>	<b>24</b>	<b>28</b>
Non audit fees payable to the Company's auditor and their associates for other services specific to the Company:		
Audit related assurance services	-	3
Other tax services	-	3
Other assurance services	-	4
<b>Total non-audit fees</b>	<b>-</b>	<b>10</b>
<b>Total fees</b>	<b>24</b>	<b>38</b>

#### Employee numbers

The average monthly number of employees (including executive directors) during the year was 283.

Prior to 18 December 2014, the Company had no employees. Employees engaged in the operations of Aberdeen International Airport were employed by LHR Airports Limited but the Company bore the cost of these employees. The average number of employees of LHR Airports Limited engaged in the operation of Aberdeen International Airport during the year ended 31 December 2014 was 273. The number of employees did not include headcount relating to central support functions for the Company which were rendered by LHR Airports Limited and charged as intra-group charges in accordance with the SSA.

On 18 December 2014, employees engaged in the operation of Aberdeen International Airport were transferred to the Company. The numbers of employees don't include headcount relating to central support functions for the Company which were rendered by AGS Airports Limited and charged as intra-group charges.

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 2 Operating costs (continued)

#### Director's remuneration

	<u>2015</u> £000	<u>2014</u> £000
<b>Director's and highest paid director's remuneration</b>		
Aggregate emoluments	225	158
Value of Company pension contributions to defined benefit scheme	43	19
	<u>268</u>	<u>177</u>

	<u>2015</u> Number	<u>2014</u> Number
<b>Number of director's who:</b>		
are members of a defined benefit pension scheme	1	1

### 3 Non-recurring items

	<u>2015</u> £000	<u>2014</u> £000
Pension charge <sup>1</sup>	-	3,013
<b>Non-recurring costs</b>	<u>-</u>	<u>3,013</u>

<sup>1</sup> During 2014 there was a net non-recurring pension charge of £3,013k. This includes the Company's share of the movement in the LHR Airports Limited defined benefit pension scheme, the Unfunded Unapproved Retirement Benefit Scheme and Post-Retirement Medical pension related liabilities.

### 4 Interest

	<u>2015</u> £000	<u>2014</u> £000
<b>Interest receivable and similar income</b>		
Prior pension scheme	-	338
New AGS pension scheme	126	50
Interest receivable from group undertakings <sup>1</sup>	4,120	1,395
	<u>4,246</u>	<u>1,783</u>
<b>Interest payable and similar charges</b>		
Prior pension scheme	-	(30)
New AGS pension scheme	-	(47)
Interest payable to group undertakings <sup>2</sup>	(1,463)	(366)
Interest capitalised <sup>3</sup>	-	51
	<u>(1,463)</u>	<u>(392)</u>

<sup>1</sup> These amounts relate to interest accrued on balances owed by Airport Holdings NDH1 Limited and AGS Airports Limited (Note 9).

<sup>2</sup> These amounts relate to interest accrued on balances owed to Airport Holdings NDH1 Limited and AGS Airports Limited (Note 11).

<sup>3</sup> Interest is capitalised at a rate of 7.07% in 2014. In 2015 interest capitalised are included in AGS Airports Limited.

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 5 Taxation

	<u>2015</u> £000	<u>2014</u> <sup>1</sup> £000
<b>Current tax</b>		
Group tax relief payable	4,796	4,816
Adjustments in respect of prior years	303	6
<b>Total current tax charge</b>	<b>5,099</b>	<b>4,822</b>
<b>Deferred tax</b>		
Current year	163	1,904
Adjustments in respect of prior years	565	(71)
Change in UK corporation tax rate - impact on deferred tax balances	(2,163)	-
<b>Total deferred tax (credit)/charge</b>	<b>(1,435)</b>	<b>1,833</b>
<b>Taxation charge for the year</b>	<b>3,664</b>	<b>6,655</b>

<sup>1</sup> 2014 restated for the transition to FRS 101. For more information see Note 21.

