

Severn Bridges Act 1992 Account 2016-17

Severn Bridges Act 1992 Account 2016-17

Presented to Parliament pursuant to Section 28(4) of the Severn Bridges Act 1992

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Foreword and Management Commentary

Background Information

The road across the Rivers Severn and Wye was opened to traffic on 9 September 1966. Under the Severn Bridge Tolls Act 1965 ("the 1965 Act") the Secretary of State for the Department for Transport (DfT) had powers to levy tolls for the use of this road on a scale which would be sufficient, but not more than sufficient, over a period of 40 years from the date of opening to provide for the purposes defined in the 1965 Act.

The 1965 Act was repealed by the Severn Bridges Act 1992 ("the 1992 Act") which provided for the Secretary of State to procure, using private funds, the construction of a second tolled road crossing of the Severn Estuary and to operate a new tolling regime on both crossings.

The new tolling regime came into effect on 26 April 1992, operated by the private sector concessionaire, Severn River Crossing plc (SRC), under a concession agreement with the Secretary of State. SRC designed, constructed and built the second crossing, and operates and maintains both crossings. SRC retains revenues from tolls during the concession period.

Under Section 6 (4) of the 1992 Act, allowed for the concession period to run for a maximum of 30 years from 26 April 1992. During that period, SRC was responsible, among other aspects, for levying tolls and for preparing annual statements of accounts of revenue and associated costs. These accounts are independently audited by a firm of chartered accountants and laid before Parliament by the Secretary of State for the DfT in accordance with Section 27 of the 1992 Act.

Under section 5.1.1 of the concession agreement, as amended by the supplemental agreements (detailed below), the concession period will end when SRC achieves a cumulative revenue of £1,028,910,000, expressed in July 1989 prices. Highways England Company Limited (Highways England) reviews the projected concession end date every six months using data supplied by SRC to gain assurance that the revenue target will be recovered within the concession period. Highways England also obtains assurance on the cumulative level of tolls from SRC's annual financial statements.

On 1 April 2015, the vast majority of the net assets of the Highways Agency were transferred to Highways England under the Road Investment Strategy Infrastructure Act 2015.

Material assets and liabilities that did not transfer to Highways England Company Ltd but remained with the Secretary of State for DfT included loans receivable and payable relating to the Severn River Crossings, as detailed in these accounts, along with the structures forming the Severn River crossings valued at £2.8 billion as at 31 March 2015. Responsibility for Severn River crossings remains with DfT. Highways England Company Ltd will continue to undertake the functions previously performed by the Highways Agency under a protocol agreement with the Secretary of State.

Financing

Under the concession agreement, SRC assumed responsibility for £122 million of the £126 million outstanding debt on the existing bridge. Of that debt, £62 million was paid by SRC on 26 April 1992, and the balance of £60 million was subordinated (meaning that the loan ranks below other loans with regard to claims on assets or earnings) to lending banks and to stockholders under the terms of an Inter-creditor Agreement¹ until the end of the concession period. There is no further debt committed and so this loan is now the prime debt. The amount of the subordinated debt due to the Consolidated Fund was increased annually in line with the Retail Price Index. Interest at a rate of 2.956% per half annum on the indexed amount was originally payable by SRC by equal half yearly instalments.

¹ Inter-creditor agreement made between the concessionaire, Bank of America International Limited as Agent Bank, Bank of America International Limited as trustee for EIB and the banks providing the Senior Bank Facility, BZW, EIB, The Prudential Assurance Company Limited and the Secretary of State in his capacity as lender.

Under the 2003 refinancing package, described below, interest payable was rolled up and added to the subordinated debt to be paid by SRC to the Consolidated Fund by the end of the concession period. The remaining £4m balance due to the Consolidated Fund is the responsibility of the Secretary of State. On the 31 December 2013, SRC made the first repayment against the principal debt of the Subordinated Loan. During the 2015-16, the total principal repayment made against the loan was £117m (in cash prices). This payment extinguished both the Subordinated Loan and the accumulated interest balance.

Relevant events

Value Added Tax

On 12 September 2000, the European Court of Justice ruled that Value Added Tax (VAT) should be applied to tolls levied by private operators. The ruling included those undertakings operated by private companies under a PFI concession agreement with the Secretary of State. VAT was applied to the Severn bridges tolls on 1 February 2003.

The Government gave a commitment to offset the cost of VAT and protect the motorist from the impact of the ruling, and agreed to re-finance the Severn River Crossing concession. This was formalised in the second Supplemental Agreement that was signed in December 2002. This increased the revenue target from £976,834,740 to £995,830,000; expressed in July 1989 prices to fully compensate SRC for the loss of VAT related revenue.

Industrial Buildings Allowance

The Finance Act 2007 contained provisions to abolish Industrial Buildings Allowances (IBAs) over a phased period between 2008 and 2011. Under the terms of the concession agreement SRC notified the Highways Agency on 22 February 2010 that it considered this change to be an Adverse Relevant Event (ARE) which significantly affected the financial viability of the concession.

