

NATIONAL ROAD OPERATING AND CONSTRUCTING
COMPANY LIMITED

FINANCIAL STATEMENTS

MARCH 31, 2014



KPMG
Chartered Accountants
The Victoria Mutual Building
6 Duke Street
Kingston
Jamaica, W.I.

P.O. Box 76
Kingston
Jamaica, W.I.
Telephone +1 (876) 922-6640
Fax +1 (876) 922-7198
+1 (876) 922-4500
e-Mail firmmail@kpmg.com.jm

INDEPENDENT AUDITORS' REPORT

To the Members of
NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Report on the Financial Statements

We have audited the financial statements of National Road Operating and Constructing Company Limited ("the company"), set out on pages 3 to 39, which comprise the statement of financial position as at March 31, 2014, the statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards and the Jamaican Companies Act, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether or not the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence relating to the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including our assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal controls relevant to the entity's preparation of financial statements that give a true and fair view 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 the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



INDEPENDENT AUDITORS' REPORT

To the Members of
NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Report on the Financial Statements (cont'd)

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the company as at March 31, 2014, and of its financial performance, changes in equity and cash flows for the year then ended, in accordance with International Financial Reporting Standards and the Jamaican Companies Act.

Report on additional matters as required by the Jamaican Companies Act

We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.

In our opinion, proper accounting records have been maintained, so far as appears from our examination of those records, and the financial statements, which are in agreement therewith, give the information required by the Jamaican Companies Act in the manner required.

Chartered Accountants
Kingston, Jamaica

July 17, 2014

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Statement of Profit or Loss and Other Comprehensive Income
Year ended March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

| | <u>Notes</u> | <u>2014</u> \$'000 | <u>2013</u> \$'000 |
|---|--------------|-----------------------|-----------------------|
| Revenue | 7 | - | - |
| Administrative and general expenses | 8 | (485,197) | (617,237) |
| Operating loss | | (485,197) | (617,237) |
| Impairment loss | 9 | (272,066) | (343,302) |
| Gain on disposal of property, plant and equipment | | - | 919 |
| Other income | 11 | 603,386 | - |
| Finance income | 12 | 1,884,518 | 2,398,881 |
| Finance costs | 13 | (8,274,394) | (8,159,214) |
| Inflation compensation on Real Return Convertible Bonds | 22(a) | (1,049,852) | (869,044) |
| Loss, being total comprehensive loss for the year | | (7,593,605) | (7,588,997) |

The accompanying notes form an integral part of the financial statements.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

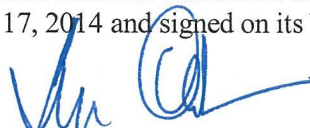
Statement of Financial Position

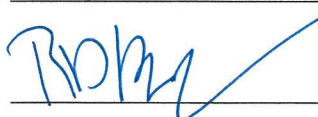
March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

| | <u>Notes</u> | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|-------------------------------------|---------------------|--|--|
| Non-current assets | | | |
| Long term receivable | 15 | 13,311,907 | 11,812,124 |
| Property and equipment | 16 | 3,141,771 | 2,896,756 |
| Investment securities | 17 | <u>2,861,863</u> | <u>3,133,930</u> |
| | | <u>19,315,541</u> | <u>17,842,810</u> |
| Current assets | | | |
| Income tax recoverable | | 42,870 | 71,160 |
| Other receivables | 18 | 73,667 | 73,667 |
| Resale agreements | 19 | 2,593,711 | 2,334,825 |
| Cash and cash equivalents | | <u>10,420</u> | <u>17,610</u> |
| | | <u>2,720,668</u> | <u>2,497,262</u> |
| Total assets | | <u>22,036,209</u> | <u>20,340,072</u> |
| Equity | | | |
| Share capital | 20 | 1,000 | 1,000 |
| Inflation reserve | 21 | 1,220,905 | 1,220,905 |
| Accumulated deficit | | <u>(45,066,856)</u> | <u>(37,473,251)</u> |
| Net equity | | <u>(43,844,951)</u> | <u>(36,251,346)</u> |
| Non-current liabilities | | | |
| Long-term loans and advances | 22 | <u>64,255,973</u> | <u>55,182,063</u> |
| Current liabilities | | | |
| Income tax payable | | - | 6,331 |
| Other payables | 23 | <u>1,625,187</u> | <u>1,403,024</u> |
| | | <u>1,625,187</u> | <u>1,409,355</u> |
| Total liabilities | | <u>65,881,160</u> | <u>56,591,418</u> |
| Total equity and liabilities | | <u>22,036,209</u> | <u>20,340,072</u> |

