

HICL Infrastructure Company Limited

2018 Capital Markets Seminar

6 February 2018



Agenda



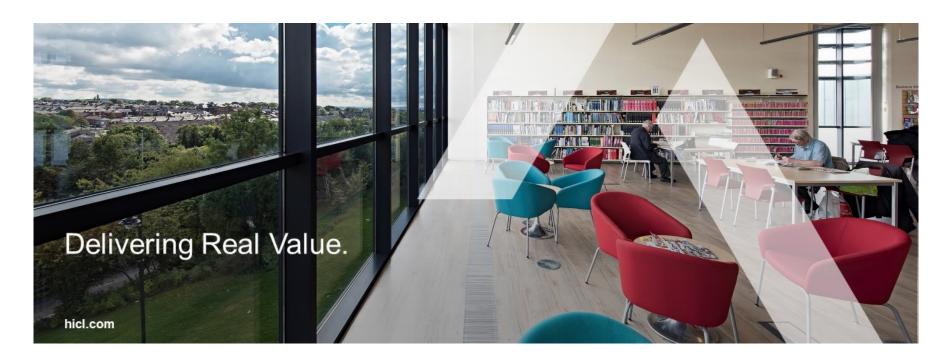
Agenda Item	Speaker
Welcome	Ian Russell
HICL's Portfolio: Balancing Risk and Reward	Harry Seekings
Affinity Water: Business Overview, Performance, Opportunities and Challenges	Simon Cocks
InfraRed's Approach to Responsible Delivery and Management of Investments	Ben Loomes
High Speed 1: Business Overview, Performance, Opportunities and Challenges	Dyan Crowther
Concluding Remarks and Q&A	
Drinks Reception	



HICL Infrastructure Company Limited

HICL's Portfolio: Balancing Risk and Reward

6 February 2018



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Past performance is not a reliable indicator of future performance.

HICL's investment proposition



Delivering to shareholders a long-term, stable income from a portfolio of infrastructure investments that is positioned at the lower end of the risk spectrum

- ▲ Supported by an Investment Policy that is unchanged since IPO
- ▲ Built on the principle of responsible and balanced portfolio construction
- ▲ Enhanced by recent new acquisitions¹, increasing diversification

Today's speakers





HICL delivers classic infrastructure equity investment characteristics



Strong inflation correlation

0.8

Correlation of portfolio returns to inflation^{1,2}

Good cash flow longevity

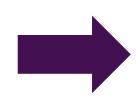
30.6_{yrs}

Weighted average asset life¹

Diversified portfolio

45%

Ten largest assets as a proportion of the portfolio¹



Delivering Real Value.

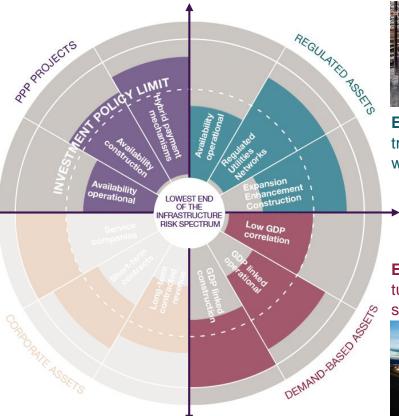
^{1.} At 30 September 2017

Infrastructure Market Map showing HICL's Investment Policy¹ scope





Examples: hospitals, schools and availability transport (e.g. road/rail)





Examples: gas and electricity transmission and distribution; water utilities

Examples: operational toll roads, tunnels, bridges; student accommodation





New assets have increased diversification



MARKET SEGMENT

GEOGRAPHIC LOCATION

SECTOR

September 2015¹



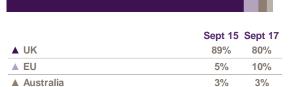




September 2017



	Sept 15 Sept 17			
▲ PPP Projects	99%	74%		
▲ Demand-based Assets	1%	17%		
▲ Regulated Assets	0%	9%		



3%

7%

▲ North America

	Sept 15	Sept 17
▲ Accommodation	14%	10%
▲ Education	22%	17%
▲ Health	41%	29%
▲ Fire, Law & Order	8%	6%
▲ Transport	12%	26%
▲ Water	3%	12%

The balance of risk and reward is key to evaluating opportunities



Risk

E.g.¹

- ▲ Political and regulatory
- ▲ Portfolio performance:
 - Operational delivery (e.g. counterparty risk)
 - Revenue (demand)
- ▲ Finance and markets

Reward

Accretion tests:

- ▲ Total return
- ▲ Yield
- ▲ Inflation correlation
- ▲ Cashflow longevity

Market segments have different but complementary risk profiles



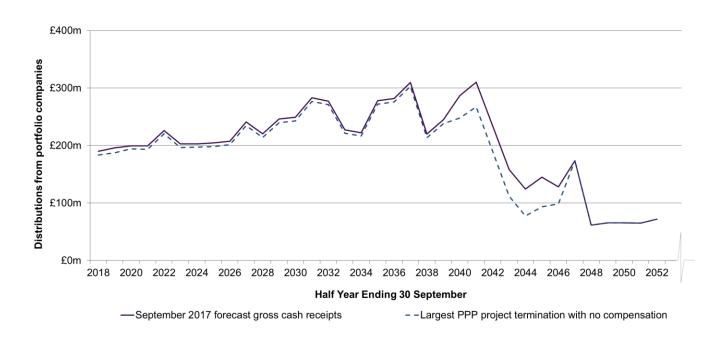
PPP projects

Investment risks		Mitigants
Political and Regulatory	Low High	Long-term contract with public sector client
Operational Delivery	Low High	Performance obligations subcontracted on a pass-through basis
Revenue (demand)	Low High	Government-backed, availability-based income
Financial and Market	Low High	Interest rate swaps / fixed rate debt

Portfolio cashflows are resilient in a PPP termination scenario



- ▲ The chart below presents a theoretical scenario whereby the largest PPP project in the Group's portfolio (by value) is terminated with zero compensation ^{1,2,3,4}.
- ▲ The impact on valuation would be 6.8p NAV/share (7.5p at 31 March 2017) and there is little impact on portfolio cashflows overall.
- ▲ This shows the underlying robustness of the portfolio cashflows to a significant downside stress test.