The Highways Agency also identified the corporation tax rate reductions over the concession period as a Beneficial Relevant Event (BRE). The Finance (No2) Act 2010 increased the rate of VAT to 20% with effect from 4 January 2011. On 27 August 2010, SRC gave notice of this tax change as a further ARE. The Highways Agency proposed a settlement with SRC in September 2011 as a remedy to these relevant events to enable SRC to complete its obligations under the Concession Agreement. Following detailed negotiations, a Third Supplemental Agreement was signed in June 2012 that increased the value of the cumulative real revenue target by £33.08 million to £1,028,910,000 (all in July 1989 prices). This increase comprised of £23.72 million for the tax changes and £9.36 million for the additional cost associated with toll card payments.

Toll payment methods

On 19 March 2010 The Severn Bridges (Amendment) Regulations 2010 came in to force and permitted the Severn tolls to be paid by "a recognised means of payment" rather than the previous requirement for payment "in cash". SRC introduced facilities for card payments of the tolls in September 2010 and phased in, lane by lane, a system for faster card transactions. The additional costs of implementing and operating the card payment system were included within the settlement outlined above at a value of £9.36 million (in July 1989 prices).

New Facility

To enable SRC to deal with the cash flow changes brought about by the ARE described above and the agreed remedy, a New Facility Consent Letter was agreed pursuant to the Subordinated Loan Agreement between the Secretary of State and SRC. This allowed SRC to obtain a new short term working capital facility to enable the full repayment of debentures when due. In December 2012 SRC obtained a new £30 million working capital facility and a new Intercreditor Agreement was put in place.

In October 2015, SRC repaid all the remaining debt and accumulated interest balance against the Subordinated Loan. In order to finance this prepayment, with the Secretary of State's consent, the company entered into an unsecured corporate finance term facility.

Financial Implications of cable corrosions

Significant corrosion of the main suspension cables of the M48 Severn Bridge was identified during an intrusive inspection programme that started in April 2006. Following completion of the special investigations, and the subsequent laboratory wire testing, structural assessment certificates for the Severn Bridge, were signed on 1 April 2008. The assessment certificates have been recertified annually since 2008.

As part of work to monitor and address the corrosion problem dehumidification systems to cover the entire length of the cables became operational on 17 December 2008. The system monitoring data shows that the cables are being successfully dehumidified. The relative humidity at all 16 exhaust points reduced to about 20%. The corrosion processes are normally considered to have ceased at levels below 40% relative humidity.

Acoustic monitoring equipment that will help inform on the ongoing rate of cable deterioration, has been installed and is fully operational. A second and third routine intrusive cable inspection was carried out in 2010 and 2016 and the results of these inspections confirmed that, the corrosion has now stabilised and the bridge remains in a safe and serviceable condition. There will be no further inspections required of the main cable required until 2021.

The bridge remains safe for use but, as a precautionary measure, vehicles over 7.5 tonnes are currently restricted to lane one in each direction. This is to reduce the risk of the bridge being heavily loaded during an exceptional event, such as an unplanned closure of the M4 Second Severn Crossing.

The M48 Severn Crossing provides a key transportation link supporting the surrounding local economies in England and Wales and Highways England recognises the importance of keeping this route safe and open to traffic. Highways England continues to review the long term traffic management strategy for the M48 and has developed scenario plans, including traffic management measures and repair options with cost ranges.

The costs of dealing with this corrosion, defined as a latent defect, are borne by the Secretary of State and, therefore, shown in these accounts. Cumulative costs incurred up to 31 March 2017 are £22.9 million. These costs form part of the accumulated deficit and could be recovered from tolls to be levied by the Secretary of State during the period between the end of the concession period and the date on which the power to levy tolls will cease, being 25 April 2027 or such earlier date as may be determined under section 7 of the Severn Bridges Act 1992.

Accounts of the Secretary of State

Under Section 28 (1) (b) of the 1992 Act the Secretary of State is required to prepare a statement of accounts in respect of each financial year, or part thereof, up to the last day on which tolls may be levied.

The accounts deal with the subordinated debt due to the Consolidated Fund, the debt balance of £4 million due to the Consolidated Fund which remains the responsibility of the Secretary of State and any other expenditure arising on either of the bridges which does not fall under SRC's remit. The Severn Bridges Act 1992 Accounts record the cumulative net deficit due to the Exchequer. Now the concession period has ended the Secretary of State could recover this deficit from tolls. Under Section 5 (4) of the 1992 Act the power to levy tolls will cease on 25 April 2027 or such earlier date as may be determined under Section 7 of the 1992 Act when the total receipts accruing to the Secretary of State equal or exceed the cumulative net deficit owed to the Exchequer at the end of the concession period.

Expenditure shown in these accounts is reflected in Highways England's resource accounts.

These accounts have been prepared in accordance with a Direction given by HM Treasury in 1994 in pursuance of Section 28 (2) (a) of the 1992 Act. The Direction is reproduced as Appendix A to the Accounts. The Rates of Interest Direction given by HM Treasury is provided at Appendix B.

The accounts have been audited by the Comptroller and Auditor General (C&AG) under the Severn Bridges Act 1992. His audit certificate and report are at pages 10 to 12.

End of the Concession Agreement

The cumulative revenue target was reached and therefore the concession period finished on the 7 January 2018.