The financial statements on pages 3 to 39 were approved for issue by the Board of Directors on July 17, 2014 and signed on its behalf by:

 Director

 Director

The accompanying notes form an integral part of the financial statements.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Statement of Changes in Equity

Year ended March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

| | <u>Share capital</u> \$'000 | <u>Inflation reserve</u> \$'000 | <u>Accumulated deficit</u> \$'000 | <u>Total</u> \$'000 |
|-----------------------------------|------------------------------------|--|--|------------------------|
| Balances at March 31, 2012 | | | | |
| As previously reported | 1,000 | 1,220,905 | (29,460,054) | (28,238,149) |
| Prior period adjustment (note 26) | <u>-</u> | <u>-</u> | <u>(424,200)</u> | <u>(424,200)</u> |
| As restated | 1,000 | 1,220,905 | (29,884,254) | (28,662,349) |
| Total comprehensive loss: | | | | |
| Loss for the year | <u>-</u> | <u>-</u> | <u>(7,588,997)</u> | <u>(7,588,997)</u> |
| Balances at March 31, 2013 | 1,000 | 1,220,905 | (37,473,251) | (36,251,346) |
| Total comprehensive loss: | | | | |
| Loss for the year | <u>-</u> | <u>-</u> | <u>(7,593,605)</u> | <u>(7,593,605)</u> |
| Balances at March 31, 2014 | <u>1,000</u> | <u>1,220,905</u> | <u>(45,066,856)</u> | <u>(43,844,951)</u> |

The accompanying notes form an integral part of the financial statements.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Statement of Cash Flows

Year ended March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

| | <u>Notes</u> | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|--|--------------|------------------------------|------------------------------|
| Cash flows from operating activities | | | |
| Loss for the year | | (7,593,605) | (7,588,997) |
| Adjustments for: | | | |
| Depreciation | 16 | 123,771 | 53,358 |
| Gain on disposal of property and equipment | | - | (919) |
| Interest income | | (236,377) | (150,350) |
| Interest expense | 13 | 3,883,209 | 3,371,770 |
| Impairment loss | 9 | 625,953 | 695,446 |
| Transfer to Jamaica North South Highway Company Limited | 16 | - | 10,087,850 |
| Write offs, property, plant and equipment | 16 | - | 225,554 |
| Effect of exchange rate movements on foreign currency long-term loans and advances, receivables and payables | | 2,126,933 | 1,837,858 |
| Inflation compensation on Real Return Convertible Bonds | | <u>1,049,851</u> | <u>869,044</u> |
| | | (20,265) | 9,400,614 |
| Changes in operating assets and liabilities: | | | |
| Other receivables | | 31,997 | 38,480 |
| Income tax recoverable | | 28,290 | 37,478 |
| Income tax payable | | (6,331) | - |
| Other payables | | <u>7,139</u> | <u>23,325</u> |
| Net cash provided by operating activities | | <u>40,830</u> | <u>9,499,897</u> |
| Cash flows from investing activities | | | |
| Acquisition of land | 16 | (272,077) | (201,929) |
| Purchase of other property and equipment | 16 | (96,709) | (337,533) |
| Resale agreements | | (21,578) | 477,065 |
| Long term receivable | | - | (9,792,722) |
| Proceeds of disposal of property and equipment | | - | 919 |
| Interest received | | <u>57,966</u> | <u>87,927</u> |
| Net cash used by investing activities | | <u>(332,398)</u> | <u>(9,766,273)</u> |
| Cash flows from financing activities | | | |
| Long-term loans and advances received | | 3,895,094 | 3,547,656 |
| Interest paid | | <u>(3,668,185)</u> | <u>(3,258,195)</u> |
| Net cash provided by financing activities | | <u>226,909</u> | <u>289,461</u> |
| (Decrease)/increase in cash and cash equivalents | | (64,659) | 23,085 |
| Effect of exchange rate movements on cash and cash equivalents | | 57,469 | (11,196) |
| Cash and cash equivalents at beginning of year | | <u>17,610</u> | <u>5,721</u> |
| Cash and cash equivalents at end of year | | <u>10,420</u> | <u>17,610</u> |