^{1.} Sensitivity based on forecast gross portfolio cashflows as at 30 September 2017

^{2.} The illustration represents a target only and is not a profit forecast. There can be no assurance that this target will be met

^{3.} Expected return is the expected gross internal rate of return from the portfolio before group expenses, there is no assurance that returns will be met

^{4.} Illustrative scenario only

Market segments have different but complementary risk profiles



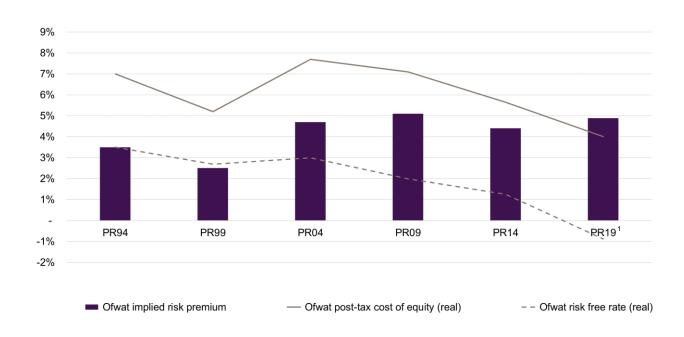
Regulated Assets

Investment risks		Mitigants
Political and Regulatory	Low High	On-going programme of engagement with customers, the regulator and other stakeholders
Operational Delivery	Low High	Mature network; assets well-understood; experienced management team
Revenue (demand)	Low High	Regulator balances customer interests with a reasonable return for investors
Financial and Market	Low High	Long-dated, mostly fixed rate debt to match asset life

Political and regulatory risk is one of the key risks that HICL faces



- ▲ The regulatory cycle is the key risk facing regulated assets such as Affinity Water.
- ▲ However, every five years, the regulator offers an opportunity to re-set business plans, which is unlike a traditional PPP investment, where the investment case is set at the start of the concession.



Market segments have different but complementary risk profiles



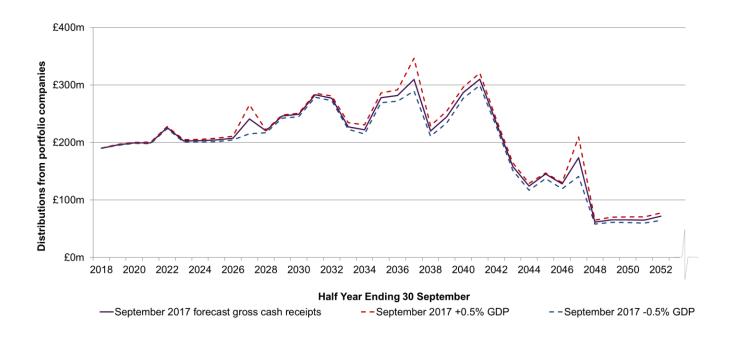
Demand-based Assets

Investment risks		Mitigants
Political and Regulatory	Low High	Long-term concession contract with performance conditions defined at the outset
Operational Delivery	Low High	Operations subcontracted to experienced counterparty
Revenue (demand)	Low High	Track record of user demand prior to asset purchase
Financial and Market	Low High	Interest rate / inflation swaps

Portfolio cashflows are resilient to changes in demand



- ▲ Demand-based assets with returns correlated to GDP currently limited to no more than 20% of portfolio value (September 2017: 16%).
- ▲ The GDP sensitivity considers a 0.5% change in GDP for all future years across the four assets¹ where revenues are to some degree correlated with economic activity. The NAV per share impact² is 3.7p or a reduction in the portfolio's return from 7.4% to 7.2%.



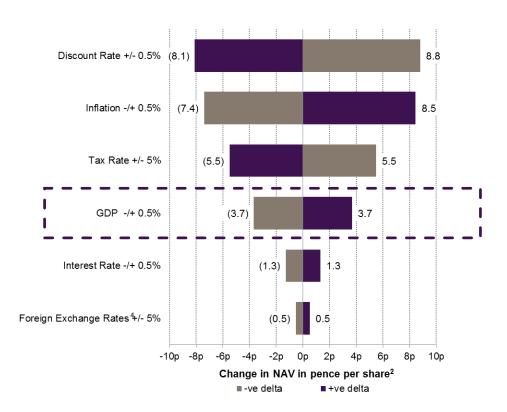
^{1.} Assets subject to GDP movements are High Speed 1, Northwest Parkway, A63 Motorway and M1-A1 Link Road

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Muted impact of GDP sensitivities on value



- ▲ The sensitivity of the NAV per share to changes to key economic assumptions is shown in this chart¹.
- ▲ The GDP sensitivities show the impact of a 0.5% per annum change in GDP across the four assets³ where revenues are to some degree correlated with economic activity.
- ▲ GDP volatility has a muted impact on NAV per share.



^{1.} As at 30 September 2017

^{2.} NAV per share based on 1,788m ordinary shares in issue at 30 September 2017

^{3.} Assets subject to GDP movements are High Speed 1, Northwest Parkway, A63 Motorway and M1-A1 Link Road

^{4.} Foreign exchange rate sensitivity is net of current Group hedging at 30 September 2017

Investment opportunities are evaluated in terms of accretion tests¹



Total return

Yield

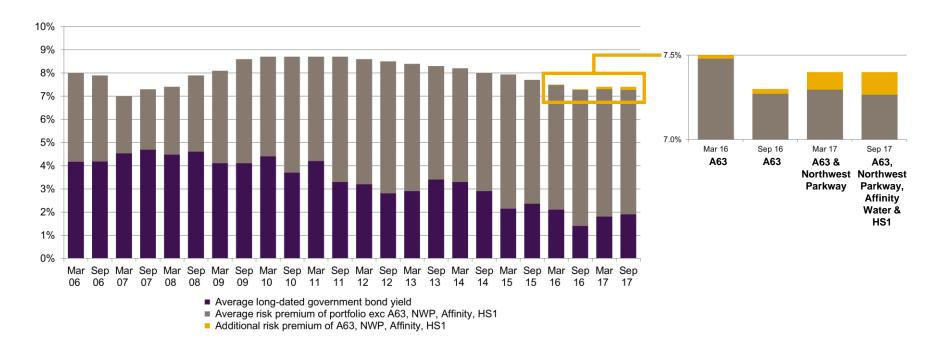
Inflation correlation

Cashflow longevity

Newer investments¹ are accretive in terms of total return



- ▲ This chart shows the evolution of the discount rate since IPO in 2006.
- ▲ The discount rate, or expected portfolio total return, can be expressed as an implied risk premium over long-dated government bond yields.
- ▲ Each of the A63, Northwest Parkway, Affinity Water and HS1 have been accretive to long-term return expectations (shown in yellow).