Statement regarding Disclosure of Information to the Auditors

So far as I am aware, there is no relevant audit information of which the auditors are unaware and I have taken all reasonable steps to make myself aware of any relevant audit information and to establish that the auditors are aware of that information.

Date of Issue

The Account has been authorised for issue by the Accounting Officer on the date of the C&AG's audit certificate.

Bernadette Kelly
Accounting Officer
18 December 2018

Statement of Secretary of State and Accounting Officer responsibilities

Under Section 28 of the Severn Bridges Act 1992, the Secretary of State is required to prepare a statement of accounts for each financial year in the form and on the basis directed by HM Treasury. The accounts are prepared on an accruals basis and must present fairly the income and expenditure for the financial year and the assets and liabilities at year-end.

In preparing the accounts, the Accounting Officer is required to comply with the requirements of the Government Financial Reporting Manual and in particular to:

- Observe the Accounts Direction issued by Secretary of State including the relevant accounting and disclosure requirements, and apply suitable accounting policies on a consistent basis;
- Make judgements and estimates on a reasonable basis;
- State whether applicable accounting standards as set out in the Government Financial Reporting Manual have been followed, and disclose and explain any material departures in the accounts; and
- Prepare the accounts on a going concern basis.

HM Treasury has appointed the Permanent Secretary for the Department for Transport as the Accounting Officer for the account. Her relevant responsibilities as Accounting Officer, including her responsibility for the propriety and regularity of the public finances for which she is answerable and for the keeping of proper records, are set out in HM Treasury's *Managing Public Money*.

Governance Statement

Introduction

HM Treasury's *Managing Public Money* and *Financial Reporting Manual* require that I, as Accounting Officer for Department for Transport, provide a statement on how I have discharged my responsibility to manage and control the resources for which I am responsible during the year.

HM Treasury introduced a new Corporate Governance Code for central government departments in July 2011 focusing on the role of the board in providing leadership. I have provided details below of how Highways England's system of corporate governance has operated during 2016-17, including any areas where the system has not operated in line with the code.

The protocol agreement between the Secretary of State and Highways England has allowed the Accounting Officer to discharge her responsibility relating to the Severn River Crossing, as detailed in these accounts.

Role of the Accounting Officer

The Secretary of State has appointed me, as Permanent Secretary for the Department for Transport, as Accounting Officer. I have responsibility for maintaining a sound system of governance that supports the achievement of Department for Transport policies, aims and objectives, whilst safeguarding the public funds and Department for Transport assets for which I am personally responsible, in accordance with the responsibilities assigned to me in HM Treasury's *Managing Public Money*.

Governance Framework

The Severn River Crossing governance framework is largely reliant on Highways England governance arrangement. Both Severn Bridges Act 1992 and the Highways England governance arrangements are set out below:

Severn River Crossing Governance Framework

The Concession Agreement allows for the appointment of a Government's Representative to act as the Secretary of State's agent in connection with the operation and maintenance of the Crossings. The role of the Government's Representative (GR) is to safeguard the Secretary of State's interests in the Crossings during the concession period; this role is being undertaken by Atkins Skanska.

Highways England has a team of people who monitor and manage the relationship with SRC and the GR. Regular meetings take place with SRC with additional meetings taking place specifically to plan for the end of the concession agreement.

Twice a year Highways England's finance team undertakes a review of SRC's cash flow forecasts to make an assessment of, and gain assurance that SRC will be able to meet its liabilities as they fall due. In addition, SRC engages independent auditors to confirm that the cash flow forecast is consistent with the accounting records and that it has been prepared in accordance with the Inter-Creditor Agreement. This audit report is submitted to the Secretary of State for DfT.

SRC's independent internal auditors carry out an annual programme of reviews to provide assurance on the management of key risks. For the year ended 31 March 2017, the internal auditors reviewed the processes and controls relating to toll revenues, non-payment of tolls, toll violations and payroll. The internal audit opinion indicates that no significant weaknesses were identified as part of these reviews.

Highways England's Governance Framework

A Framework Document sets out the respective roles and accountabilities of the Secretary of State, the Department for Transport, and Highways England as we work to achieve the common objective of delivering a network that meets the country's needs efficiently and provides the best possible service for road users and other stakeholders. The framework also:

- recognises the functional and day-to-day operational independence of Highways England;
- sets out how financial control and accountability is achieved, including through a finance and reporting letter; and
- recognises the governance and decision making arrangements that are appropriate to Highways England as a corporate, legal entity with its Board, and with executives reporting to that Board.

The key elements of Highways England governance framework are:

- the Board and Executive Committees;
- Highways England Audit & Risk Committee and its Counter-Fraud Group; and
- a sound system of internal control, including audit and assurance activity and formal risk management processes.

Board and Executive Committee

Highways England is managed by a formal Board and an Executive Committee, supported by a Board Safety Committee, an Audit and Risk Committee, a Nominations Committee, Remuneration Committee and eight sub-groups of the Executive Committee. The Boards and Committees review their own effectiveness annually and identify and take action to improve performance where appropriate.

A number of strategic, financial or other significant matters are reserved to the Board for decision.