	<u>2015</u> £000	<u>2014</u> £000
<b>Profit on ordinary activities before tax</b>	<b>28,879</b>	<b>25,994</b>
<b>Reconciliation of the tax charge</b>		
Tax calculated at the UK statutory rate of 20.25% (2014: 21.5%)	5,848	5,594
Adjustments in respect of current income tax of previous years	303	6
Adjustments in respect of deferred tax of previous years	565	(71)
Change in tax rate – re-measurement	-	(199)
Change in UK corporation tax rate - impact on deferred tax assets and liabilities	(2,163)	-
Non-deductible expenses	(889)	1,325
<b>Taxation charge for the year</b>	<b>3,664</b>	<b>6,655</b>

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 6 Property, plant and equipment

	Terminal complexes	Airfields	Plant and equipment	Other land and buildings <sup>1</sup>	Assets in the course of construction	Total
	£000	£000	£000	£000	£000	£000
<b>Cost</b>						
At 1 January 2015	51,526	47,716	17,673	3,669	1,678	122,262
Additions	-	29	167	4	4,502	4,702
Transfer to completed assets	206	431	(213)	-	(424)	-
Transfer to/from investment properties	-	1	-	-	-	1
Interest capitalised	-	-	-	-	50	50
Disposals	(1,518)	(336)	(1,593)	(102)	-	(3,549)
<b>At 31 December 2015</b>	<b>50,214</b>	<b>47,841</b>	<b>16,034</b>	<b>3,571</b>	<b>5,806</b>	<b>123,466</b>
<b>Depreciation</b>						
At 1 January 2015	(23,221)	(18,328)	(12,360)	(1,412)	-	(55,321)
Charge for the year	(2,439)	(2,071)	(1,178)	(196)	-	(5,884)
Disposals	1,518	336	1,595	102	-	3,551
<b>At 31 December 2015</b>	<b>(24,142)</b>	<b>(20,063)</b>	<b>(11,943)</b>	<b>(1,506)</b>	<b>-</b>	<b>(57,654)</b>
<b>Net book value</b>						
At 31 December 2015	26,072	27,778	4,091	2,065	5,806	65,812
At 31 December 2014	28,305	29,388	5,313	2,257	1,678	66,941

<sup>1</sup> Other land and buildings are all freehold.

#### Assets in the course of construction

Assets in the course of construction comprise capital expenditure on on-going developments under the Company's capital investment programme. Projects in progress at 31 December 2015 at Aberdeen International Airport include the terminal transformation project, construction of new aircraft parking stands and taxiway resurfacing.

#### Borrowing costs capitalised

Included in the net book value of assets after depreciation are interest costs of £1,133k (2014: £1,217k). £50k (2014: £51k) has been capitalised in the year at an average capitalisation rate of 2.83% (2014: 7.07%) based on a weighted average cost of borrowings.



## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 7 Investment properties

	Investment property £000
<u>Fair value</u>	
At 1 January 2015	109,759
Valuation gain	7,023
Reclassifications	(1)
At 31 December 2015	<u>116,781</u>

Details of valuations performed are provided below:

	<u>2015</u> £000	<u>2014</u> £000
<u>CBRE Limited</u>	<u>116,781</u>	<u>109,759</u>

Investment properties, which are all freehold, were valued to fair value at 31 December 2015 by CBRE Limited, Chartered Surveyors. All valuations were prepared in consideration of IFRS and in accordance with the appraisal and valuation manual issued by the Royal Institution of Chartered Surveyors. Valuations were carried out having regard to comparable market evidence relevant to each specific property or class of properties. In assessing fair value, current and potential future income (after deduction of non-recoverable outgoings) has been capitalised using yields derived from market evidence relevant to each specific property or class of properties. There were no restrictions on the realisability or remittance of income or proceeds on disposal. The fair value measurement hierarchy used in calculating fair value has been classified as Level 3. The higher the discount rate, terminal yield and expected vacancy rate, the lower the fair value. The higher the current and potential future income or rental growth rate, the higher the fair value.

The Company historically had a low level of void properties.

Investment properties are let on either full repair and insuring leases, under which all outgoings are the responsibility of the lessee, or under tenancies, where costs are recovered through a service charge levied on tenants during their period of occupation.

### 8 Stocks

	<u>2015</u> £000	<u>2014</u> £000
<u>Consumables</u>	<u>310</u>	<u>361</u>

The total amount of stock consumed in the year relating to continuing operations was £662k (2014: £704k).

There is no material difference between the statement of financial position value of inventories and their replacement cost.