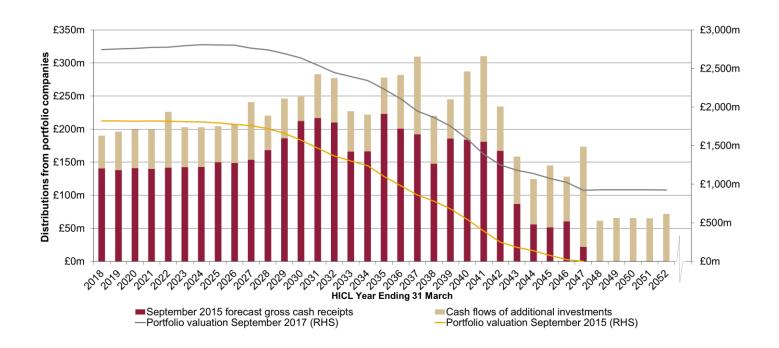


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A visible long-term income stream



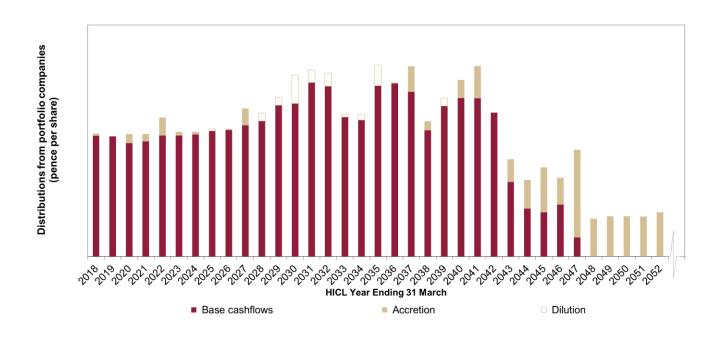
- ▲ Forecast shows visible long term income stream, with a stable capital base over decade.
- ▲ This forecast underpins HICL's dividend.
- ▲ The acquisition of long-life assets extends the cashflow duration.



Overall yield per share has increased



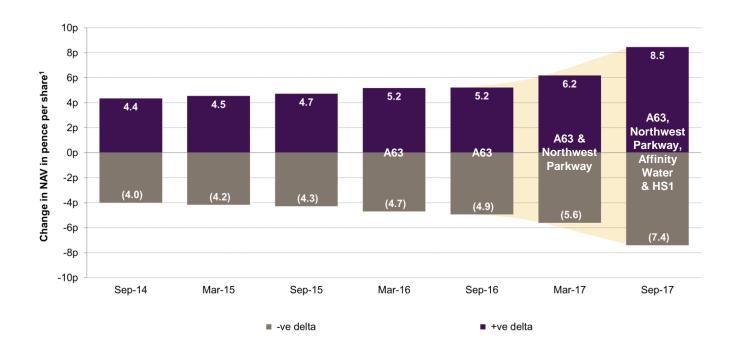
- ▲ The chart below shows the forecast distributions from the portfolio on a pence per share basis.
- ▲ Assets which are accretive on this yield metric improve the Group's dividend cover.
- ▲ The addition of the A63, Northwest Parkway, Affinity Water and HS1 has improved the yield from the portfolio.



The newer assets¹ have returns which are well-correlated to inflation



- ▲ The demand-based assets and regulated assets have strong inflation correlation.
- ▲ The addition of the A63, Northwest Parkway, Affinity Water and HS1 has increased the inflation correlation of the portfolio to 0.8.
- ▲ This means that if inflation were 1% higher for all future periods the return from the portfolio would increase from 7.4% to 8.2%².



^{1.} The A63 Motorway, Northwest Parkway, Affinity Water and High Speed 1 (HS1)

^{2.} As at 30 September 2017



To deliver to shareholders a long-term, stable income from a portfolio of infrastructure investments that is positioned at the lower end of the risk spectrum

Strong inflation correlation

Good cash flow longevity

Diversified portfolio

The portfolio is resilient and is well positioned to continue to deliver stable income to shareholders over the long-term

HICL Capital Markets Seminar

6 February 2018



An established, stable and reputable business

Awarded Enhanced Status and delivering on our promise

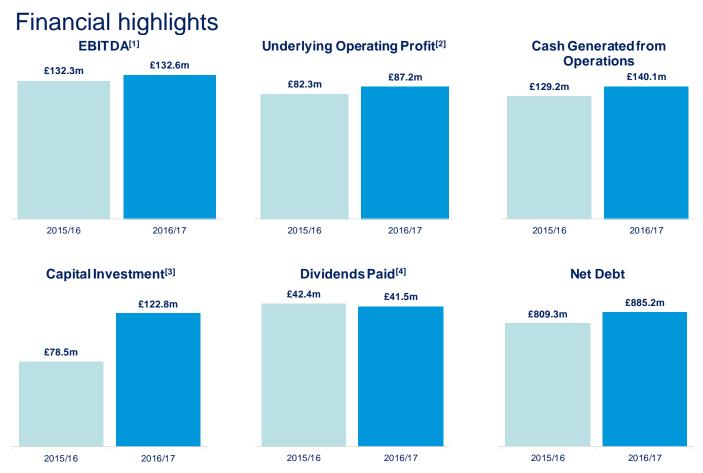


Key Achievements in 16/17

- Leakage reduced by 7.9 million litres
- Complaints down by 23%
- 820KM of mains cleaned
- Reduced abstraction by 5.82 million litres per day to protect sensitive river catchments
- Leading the industry with respect to the Abstraction Incentive Mechanism
- Workplace injuries rate @ 0.23 for every 100,000 hours worked.



Stable financial performance



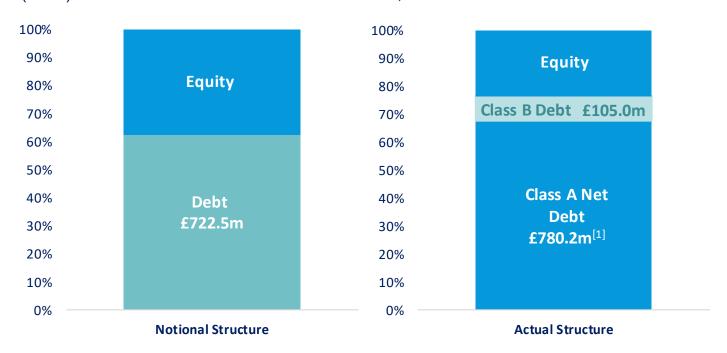
- 1. EBITDA as calculated in the March 2017 management accounts
- Adjusted for £9.5m of transaction costs expensed on extinguishment of bond relating to the bond exchange carried out in 2016/17
- 3. Capital investment prepares on a statutory basis net of capital contributions and including investment intangible assets
- Adjusted to show ultimate distributions to Shareholders including interest paid on shareholder loans