Board

The Board is accountable to the Secretary of State for Transport as shareholder for all aspects of Highways England's activities and performance, including the fulfilment of our role and responsibilities as a strategic highways company. The Board is the primary governance arm of Highways England in line with its fiduciary and other duties under company law. Our governance activities include setting strategy, overseeing performance, reviewing risks and appointing senior leaders. The Board delegates responsibility for the day-to-day running of Highways England's operations to the Chief Executive Officer.

Risk management

The Board has overall responsibility for determining the nature and extent of the significant risks it is willing to take in achieving our strategic objectives. The Chief Executive Officer is responsible to Parliament for the stewardship of public money and delegations are exercised in line with the Finance and Reporting letter issued to Highways England and the Chief Executive Officer by the Shareholder.

Highways England Audit & Risk Committee delegate responsibility to the Chief Finance Officer (CFO). The CFO reviews the Severn Bridge Accounts and audit recommendations on an annual basis.

Each year the Executive team uses the strategic objectives supporting the current investment period to identify potential risk and uncertainty. Similar exercises are carried out across all key business areas.

Internal control framework

Our risk management process is aimed at early identification and mitigation. Our framework gives us the structure through which we continually identify, prioritise, manage, monitor and report risks.

The Board is responsible for ensuring that an effective internal control framework is in place. Such a framework is designed to minimise risks to the achievement of business objectives to a reasonable level, in line with the risk appetite.

Financial management

We ensure efficiency, best value, integrity, propriety and regularity in the use and stewardship of public funds and assets and that clear accountability is in place through a variety of control systems including:

- a mandatory Investment Control Framework to test whether proposed a project or expenditure offers value for money. The arrangements complement larger value approvals required from DfT or Ministers;
- financial propriety and other requirements from HM Treasury's *Managing Public Money*;
- an Executive Finance Group to plan, control and manage resources effectively to support decision making;
- an Oracle financial accounting system with embedded controls;
- asset management procedures to record and account for all assets;
- a Counter-Fraud Group to oversee the handling of any significant issues or allegations; and
- Investors in People accreditation; a proven business improvement framework that significantly improves financial performance.

Management Assurance Reporting

Highways England operates an ongoing management assurance process with quarterly sign offs. We submit formal management assurance returns to DfT twice yearly, after nine months and year-end, in line with the DfT timetable. Management assurance covers a broad range of internal controls and governance as detailed in Way we Work (WwW) processes and other guidance held on the portal. The evidence collated forms part of a corporate assurance process which enables the Accounting Officer to sign off the Governance Statement in the Highways England Annual Report and Accounts. The information is used by DfT to support their own governance processes on behalf of the Permanent Secretary

Based on the governance arrangements summarised above, I am satisfied that there was a sound level of internal control throughout the reporting period.

Bernadette Kelly
Accounting Officer
18 December 2018

Certificate and Report of the Comptroller and Auditor General to the Houses of Parliament

Opinion on financial statements

I certify that I have audited the financial statements of the Severn Bridges Act 1992 Accounts for the year ended 31 March 2017, under the Severn Bridges Act 1992. The financial statements comprise: the income and expenditure account, the statement of assets and liabilities, and the related notes, including the significant accounting policies. These financial statements have been prepared under the accounting policies set out within them.

In my opinion:

- the financial statements give a true and fair view of the state of the assets and liabilities of the Secretary of State in relation to its responsibilities under the Severn Bridges Act 1992 as at 31 March 2017 and of the income and expenditure for the year then ended; and
- the financial statements have been properly prepared in accordance with the Severn Bridges Act 1992 and HM Treasury directions issued thereunder.

Emphasis of Matter in respect of the post-year end decision to cease tolling

Without qualifying my opinion I draw attention to the disclosures made in note 12 of the financial statements, which describes the effects of the government's decision following the year end to cease tolling, including on the amount expected to be recovered through future tolling.

Opinion on regularity

In my opinion, in all material respects the income and expenditure recorded in the financial statements have been applied to the purposes intended by Parliament and the financial transactions recorded in the financial statements conform to the authorities which govern them.

Basis of opinions

I conducted my audit in accordance with International Standards on Auditing (ISAs) (UK) and Practice Note 10 'Audit of Financial Statements of Public Sector Entities in the United Kingdom'. My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of my certificate. Those standards require me and my staff to comply with the Financial Reporting Council's Revised Ethical Standard 2016. I am independent of the preparing authority for the Severn Bridges Act 1992 accounts, the Department for Transport, in accordance with the ethical requirements that are relevant to my audit and the financial statements in the UK. My staff and I have fulfilled our other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Responsibilities of the Secretary of State and Accounting Officer for the financial statements

As explained more fully in the Statement of Secretary of State and Accounting Officer Responsibilities, the Secretary of State and the Accounting Officer are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Auditor's responsibilities for the audit of the financial statements

My responsibility is to audit, certify and report on the financial statements in accordance with the Severn Bridges Act 1992.

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. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs (UK), I exercise professional judgment and maintain professional scepticism throughout the audit. I also:

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal controls.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the reasonableness of the use of this basis of accounting for these financial statements, in the context of the requirements of the Severn Bridges Act 1992. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

In addition, I am required to obtain evidence sufficient to give reasonable assurance that the income and expenditure reported in the financial statements have been applied to the purposes intended by Parliament and the financial transactions conform to the authorities which govern them.