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 9 Debtors

	<u>2015</u>	<u>2014</u>
	£000	£000
<b>Due within one year</b>		
Trade receivables	7,836	5,670
Less: allowance for doubtful debts	(24)	(9)
<b>Trade receivables - net</b>	<b>7,812</b>	<b>5,661</b>
Amounts owed by group undertakings - interest bearing <sup>†</sup>	62,524	52,478
Interest receivable from group undertakings	5,883	1,763
Trade receivables from group undertakings	9,521	-
Prepayments	227	212
Other receivables	203	11
	<b>86,170</b>	<b>60,125</b>

<sup>†</sup> Amounts owed by group undertakings - interest bearing mainly relate to cash sweeps transferred to Airport Holdings NDH1 Limited and AGS Airports Limited. Cash is swept between the companies on a regular basis. As at 31 December 2015, the balance accrues interest at a rate of 7.00% per annum (2014: 3.16%).

The fair value of trade and other receivables is not materially different from the carrying value.

Unless otherwise stated, trade and other receivables do not contain impaired assets.

Trade receivables are non-interest bearing and are generally on 14 day terms. No collateral is held as security.

### 10 Cash at bank and in hand

	<u>2015</u>	<u>2014</u>
	£000	£000
<b>(Bank overdraft) / Cash at bank</b>	<b>(5)</b>	<b>288</b>

Cash at bank and in hand earns interest at floating rates based on daily bank deposit rates and is subject to interest rate risk.

### 11 Borrowings

	<u>2015</u>	<u>2014</u>
	£000	£000
<b>Current</b>		
Interest payable to group undertakings	144	-
<b>Non-current</b>		
<b>Unsecured</b>		
Amounts owed to group undertakings - interest bearing <sup>†</sup>	20,301	18,982
	<b>20,445</b>	<b>18,982</b>

<sup>†</sup> The fair value of the amounts owed to group undertakings - interest bearing, which have floating rate interest are assumed to equate to their current nominal value.

Accrued interest is included as a non-current borrowings balance. For unlisted borrowings, the Group establishes fair values by using valuation techniques such as discounted cash flow analysis. The fair values of non-current borrowings which have floating rate interest are assumed to equate to their current nominal value.

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 12 Deferred tax

The net movement on the deferred tax liability is as follows:

	<u>2015</u> £000	<u>2014<sup>1</sup></u> £000
1 January	21,393	19,051
Charged to profit and loss account	728	1,833
Credited to profit and loss account – change in tax rate	(2,163)	-
Tax charged to equity		
(Credited)/Charged to equity - defined benefit pensions	(13)	509
<b>31 December</b>	<b>19,945</b>	<b>21,393</b>

<sup>1</sup> 2014 restated for the transition to FRS 101. For more information see Note 21.

The amounts of deferred tax provided are detailed below:

#### Deferred tax liabilities

	IBA'S £000	Investment Properties Fair Value £000	Other £000	Total £000
1 January 2014	6,885	12,044	122	19,051
(Credited)/Charged to profit and loss account	(743)	1,870	706	1,833
Charged to equity	-	-	509	509
<b>1 January 2015</b>	<b>6,142</b>	<b>13,914</b>	<b>1,337</b>	<b>21,393</b>
(Credited)/Charged to profit and loss account	171	(251)	(1,355)	(1,435)
Credited to equity	-	-	(13)	(13)
<b>31 December 2015</b>	<b>6,313</b>	<b>13,663</b>	<b>(31)</b>	<b>19,945</b>

Deferred tax (credited)/charged to equity during the year is as follows:

	<u>2015</u> £000	<u>2014</u> £000
<b>Defined benefit pension scheme</b>	<b>(13)</b>	<b>509</b>

The Finance Act 2015 set the UK corporation tax main rate at 20% for the Financial Year 2016. At the Summer Budget 2015, the government announced a reduction in the rate from 20% to 19% for the year beginning 1 April 2017, with a further reduction from 19% to 18% for the year beginning 1 April 2020. As a result, the Company's deferred tax balances have been provided at 18%.