Stable financial performance

Debt structure

Securitised debt structure with gearing measured against Regulatory Capital Value (RCV). Published RCV at March 2017 was £1,156m



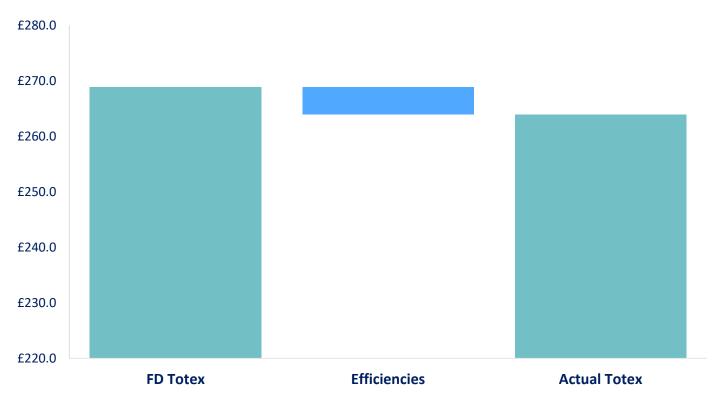
1. Prepared on a basis consistent with debt covenant documents



Stable financial performance

Wholesale Totex performance

Outperformance in regulatory Wholesale Totex 2016/17





Great people / great culture

A strong leadership team

Kevin Bennett

Jo Ann Lee

Mike Pocock Director of Asset Strategy	Drew Ritchie Managing Director Wholesale Operations	Amanda Reynolds Director of Customer Relations (Household)	Tim Monod Director of Legal & Assurance, and Company Secretary	Chris Offer Director of Regulation and Corporate Affairs	Debbie Ryan People Director	Peter Rowland CIO
Tim Yearsley Head of Treatment Strategy	Graham Turk Head of Production	Vacancy Head of Debt Management	Alan Shaw Head of Audit Risk and Compliance	Rob Hutchinson Head of Corporate Affairs	Emma Barton Head of People Learning and Development	Andrew Bone Head of Information Security and Risk
Affie Panayiotou Head of Water Strategy	Fiona Waller Head of Water Quality Services	Jacqueline Welsh Head of Customer Services	Karen Austin Head of Governance and Pension Trustee Chair	Lisa Cornford Regulation Programme Manager	Vacancy Head of People Wholesale Operations	Nick Burton Head of IT Service Delivery
Amaud David Head of Business Intelligence	Anton Gazzard Head of Business Transformation	Katy Stallbrass Head of Customer Strategy and Experience	Julie Smith Head of Legal Services	Tim Charlesworth Head of Economic Regulation	Bill Maynard Head of Talent Acquisition	Mark Hunter Head of Portfolio
Patrick Cambell Network Asset Strategy Manager	Vacancy Director of Health and Safety	Stephanie Hurry Customer Water Saving Project Manager	Sian Woods Assistant Company Secretary	Sarah Clark Regulation Strategy & Pricing Review Manager	Claire Hyde Head of People Support Services	Andy Morris Head of Digital Development
	Lauren Schogger Programme Director (Change)	Denita Mendes- Caville Service Recovery Manager			Lauri Giambroni Head of People Customer Relations	James Moore Programme Director for Open Water
	Julian Foster Community Delivery Director					Attul Sehgal Head of Innovation & Architecture

- A mixture of experience from the Water and other industries
- Working to make the business more efficient
- Reducing the layers between teams and customers
- · Restructured the business for the future



Water industry

Other sector

Great people / great culture

Our culture and commitment to our customers

The Affaity Way

It starts and ends with our name. Affaity Water.



There are many things that make us different as a company.

It starts with our dedication and focus on supplying high quality draking water. G



Our empatty with our customers and commitment to always being effective, efficient and safe.

It's a dring force that shapes our attitude and approach.



From the way we talk and listen to our customers and stakeholders.

To the way we talk and listen to each other.

1 It's the pride we take in our delivery and our performance.

Affaity for our colleagues, customers and the environment we serve.



A vision to be the leading, committy focused water company.

It starts and ends with our name. And flows through acrything we do.

Our Customer Charter

Five commitments that flow through everything we do...

- It starts with our dedication and focus on supplying high quality drinking water
- Our empathy with our customers and commitment to always being effective, efficient and safe
- The way we talk and listen to our customers and stakeholders
- The pride we take in our delivery and performance
- An Affinity for our colleagues, customers and the environment we serve



Delivering on our promise

A stretching business plan

- Largest PR14 percentage leakage reduction target in the industry
- Largest sustainable abstraction reductions in the industry
- One of the first company's to introduce the Abstraction Incentive Mechanism to protect the Environment
- Bills reducing in real terms by 5% by 2020
- Installing over half a million water meters
- Reducing customer consumption by 7%





Delivering on our promise

		2015/16		
Programme	Measure	Year 1		
Health & Safety	AFR	0.27		
Health & Safety	LTI	6		
Health & Safety	Days Lost	212		
Health & Safety	RIVO Close out	85%		
SIM	Number & Position	4.36		
Leakage	MI/D	173.78		
Water Savings	# of Meters installed	29,491		
HWECs	Installs	12,996		
Lead Programme	Installs	8,351		
Main Cleaning	Kms	188.4		
Trunk Mains	Kms	7.8		
Main Renewals	Main Renewals Kms			
Abstraction Reduction	MI/D	6.7		
Security (SEMD)	# of sites	0		
Water Quality	%	99.99		

2016/17
Year 2
0.276
7
223
91.50%
80
173
55,005
25,924
10,419
815
13.1
82.3
5.82
98
99.96

2017/18
Year 3 Target
0.24
6
<200
92.50%
>9th place
168.1
50,000
25,000
4,160
100
19
117
-
22
>99.95

2017/18	2018/19
Year 3 Planned	Year 4
0.23	0.18
6	5
<200	<200
92.50%	93.50%
>9th place	tbc
168.1	162.7
50,000	74,000
25,000	25,000
4,160	6,200
50	0
8	20
63.5	92.5
20.17	9.4
67	-
>99.95	>99.95



2018/20

Year 5

0.14

<200

94.50%

tbc

157.3

71,607

25,000

4,000

0

20.1

83.3

42.09

>99.95

Delivering on our promise

Adopting a community focused approach

- Providing tailored operational and service solutions to communities
- Targeted interventions simpler to carry out
- Operationally clear which communities need more investment
- Targeted social interventions working with charitable organisations on debt, employment skills and the environment