Other Information

The Secretary of State and the Accounting Officer are responsible for the other information. The other information comprises information included in the Foreword and Management Commentary, Statement of Secretary of State and Accounting Officer responsibilities and Governance Statement. My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon. In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact. I have nothing to report in this regard.

Opinion on other matters

In my opinion:

- in the light of the knowledge and understanding of the Severn Bridges Act 1992 Accounts and the relevant environment obtained in the course of the audit, I have not identified any material misstatements in the Foreword and Management Commentary, Statement of Secretary of State and Accounting Officer responsibilities and Governance Statement; and
- the information given in Foreword and Management Commentary, Statement of Secretary of State and Accounting Officer responsibilities and Governance Statement for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which I report by exception

I have nothing to report in respect of the following matters which I report to you if, in my opinion:

- adequate accounting records have not been kept or returns adequate for my audit have not been received from branches not visited by my staff; or
- the financial statements are not in agreement with the accounting records and returns; or
- I have not received all of the information and explanations I require for my audit; or
- the Governance Statement does not reflect compliance with HM Treasury's guidance.

Report

I have no observations to make on these financial statements.

Sir Amyas C E Morse
Comptroller and Auditor General

19 December 2018

National Audit Office
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London SW1W 9SP

Income and Expenditure Account for the year ended 31 March 2017

	Note	2016-17 £000	2015-16 Restated £000
Income and indexation gain arising from subordinated debt due to the consolidated fund			
Interest income	3	–	2,939
Indexation gain/(loss)	4	–	88
Total income and indexation gain arising from subordinated debt due to the consolidated fund		–	3,027
Expenditure			
Capital	1d & 5	–	–
Operations	6	4,121	1,599
Administration	7	805	207
Notional Interest	8	1,685	2,143
Total Expenditure		6,611	3,949
Deficit/(surplus) for the year		6,611	922
Deficit brought forward		87,511	86,589
Accumulated deficit legally recoverable through tolling		94,122	87,511

The accumulated deficit represents the cumulative net costs to the Exchequer in relation to the operation and maintenance of the Severn River crossings, not borne by the Concessionaire. These were at the year end legally recoverable from tolls to be levied by the Secretary of State during the period between the end of the concession period and the date on which the power to levy tolls ceases, being 25 April 2027 or such earlier date as may be determined under section 7 of the Severn Bridges Act 1992. Following the year end, the government took the decision to end the tolling scheme on the Severn Bridge. The effects of this on the financial statements have been treated as non-adjusting and are described in Note 12.

The notes on pages 15 to 21 form part of these accounts.

Statement of Assets and Liabilities as at 31 March 2017

	Note	2016-17 £000	2015-16 Restated £000	2014-15 Restated
Non-current assets				
Subordinated debt	4	–	–	21,296
Accumulated interest receivable	3	–	–	93,134
Accumulated deficit legally recoverable through tolling	12	94,122	87,511	89,589
		94,122	87,511	201,019
Current liabilities				
Trade and other payables	9	(437)	(127)	(44)
Assets less liabilities				
		93,685	87,384	200,975
Amounts due to the Consolidated Fund	10	(93,685)	(87,384)	(200,975)

Bernadette Kelly
Accounting Officer
18 December 2018

The notes on pages 15 to 21 form part of these accounts

Notes to the Accounts

1 Statement of Accounting Policies

a Accounting Convention

The Accounts are prepared under the historical cost convention on an accruals basis.

These accounts have been prepared in accordance with the 2016-17 Financial Reporting Manual (FRM) issued by HM Treasury.

An Accounts Direction has been given by HM Treasury and is reproduced in Appendix A.

b Adjustment to last years published results

Following a review of the notional interest relating to the accumulated deficit, it was decided that an adjustment was required to amend the previous accounts.

For notional interest calculated on the subordinated debt, the original assumption was that the repayment of the subordinated debt would not have an effect on the notional interest. After a review of the 1992 Act it was decided that repayment of the subordinated debt would reduce the notional interest chargeable on that debt. HM Treasury supported this change in policy.

The following table summarises the adjustments that have been made to the financial statement line items.

Statement of Income and Expenditure	As Previously reported 2015-16 £000	Restatement Adjustment £000	2015-16 Restated £000
Notional Interest	7,628	(5,485)	2,143
Total expenditure	9,434	(5,485)	3,949
Deficit / (surplus) for the year	6,407	(5,485)	922
Deficit brought forward	89,161	(2,572)	86,589
Accumulated deficit to be recovered	95,568	(8,057)	87,511
Statement of Assets and Liabilities 2015-16			
Accumulate deficit recoverable through tolling	95,568	(8,057)	87,511
Assets less liabilities	95,441	(8,057)	87,384
Amounts due to the Consolidated Fund	(95,441)	8,057	(87,384)
Statement of Assets and Liabilities 2014-15	As Previously reported 2015-16 £000	Restatement Adjustment £000	2014-15 Restated £000
Accumulate deficit recoverable through tolling	89,161	(2,572)	86,589
Assets less liabilities	203,547	(2,572)	200,975
Amounts due to the Consolidated Fund	(203,547)	2,572	(200,975)

c Notional Interest

Notional Interest is calculated at National Loans Fund rates prescribed by HM Treasury and is charged on:

- i the subordinated debt and the amount owed to the Consolidated Fund at the commencement of the concession;
- ii balances derived from the receipt and payment transactions undertaken in the financial year; and
- iii the annual deficits brought forward from previous years, as if each were financed by a term loan.