### 13 Provisions

	Total £000
<b>At 31 December 2014 and 31 December 2015</b>	<b>17</b>

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 14 Creditors due within one year

	<u>2015</u>	<u>2014</u>
	£000	£000
Accruals	3,133	4,057
Deferred income	1,372	1,539
Trade payables	2,662	2,577
Other tax and social security	316	290
Other payables	1,119	110
Capital payables	1,614	2,668
Group tax relief payables	7,845	2,747
Amounts owed to group undertakings - interest free <sup>†</sup>	2,314	-
<b>Creditors due within one year</b>	<b>20,375</b>	<b>13,988</b>

Trade payables are non-interest bearing and are generally on 30-day terms.

<sup>†</sup> Amounts owed to group undertakings - interest free largely related to external payments made by AGS Airports Limited.

### 15 Share capital

	<u>2015</u>	<u>2014</u>
	£000	£000
<b>Allocated, called-up and fully-paid</b>	<b>12,000</b>	<b>12,000</b>
12,000,002 ordinary shares of £1 each		

### 16 Revaluation reserve

	<u>2015</u>	<u>2014</u>
	£000	£000
<b>Balance at 31 December</b>	<b>85,778</b>	<b>85,778</b>

The revaluation reserve relates to the historic revaluation of investment properties and is non-distributable to the shareholders. Current revaluations of investment properties are included in the profit and loss account.

### 17 Profit and loss account

	<u>2015</u>	<u>2014</u>
	£000	£000
<b>1 January</b>	<b>87,815</b>	<b>66,431</b>
Profit for the year	25,215	19,339
Pension scheme assumed on acquisition	-	1,999
Return on plan assets excluding interest income	(1,171)	698
Actuarial gain on pension scheme	1,382	(143)
Deferred tax on pension scheme	13	(509)
<b>31 December</b>	<b>113,254</b>	<b>87,815</b>

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 18 Employee benefits

#### Pension plans

##### Defined benefit scheme

The Company is a participating employer in the AGS Airports Limited defined benefit pension scheme. The AGS Airports Pension Scheme was created on 18 December 2014 following the acquisition by the new owners.

The Group's defined benefit pension fund is a self-administered defined benefit scheme (the "AGS Airports Pension Scheme" or the "Scheme") and is closed to new employees. The Scheme is based on a final salary arrangement. As required by UK pension law, a Pension Trustee's Board has been established which together with the Group, is responsible for governance of the Scheme. The Trustee Board is comprised of Company and employee nominated Trustees. Employee Trustees will be nominated and elected by the employees who are members of the Scheme.

In this initial period since the Scheme came into existence on 18 December 2014, the employer's contributions have been calculated based on initial advice received from the Scheme's actuaries, KPMG LLP, on the amount of the bulk transfer of assets and liabilities transferred into the Scheme from the former owners Scheme (BAA Pension Scheme) and assumptions determined by the Trustee and agreed by the Group.

The Scheme's Trustees in conjunction with the Trustees of the BAA Pension scheme finalised the bulk transfer values in respect of the pension entitlements of those employees who transferred over to the new Group following the sale of the business on 18th December 2014. The pension fund will be subject to triennial valuations and the defined obligation or surplus calculated quarterly by the Scheme's actuaries. A formal valuation was performed on December 2015.

The information disclosed below is in respect of the whole of the plans for which the Company is either the sponsoring employer or has been allocated a share of cost under an agreed group policy throughout the periods shown.

	<u>2015</u> £000	<u>2014</u> £000
Fair value of plan assets	40,200	38,113
Defined benefit obligation	(37,454)	(35,614)
<b>Net asset for defined benefit obligations (see following table)</b>	<b>2,746</b>	<b>2,499</b>

##### Movements in net defined benefit asset

	Defined benefit obligation		Fair value of plan assets		Net defined benefit asset	
	<u>2015</u> £000	<u>2014</u> £000	<u>2015</u> £000	<u>2014</u> £000	<u>2015</u> £000	<u>2014</u> £000
<b>Balance at 1 January</b>	<b>(35,614)</b>	-	<b>38,113</b>	-	<b>2,499</b>	-
Current service cost	(1,980)	(61)	-	-	(1,980)	(61)
Interest cost / income	(1,321)	(47)	1,446	50	125	3
Included in SOCI						
Pension scheme assumed on acquisition	-	(35,363)	-	37,365	-	2,002
Actuarial loss/(gain)	1,382	(143)	-	-	1,382	(143)
Return on plan assets excluding interest income	-	-	(1,171)	698	(1,171)	698
Other						
Employee contributions	(260)	-	260	-	-	-
Employer contributions	-	-	1,891	-	1,891	-
Benefits paid out	339	-	(339)	-	-	-
<b>Balance at 31 December</b>	<b>(37,454)</b>	<b>(35,614)</b>	<b>40,200</b>	<b>38,113</b>	<b>2,746</b>	<b>2,499</b>