Performance commitment		Misbourne	Colne	Lee	Pinn	Stort	Wey	Dour	Brett
Population Served	Total: 3,607,100	330,100	446,500	707,000	979,600	296,000	532,300	167,000	148,600
Area in KM2	Total: 4,517	476	299	986	273	1192	496	413	382
Leakage (millions of litres of treate	d water per day)	29	29	25	46	15	20	5	4
Average water use (average litres used per person per	day)*	156	159	155	165	149	150	127	134
Compliance with water quality sta (Mean Zonal Compliance - find out www.dwi.gov.uk/about/)		100%	99.87%	99.93%	99.95%	100%	99.97%	100.00%	99.99%
Customer contacts regarding disco (contacts received per 1,000 popula		0.32	0.28	0.26	0.25	0.53	0.22	0.25	0.18
Percentage of customers affected by interruptions to supply over 12 hou		0.07%	0.43%	0.05%	0.01%	0.14%	0.27%	0.00%	0.00%
Number of burst mains per 100km	of pipework	23	23	18	21	21	15	11	9
Affected customers not notified of pinterruptions of over 4 hours	planned supply	13	7	43	23	15	7	3	0
Planned works taking longer to cor	nplete than notified	31	34	65	141	165	0	0	0





Investing in our future

Technology – Building a Tech-Savvy Utility

- Water to the Cloud
- Leak Detection
- Core Infrastructure
- Cyber Security
- Maximo





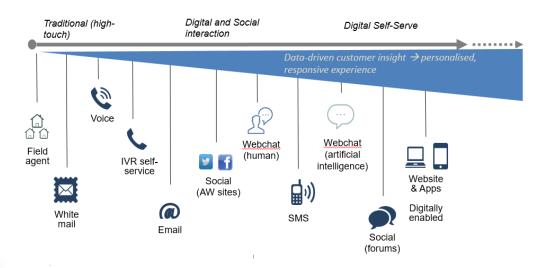




Investing in our future

Customer Service / My Account

Our Digital Customer Journey



New bill design

- New A5 design
- User friendly
- Jargon free
- Clear call-to-action







New 'My Account' Allowing customer to self-serve and make payments using a single log-in



Strong, stable business, fit for the future

Industry Awards 2017







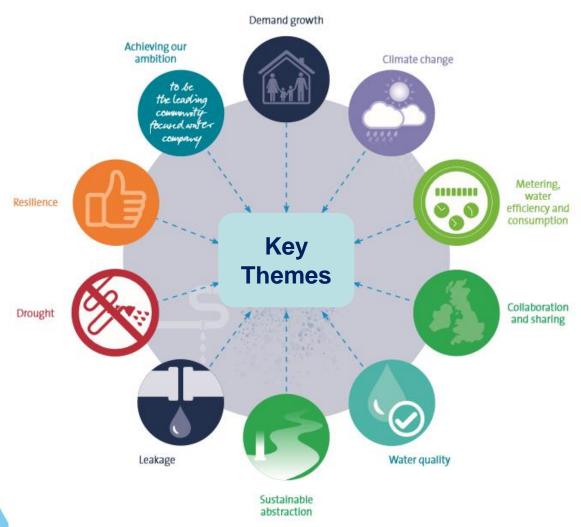








Strong, stable business, fit for the future



- Strong & Stable
- Predictable regulated company
- Rules well understood
- Delivering on our Vision
- Great complementary investment for HICL





HICL Capital Markets Seminar

InfraRed's approach to responsible delivery and management of investments Ben Loomes, Head of Infrastructure, InfraRed



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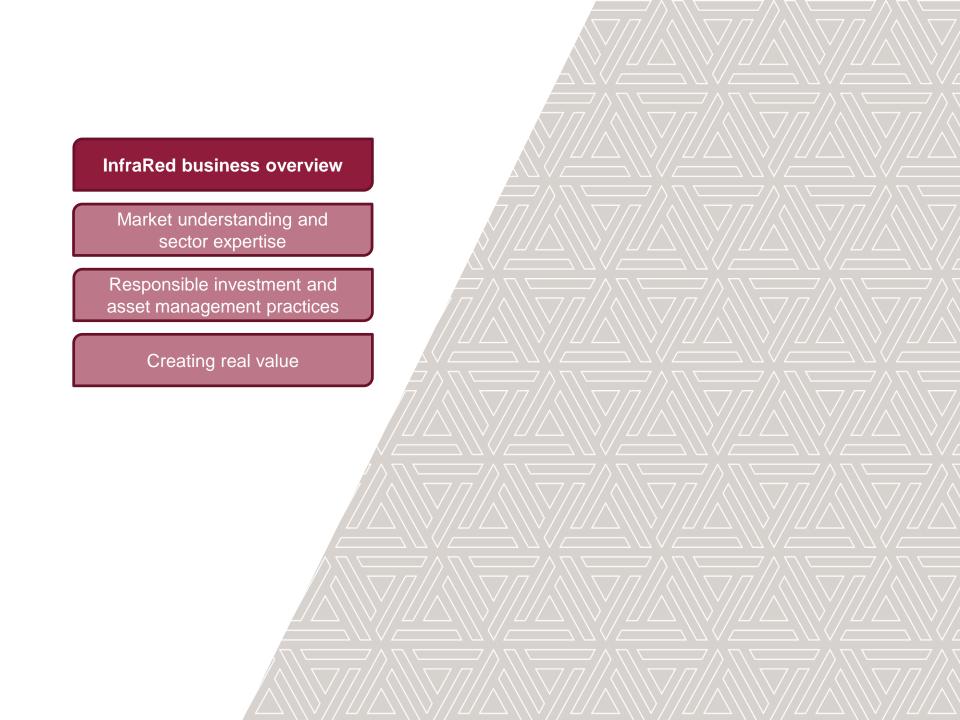
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InfraRed: a leading international investment manager