An interest rate direction has been given by HM Treasury and is reproduced in Appendix B.

d Capital Expenditure

Expenditure on capital items is charged to the Income and Expenditure Account in the year of acquisition, in order that the accumulated deficit fully represents the amount recoverable from tolling by the Secretary of State.

2 Claims

Claims by the Concessionaires and contractors have arisen in the normal course of operation of the concession agreement. To the extent that it is judged that unmet claims will become payable, such amounts have been included as expenditure and accrued as current liabilities.

3 Interest Income

	2016-17	2015-16
	£000	£000
Interest receivable	-	2,939
Interest received	-	-
	<u>-</u>	<u>2,939</u>

Interest received represents interest accrued on capital payments which were paid during the year.

Accumulated Interest Receivable

	2016-17	2015-16
	£000	£000
Opening balance as at 1 April	-	93,134
In year interest accrued	-	2,939
In year loan repayment	-	(96,073)
Closing Balance as at 31 March	<u>-</u>	<u>-</u>

With effect from 1 January 2003, interest receivable on the subordinated debt was added to the accumulated interest amount in accordance with clause 4.1 of the Loan Agreement. The Concessionaire paid off the balance of this loan in the previous period.

4 Subordinated Debt

The Concessionaire repaid the Subordinated Loan and accumulated interest balance in the previous year. Subordinated Debt of £60 million due to the Consolidated Fund was assumed by SRC on 26 April 1992. The debt was indexed by reference to the Retail Price Index, and carried an interest rate of 6% per annum as described in the Foreword and Management Commentary. The debt was repayable at the end of the concession period, which was the earlier of 2022 and SRC achieving a pre-determined cumulative revenue target from tolls. The Concessionaire was entitled, at any time after it has repaid the Debenture Stock in full, to repay the subordinated debt, together with accrued interest subject to giving the Secretary of State not less than 30 days' notice of its intention. In the event of termination of the concession agreement, other than termination by reason of default, the Concessionaire shall be relieved of the outstanding obligations.

	2016-17	2015-16
	£000	£000
Opening balance as at 1 April	–	21,296
In year indexation	–	88
Less principal loan repayment	–	<u>(21,384)</u>
Closing Balance as at 31 March	<u>–</u>	<u>–</u>

5 Capital Expenditure

	Freehold Land £000	Structures £000	Plant and Machinery £000	Total £000
Cumulative acquisitions written off as at 31 March 2016	11,129	4,799	636	16,564
Acquisitions in year	–	–	–	–
Cumulative acquisitions written off as at 31 March 2017	<u>11,129</u>	<u>4,799</u>	<u>636</u>	<u>16,564</u>

6 Operations

	2016-17	2015-16
	£000	£000
Ancillary works; repairs and strengthening; and structural maintenance*	<u>4,121</u>	1,599
	4,121	<u>1,599</u>

* Includes the cost of investigating and monitoring the M48 Severn Bridge main cables defect.

7 Administration

	2016-17	2015-16
	£000	£000
Administration expenditure comprises:		
Legal and Professional*	15	15
Consulting engineers	683	150
Other Administration	107	42
	<u>805</u>	<u>207</u>

* This includes the auditors' remuneration of £15,000 (2015-16: £15,000) and was for the audit of the 2016-17 Severn Bridges Act 1992 Accounts. During the year the Highways England did not purchase any non-audit services from its auditors, the National Audit Office.

8 Notional Interest

	2016-17	2015-16
	£000	Restated £000
Notional Interest on:		
Amount owed to Consolidated Fund at 26 April 1992	734	734
Subordinated debt at 26 April 1992	–	180
Receipt and payment transactions	26	–
Accumulated annual deficits*	925	1,229
	<u>1,685</u>	<u>2,143</u>

* Interest is calculated based on the appropriate National Loans Fund maturity rate. For 2016-17 the rate applied was 1.16% (2015-16:1.56%).

9 Trade and other payables

	2016-17	2015-16
	£000	£000
Accruals:		
Operations	245	113
Administration	192	14
	<u>437</u>	<u>127</u>

10 Amount due to the Consolidated Fund

	2016-17	2015-16
	£000	£000
Debt due to the Consolidated Fund at 1 April	87,384	200,975
Notional Interest	1,685	2,143
Interest Received	–	–
Audit Fee	15	15
Net cash advances*	4,601	1,708
Loan Repayment	–	(117,457)
Debt due to the Consolidated Fund at 31 March	93,685	87,384
	2016-17	2015-16
	£000	£000
* Net cash advances		
In-year expenditure	4,613	1,728
Recoveries from Severn River Crossing	(12)	(20)
	4,601	1,708

11 Financial Instruments

FReM requires minimum disclosures about the nature and extent of credit risk, liquidity risk and market risk that the entity faces in undertaking its activities. For these disclosures Severn Bridges Act 1992 Account is an integral part of Highways England. Due to the largely non-trading nature of its activities and the way in which government agencies are financed, Highways England is not exposed to the degree of financial risk faced by many business entities. Moreover, financial instruments play a much more limited role in creating or changing risk than would be typical of the listed companies. Highways England has very limited powers to borrow or invest surplus funds. Financial assets and liabilities are generated by day-to-day operational activities and are not held to change the risks facing Highways England in undertaking its activities.