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 18 Employee benefits (continued)

#### Fair value of plan assets

	<u>2015</u>	<u>2014</u>
	£000	£000
Equity	10,871	-
Property	1,995	-
Bonds	19,889	-
Cash	219	38,113
DGF	7,246	-
<b>Total</b>	<b>40,200</b>	<b>38,113</b>

#### Actuarial assumptions

The following are the principal actuarial assumptions at the reporting date (expressed as weighted averages):

	<u>2015</u>	<u>2014</u>
	%	%
Discount rate at 31 December	3.85%	3.70%
Future salary increases	3.35%	3.30%
RPI Inflation	3.35%	3.30%
Pension increases in payment	3.15%	3.15%

The assumptions relating to longevity underlying the pension liabilities at the balance sheet date are based on standard actuarial mortality tables and include an allowance for future improvements in longevity. The assumptions are equivalent to expecting a 60-year old to live for a number of years as follows:

Current pensioner aged 60: 27 years (male), 28 years (female).

Future retiree upon reaching 60: 29 years (male), 30 years (female).

The accounting standard requires that the discount rate used to discount the liability determined by reference to market yields at the reporting date on high quality corporate bond investments. The currency and terms of these should be consistent with the currency and estimated term of the post-employment obligations. The discount rate has been based on the yield on AA rated corporate bonds of a term similar to the liabilities.

The expected rate of inflation is an important assumption for the salary growth and pension increase assumptions. A rate of inflation is "implied" by the difference between the yields on fixed and index-linked government bonds.

As required under the accounting standard, interest income on the plan assets is calculated by multiplying the fair value of the plan assets by the discount rate as discussed above.

#### Sensitivity analysis

The calculation of the defined benefit obligation is sensitive to the assumptions set out above. The following table summarises how the impact on the defined benefit obligation at the end of the reporting period would have increased (decreased) as a result of a change in the respective assumptions:

Impact on overall liabilities	Change in assumption	<u>2015</u>
		£000
Discount rate	Decrease by 0.1%	899
Rate of inflation	Increase by 0.1%	899
Life expectancy	Increase by 1 year	805

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 18 Employee benefits (continued)

#### Funding

The defined benefit plan is fully funded by the Group's subsidiaries. The funding requirements are based on the pension fund's actuarial measurement framework set out in the funding policies of the plan. The funding of the plan is based on a separate actuarial valuation for funding purposes for which the assumptions may differ from the assumptions above. Employees contribute to the plan based on a percentage of salary.

The Company expects to pay £1.7 million in contributions to its defined benefit plans in 2016 (2015: £1,891k). The weighted average duration of the defined benefit obligation at the end of the reporting period is 25 years (2014: 25 years).

#### Defined contribution plans

The Company operates a defined contribution pension plan for all employees who joined the Company (under the former ownership) after 15 June 2008. The total cost of defined contribution pension arrangements are fully expensed as employment costs.

The total expense relating to these plans in the year was £451k (2014: £363k).

### 19 Commitments

The Company, together with AGS Airports Limited and each of its fellow subsidiaries (other than BAA Lynton Limited), together, have granted security over their assets to secure their obligations to the lenders under the Senior Facilities Agreement dated 15 October 2014.

#### Non-cancellable operating lease commitments – Company as a lessee

Total future minimum rentals payable as at the year-end are as follows:

	2015		2014	
	Land and buildings £000	Other £000	Land and buildings £000	Other £000
Within one year	29	-	-	-
Within two to five years	212	-	290	-
<b>Total</b>	<b>241</b>	<b>-</b>	<b>290</b>	<b>-</b>

The Company leases various offices and warehouses under non-cancellable operating lease agreements. The leases have various terms, escalation clauses and renewal rights. The Company also leases plant and machinery under non-cancellable operating leases.