Key statistics across the Infrastructure and Real Estate businesses

\$10bn equity managed

25 year track record

17 funds raised

300+
transactions

140+ employees

18

nationalities



Hong Kong

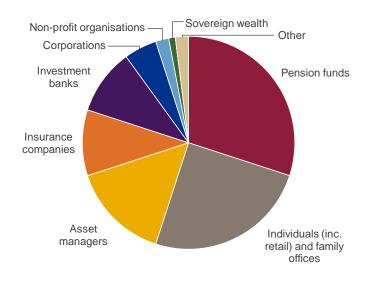
London

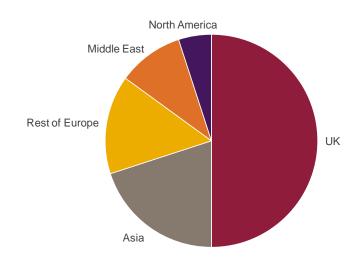
A New York

Over \$10 billion equity under management

Investor base by investor type

Investor base by geography

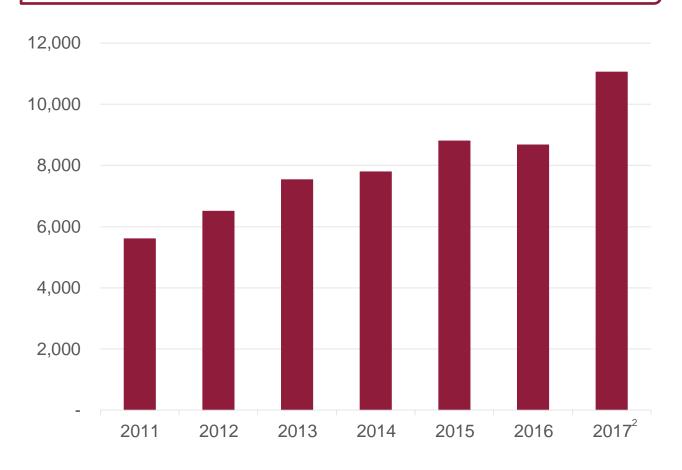






InfraRed: consistent growth and track record of managing third-party capital







Source: InfraRed

2. As at 30 September 2017

^{1.} Calculated as net asset value plus undrawn capital at 31 December of each year

Infrastructure funds with no overlapping investment strategies



Portfolio of PPP, regulated and demand-based assets in the UK, Europe, Australia and North America

2006

Launch (IPO)

FTSE 250

London Stock Exchange

£2.6 billion

Market capitalisation¹

116

Number of investments

Income focussed



Portfolio of onshore wind and solar energy generation and energy storage assets in the UK, France and Ireland

2013

Launch (IPO)

FTSE 250

London Stock Exchange

£1.0 billion

Market capitalisation¹

57

Number of investments

Income focussed

Development funds

Portfolio of social, transportation, energy generation and energy supporting infrastructure assets in developed economies

1997

First infrastructure investment

5

Funds

c. \$3 billion

Raised over 20 years

56

Realised investments

Capital gain driven



InfraRed Infrastructure team

HICL Fund Management TRIG Fund Management Development Funds Management Origination and Execution team

Asset and Portfolio Management

Investor Relations

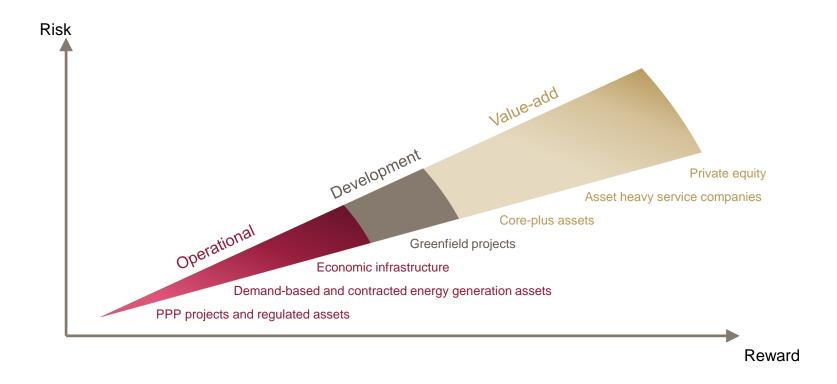
- Integrated team of c. 80 infrastructure professionals
- Geographical coverage across five continents
- Strong cross-sector experience with in-depth technical knowledge
- Greenfield and brownfield investment skills