Liquidity risk

This is the risk that Highways England is unable to meet its obligations when they fall due and to replace funds when they are withdrawn. Highways England's net revenue resource requirements are mainly financed by resources voted annually by Parliament to the Department for Transport. Highways England is therefore not exposed to significant liquidity risks.

Credit risk

Highways England does not consider there is significant credit risk, as these Severn Bridges Act accounts do not record routine financial asset balances which would be subject to normal credit risk. However, the collectability of assets shown in the Statement of Assets and Liabilities is impacted by the circumstances set out in Note 12.

Interest Rate Risk

This is the risk that Highways England will suffer financial loss due to interest rate fluctuation. The majority of Highways England's financial assets and its financial liabilities carry nil or fixed rates of interest, however the notional interest on the accumulated annual deficits is calculated on the appropriate National Loans Fund maturity rate which has seen small fluctuations in recent years. The overall assessment is that Highways England is not exposed to significant interest rate risk.

12 Events after the reporting period

These financial statements are laid before the Houses of Parliament by the Secretary of State for DfT.

The concession period ended on 7 January 2018, as agreed between the Secretary of State and the concessionaire (SRC) with the bridges then returning to public ownership. This date was based on the expected point that the cumulative real revenue target, as set by the Concession Agreement and subsequent supplementary agreements, would be achieved by SRC through tolling.

On 8 January 2018 tolling under the Severn Bridges Act 1992 ceased and the M4 and M48 Motorways Order 2017 came into force, introducing a charging scheme for the Severn Bridges. Charging ceased entirely in December 2018.

Cessation of tolling

The decision to cease tolling was made 21 July 2017. The cessation of tolling will mean that the full balance shown in these accounts as “accumulated deficit legally recoverable to be recovered through tolling” will not be recovered by the Consolidated Fund or recognised as an asset in future Severn Bridges Act 1992 accounts. Revenue generated by the charging scheme will be retained by the Secretary of State and recorded as income in the Department for Transport Resource Accounts. No adjustment has been made to these financial statements since at 31 March 2017 the decision to cease tolling had not been made; the accounts presented assume the full balance will be recovered under the Severn Bridges Act 1992. The effect of cessation through tolling will be reflected within the 2017-18 accounts.

Final revenue target arbitration

At the balance sheet date, a dispute existed between the Secretary of State and SRC as to whether reductions in the rate of corporation tax, introduced by the Finance Acts 2012 and 2013, constituted BREs under the Concession Agreement. Arbitration concluded in the Secretary of State’s favour in January 2018, meaning that the revenue target built into the Concession Agreement was reduced by the value of the cumulative benefit to SRC of the corporation tax changes.

The agreed concession end date of 7 January 2018 was fixed to give certainty to all parties. However, the reduction in the revenue target resulting from the arbitration ruling means that the concession period should have ended on 4 November 2017.

No adjustment has been made to these financial statements since as at 31 March 2017, the value of the accumulated deficit which under the Severn Bridges Act 1992 would be recoverable by the Secretary of State, reflected in the Balance Sheet as an asset, remains unchanged. The value of this entitlement is affected only by the balance of receipts and payments set out in Schedule 4 of the Act up to the Balance Sheet date. The resolution of the dispute also does not change the date from which the Secretary of State regained control of tolling decisions because the fixed date had been agreed for the end of the concession.

The outcome of arbitration means that as well as regaining control over tolling from 7 January 2018 as agreed, the Secretary of State will also benefit from £18m payable by SRC plc, representing benefits accruing between the revised date on which the concession should have ended under the agreement of 4 November 2017 and the actual end date less the corresponding costs due to SRC during this period.

As a result, at 31 March 2017, the accumulated deficit represented in these accounts as an asset was expected to crystallise in future years partly through future tolling in line with the 1992 Act, and partly through receipt of the £18 million payable by SRC plc in respect of this ‘overlap’ period.

The going concern basis has been used based on the conditions existing at the reporting date and HM Treasury’s direction to prepare on this basis. This note provides a complete view of the assets that would be impaired assuming that the government’s use of tolling powers extends only as far as January 2018, in line with current policy.

Following the post year end decision by the government to cease tolling, this £18 million, less around £7 million expenditure incurred on the Severn Bridge in 2017-18, represents the full extent of the net receipts expected through tolling which will flow to the Consolidated Fund. This is expected in the 2017-18 account to lead to an impairment of all but £11 million of the accumulated deficit. However, the impairment in these accounts for 2017-18 will not indicate the actual overall net impact on the exchequer. This is because separately, receipts have accrued to the Department for Transport for the duration of the charging scheme which began following the end of tolling and ceased in December 2018. The overall impact on the Exchequer will be known when the Department for Transport publishes its own accounts for 2018-19, where the charging scheme is reported.