#### Non-cancellable operating lease commitments – Company as a lessor

Total future minimum rentals receivable as at the year-end are as follows:

	2015		2014	
	Land and buildings £000	Other £000	Land and buildings £000	Other £000
Within one year	4,731	-	4,766	-
Within two to five years	14,585	-	13,516	-
After five years	22,670	-	24,887	-
<b>Total</b>	<b>41,986</b>	<b>-</b>	<b>43,169</b>	<b>-</b>

The Company uses a number of different leasing and contractual structures depending on the type and location of the investment property. Typically in multi-let offices and industrial premises a standard indefinite tenancy is used, which is terminable by the tenant on three months' notice at any time. However, it is common for the accommodation to remain let or be quickly re-let should it be vacated. For larger, standalone premises, e.g. cargo sheds, longer leases of multiples of three years are used. A number of the larger property leases such as helicopter complexes are built on ground leases which have a longer term i.e. 20-25 years plus.

Car rental facilities are operated under concession agreements subject to minimum guaranteed payments and the amounts are included above. Concession contracts on the public car parks have been replaced by operator management fee arrangements.

#### Company commitments for capital expenditure

Contracted capital expenditure commitments amount to £19k (2014: £448k).

## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 20 Ultimate parent undertaking

The shares of the Company are held by Airport Holdings NDH1 Limited.

As described in the strategic report, the ownership of Airport Holdings NDH1 Limited changed on 18 December 2014.

The ultimate parent entity is AGS Airports Holdings Limited. The shareholders of AGS Airports Holdings Limited are AGS Ventures Airports Limited (a subsidiary of Macquarie European Infrastructure Fund 4 LP) (50%) and Faero UK Holding Limited (an indirect subsidiary of Ferrovial, S.A., Spain) (50%).

The Company's results are included in the audited consolidated financial statements of AGS Airports Limited for the year ended 31 December 2015, which is the parent undertaking of the smallest group to consolidate these financial statements. AGS Airports Holdings Limited is the largest Group to consolidate these financial statements.

### 21 Explanation of transition to FRS 101

This is the first year that the Company has presented its financial statements under FRS 101 (Financial Reporting Standard 101) issued by the Financial Reporting Council. The following disclosures are required in the year of transition. The last financial statements under a previous GAAP (UK GAAP) were for the year ended 31 December 2014 and the date of transition to FRS 101 was therefore 1 January 2014.

The adjustments required to move from UK GAAP to FRS 101 were to recognise the fair value gain on investment properties within the profit and loss account (previously included within Reserves under UK GAAP), to recognise deferred tax on investment properties and IBA's (not required under UK GAAP) and to provide an accrual for holiday pay including recognising the deferred tax on this accrual (not required under UK GAAP).

#### Reconciliation of profit and loss account

	<u>31-Dec-14</u>
	£000
<b>Total profit and loss account for the financial year under UK GAAP</b>	<b>11,145</b>
Fair value gain on investment properties	9,346
Deferred tax on investment properties	(1,870)
Deferred tax on IBA's	743
Holiday pay accrual net of deferred tax	(25)
<b>Total profit and loss account for the financial year under FRS 101</b>	<b>19,339</b>

#### Reconciliation of equity

	<u>01-Jan-14</u>	<u>31-Dec-14</u>
	£000	£000
<b>Equity reported under UK GAAP</b>	<b>183,182</b>	<b>205,718</b>
Adjustments to equity on transition to FRS 101		
Deferred tax on investment properties	(12,044)	(13,914)
Deferred tax on IBA's	(6,885)	(6,142)
Holiday pay accrual net of deferred tax	(44)	(89)
	<b>(18,973)</b>	<b>(20,125)</b>
<b>Equity reported under FRS 101</b>	<b>164,209</b>	<b>185,593</b>



## Aberdeen International Airport Limited

Notes to the Company financial statements for the year ended 31 December 2015 (continued)

### 21 Explanation of transition to FRS 101 (continued)

#### Reconciliation of total comprehensive income

	<u>31-Dec-14</u> £000
<b>Total comprehensive income for the financial year under UK GAAP</b>	<b>22,536</b>
Deferred tax on investment properties	(1,870)
Deferred tax on IBA's	743
Holiday pay accrual net of deferred tax	(25)
<b>Total comprehensive income for the financial year under FRS 101</b>	<b>21,384</b>