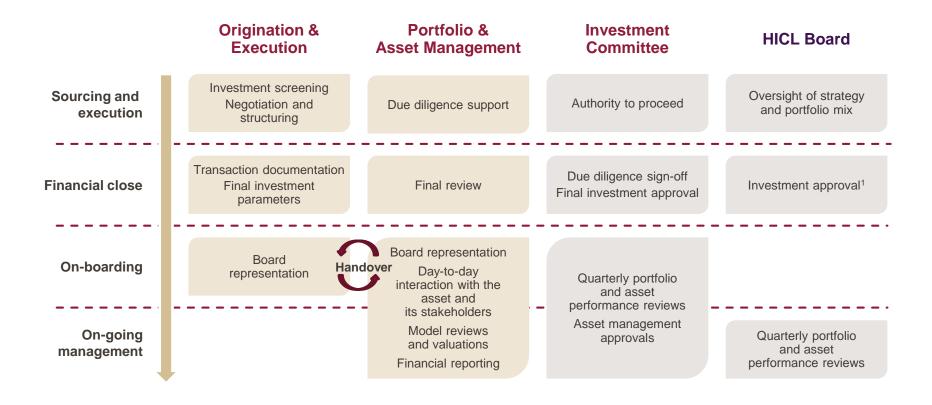


Market: risk-reward spectrum



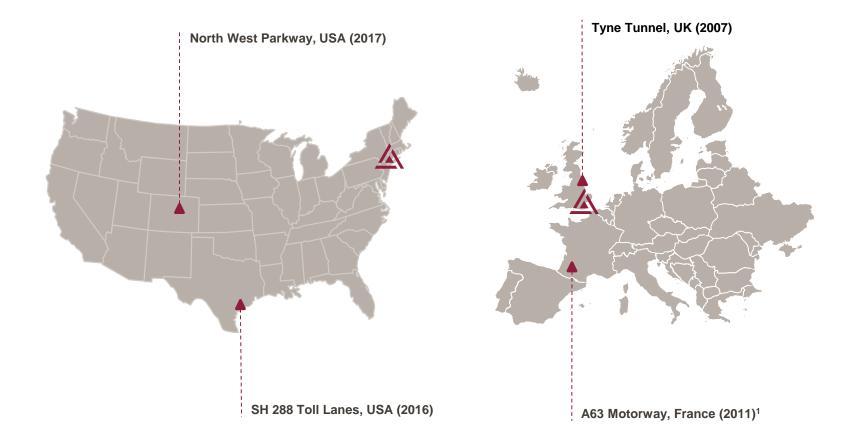


Integrated and well-tested investment process



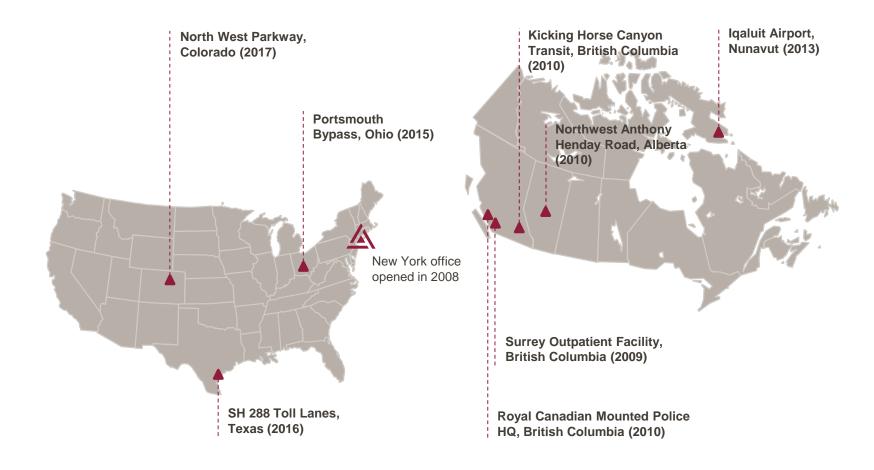


Ten years investing in demand-based assets





Ten years in North America





Source: InfraRed

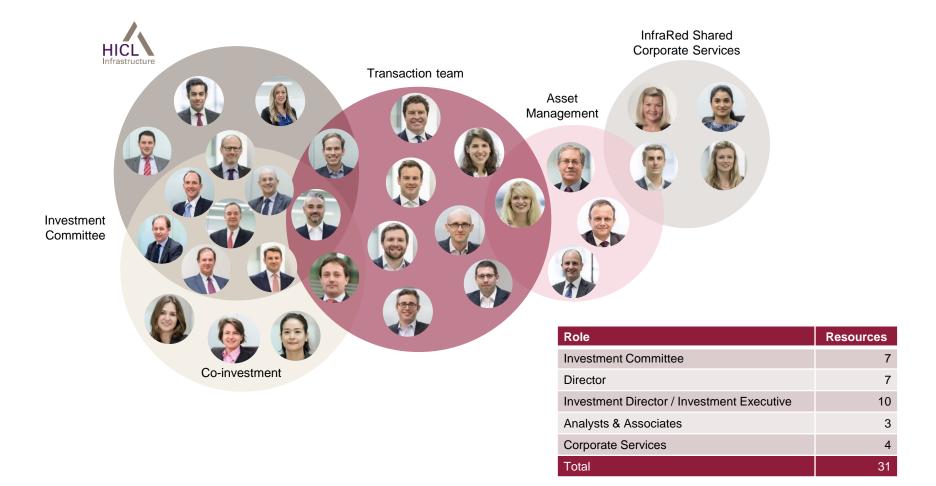


High Speed 1

- 109km high-speed rail link between London St Pancras and the Channel Tunnel
- 30-year, demand-based concession with low correlation to the rate of economic growth
- HICL and co-investors advised by InfraRed comprise 65% of equity
- Strong governance position achieved through alignment of co-investors' long-term investment objectives



High Speed 1: Significant and diverse resources involved in the investment





200 separate infrastructure projects over more than 20 years



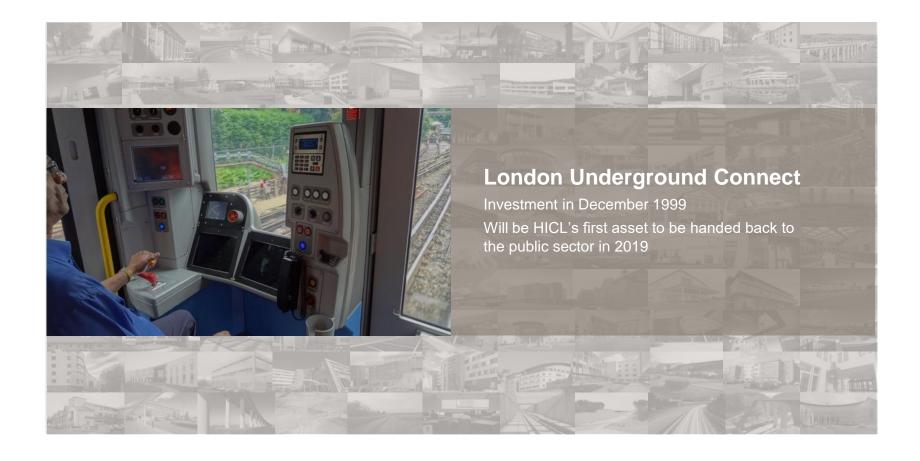


A commitment to creating value for all stakeholders





Investment and asset management decisions for the sustainability of critical infrastructure







Creating real value

To create real value for all stakeholders

Market and sector expertise with strong networks

Experienced and international skill base

Responsible asset management practices







Dyan Crowther CEO, HS1 Ltd 6 February 2018





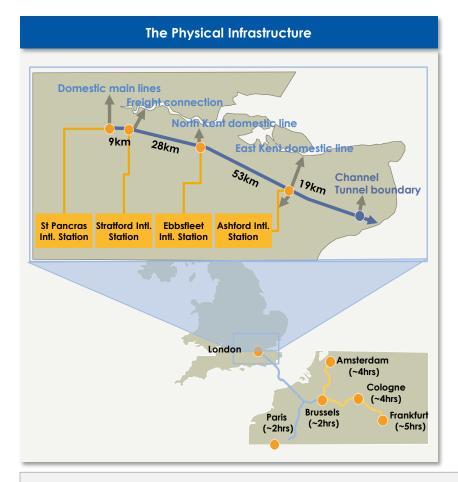


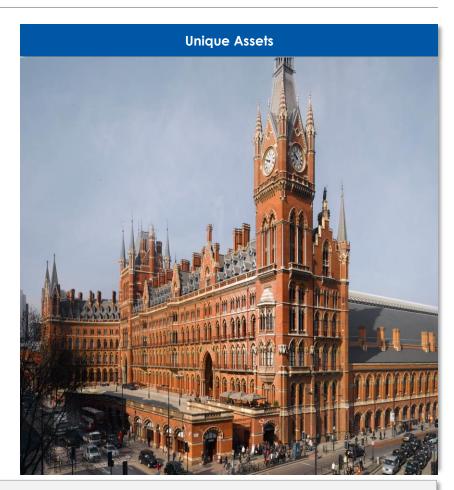


The UK's only high-speed railway



An Exceptional UK Infrastructure Asset

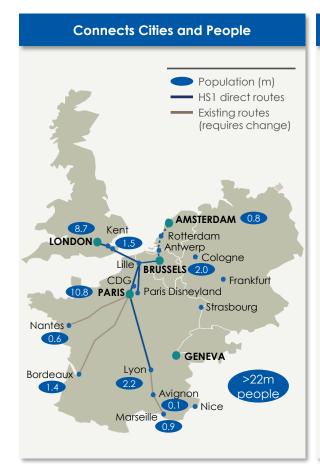




HS1 is vital to its stakeholders, customers and the community



HS1 is Essential Infrastructure



Adds Capacity to Existing Congested Network

HS1 at 50% Capacity



UK Passenger Journeys CAGR '09-'16

5.0%

7.9%

HS1

London & South East Classic rail

- Classic network overcrowded
- HS1 has capacity
- HS1 has gained domestic market share – now at 23%