International Accounting Standard (IAS) 10 requires Highways England to disclose the date on which the accounts are authorised for issue.

The Accounting Officer authorised these financial statements for issue on the date of the C&AG's audit certificate.

Appendix A

Accounts direction given by the Treasury

The Treasury in pursuance of Section 28 (2) (a) of the Severn Bridges Act 1992, hereby gives the following Direction:

- 1 The statement of accounts which it is the duty of the Secretary of State for Transport to prepare in respect of the year ended 31 March 1994 and in any subsequent financial year shall comprise:
 - a a foreword which shall include:
 - i a statement that the accounts have been prepared in accordance with a Direction given by the Treasury in pursuance of Section 28 (2) (a) of the Severn Bridges Act 1992;
 - ii information on significant events during the period;
 - b an Income and Expenditure Account
 - c a Statement of Assets and Liabilities; and

including in each case such notes as may be necessary to present fairly the income and expenditure for the period and the assets and liabilities at the end of the period in relation to functions under the Severn Bridges Act 1992. The statement of accounts shall disclose the total sum due to the Consolidated Fund as at 31 March 1994 and for any subsequent financial year.

- 2 The statement of accounts shall be prepared under the historical cost convention on an accruals basis and shall follow the format attached to this Direction although minor drafting changes may be made without seeking the approval of the Treasury.
- 3 Details of movements within the Consolidated Fund shall be disclosed by way of notes to the accounts.
- 4 The accounts prepared under the Severn Bridges Act 1992 shall observe all relevant accounting and disclosure requirements as given in "Government Accounting" and in any disclosure and accounting requirements which the Treasury may issue from time to time.
- 5 This Accounts Direction (excluding the proforma accounts) shall be reproduced as an Appendix to the accounts.

F Martin
Treasury Officer of Accounts

27 July 1994

Appendix B

Rates of interest direction given by the Treasury

- 1 The Treasury directs that under Schedule 4 of the Severn Bridges Act 1992 the following rates of interest are applicable to the accounts for the period 26 April 1992 to 31 March 1993 which were prepared in accordance with Section 28 of the Severn Bridges Act 1992:
 - a for subordinated debt and the opening balance due to the Consolidated Fund the average National Loans Fund ER 10 to 15 year interest rate and
 - b the average National Loans Fund 1 year Maturity rate in respect of receipts and payments.
- 2 The Treasury directs that under Schedule 4 of the Severn Bridges Act 1992 the following rates of interest are to be applied to the accounts from 1 April 1993 onwards are to be prepared in accordance with Section 28 of the Severn Bridges Act 1992:
 - a for the subordinated debt and the amount owed to the Consolidated Fund at the commencement of the concession the National Loans Fund 25 year Maturity rate as at 26 April 1992. This rate is deemed to be fixed and unless altered by the Treasury is to remain as such for the duration of the concession;
 - b for receipt and payment transactions undertaken within a financial year the prevailing National Loans Fund 1 year maturity rate which is to be applied to each transaction when it takes place; and
 - c for the interest on the annual deficit carried forward the National Loans Fund Maturity rate as shown in the table below:

Deficit for the Financial Period/Year	Carried Forward to 1 April	National Loans Fund Maturity Rate as at 1 April fixed for the duration of the Concession	Current National Loans Fund Banding
(1)	(2)	(3)	(4)
1992-1993	1993	29 year rate	= Over 25 year band
1993-1994	1994	28 year rate	= " " " "
1994-1995	1995	27 year rate	= " " " "
1995-1996	1996	26 year rate	= " " " "
1996-1997	1997	25 year rate	= " " " "
1997-1998	1998	24 year rate	= Over 15 year band
1998-1999	1999	23 year rate	= " " " "
1999-2000	2000	22 year rate	= " " " "
2000-2001	2001	21 year rate	= " " " "
2001-2002	2002	20 year rate	= " " " "
2002-2003	2003	19 year rate	= " " " "
2003-2004	2004	18 year rate	= " " " "
2004-2005	2005	17 year rate	= " " " "
2005-2006	2006	16 year rate	= " " " "
2006-2007	2007	15 year rate	= " " " "
2007-2008	2008	14 year rate	= Over 10 year band
2008-2009	2009	13 year rate	= " " " "
2009-2010	2010	12 year rate	= " " " "
2010-2011	2011	11 year rate	= " " " "
2011-2012	2012	10 year rate	= " " " "
2012-2013	2013	9 year rate	= " " 9 "
2013-2014	2014	8 year rate	= " " 8 "
2014-2015	2015	7 year rate	= Over 7 year band
2015-2016	2016	6 year rate	= " " 6 "
2016-2017	2017	5 year rate	= " " 5 "
2017-2018	2018	4 year rate	= " " 4 "
2018-2019	2019	3 year rate	= " " 3 "
2019-2020	2020	2 year rate	= " " 2 "
2020-2021	2021-2022	1 year rate	= " " 1 "

The above rates are to be applied to the individual amounts of the annual deficits until such time as the concession is terminated or until the Treasury so directs.

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