Supports Government Policy







- High population density makes rail attractive
- Pricing pressures encourage commuter growth
- Rail enjoys broad political support

Critical infrastructure supported by strong fundamentals



The World's Leading High Speed Rail Experience





Simple Business Plan

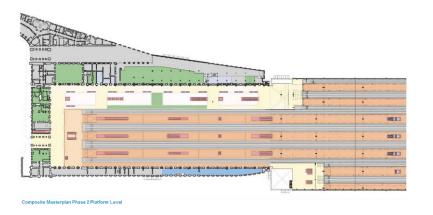
(EBITDA) **Operating Costs** Revenue Domestic £116m Passenger IRC £163m International £46m Passenger IRC Track Operations, Maintenance and **OMRC** £67m £68m Renewals Income £1m **Power Charges** £16m **Power Costs** £16m **Stations Station Charges** £25m **Station Charges** £24m £1m Retail & Advertising £25m **Retail Costs** £10m £15m Unregulated **Activities** £6m **Car Parking** £7m **Car Park Costs** £2m Other Other income Other costs £2m £1m £1m TOTAL £306m £121m £185m -£25m Capital - UKPN/Capex/Re-Fi **Working Capital** £0m Cash Flow Available for Debt Service £160m

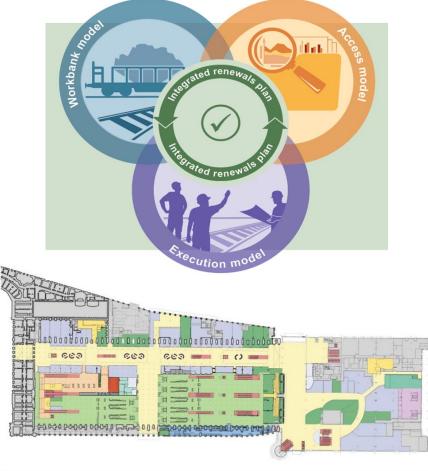


Earnings Before Interest, Tax, Depreciation & Amortisation

Enhancing what we have and what we do



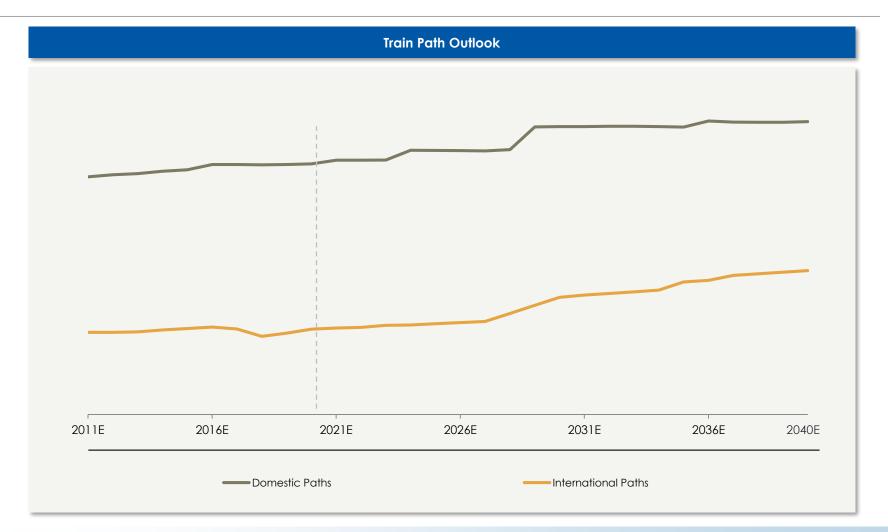






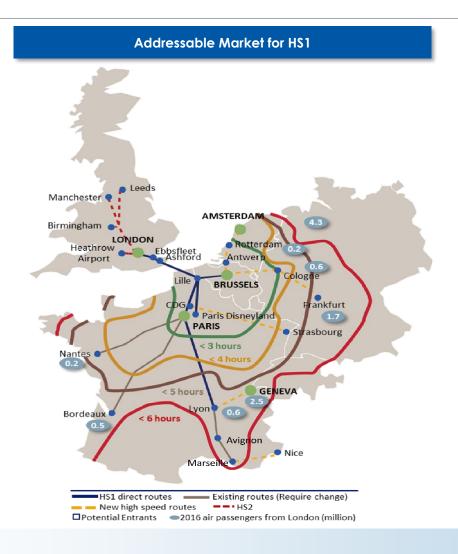


Traffic Growth: There is more to come





Significant Scope for Eurostar or Another TOC to Introduce New Routes





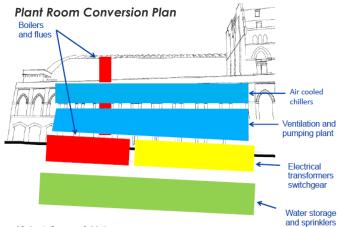
Further Potential Opportunities

St Pancras Plant Room Relocation

- Potential to convert existing plant areas along Midland Road into retail areas
- Would provide "active frontage" to increase permeability and encourage activity along Midland Road Grand Terrace
- **£2-13m** initial cost of project, generating between 1.5k and 6.4k sq. ft.
- £0.2-1.0m achievable annual rent incomes, assuming conservative MGRs of £150 per sq. ft. (based on office income at £80/sa. ft.)

St Pancras Upper Decking

- Opportunity for a similar development to Liverpool Street
- 160K Sq. ft. of potential additional floor space
- initial cost for a 5 storey development at 32K sq. ft. per floor
- £12-13m potential annual rental







Pancras Road

HS1 is exploring larger scale capex to drive a step-change in the St Pancras retail offering