The accompanying notes form an integral part of the financial statements.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

1. Identification and principal activities

- (a) National Road Operating and Constructing Company Limited (“company” or “NROCC”) is a public limited liability company incorporated and domiciled in Jamaica. The company commenced operations in February 2002 and its registered office is located at 11A Oxford Road, Kingston 5, Jamaica. All of the shares in NROCC are beneficially owned by the Government of Jamaica.
- (b) The company was granted a 70-year concession by the Minister of Transport and Works under the Toll Roads Act, 2002, for the establishment, development, financing, operation and maintenance of a tolled highway. The principal business of the company, as holder of the concession, is the arrangement of the construction, operation, maintenance, management and financing of Highway 2000, Jamaica’s first tolled highway, through Transjamaican Highway Limited.
- (c) Subsequent to receipt of the concession per 1(b) above, the company has itself granted two concessions, as follows:
 - (i) **Subsidiary Concession No 1**
 - The company has entered into a 35-year Concession Agreement (dated November 21, 2001 and expiring November 20, 2036) (“Concession No. 1”) with Transjamaican Highway Limited (“Concessionaire No. 1”), which is a limited liability company, incorporated in Jamaica, and owned by Bouygues Travaux Publics S.A., Autoroutes du Sud de la France, Société de Promotion et de Participation pour la Coopération Economique S.A., all of France, and International Finance Corporation.
 - The company has also entered into an agreement, dated March 12, 2002, to lease to Concessionaire No. 1 for a period of 35 years at J\$1 per annum, certain lands upon which Phase 1A and Phase 1B of Highway 2000 is constructed and operated by Concessionaire No. 1. Some of the lands required for the project are owned by the company and others are leased from the Commissioner of Lands for a period of 99 years at J\$1 per annum.
 - (ii) **Subsidiary Concession No 2**
 - The right of first refusal on that portion of the above-mentioned 35-year Concession Agreement that related to the construction of the Kingston to Ocho Rios leg and May Pen to Montego Bay leg of Highway 2000 has expired. The company then entered into a 50 year Concession Agreement (dated June 21, 2012 and expiring June 20, 2062) Concession No. 2 with Jamaica North South Highway Company Limited (“Concessionaire No. 2”), which is a limited liability company, incorporated in Jamaica, and owned by China Harbour Engineering Company Limited, for the completion of the construction of this leg.
 - The company has also entered into an agreement, to lease to Concessionaire No. 2 for a period of 53 years, commencing January 28, 2013 and expiring January 28, 2063, at J\$1, payable in advance, certain lands upon which Phase 2 of Highway 2000 will be constructed and operated by Concessionaire No. 2. Some of the lands required for the project are owned by the company and others are leased from the Commissioner of Lands for a period of 50 years at J\$1 per annum.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

2. Basis of preparation

(a) Statement of compliance

The financial statements, as of and for the year ended March 31, 2014 (“reporting date”), are prepared in accordance with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board, and comply with the relevant provisions of the Jamaican Companies Act.

New, revised and amended standards and interpretations that became effective during the year

Certain new, revised and amended standards and interpretations came into effect during the current financial year. The company has adopted the following new standards and amendments to standards, including any consequential amendments to other standards, applicable to its operations, with a date of initial application of January 1, 2013. The nature and effects of the changes are as follows:

(i) IFRS 13, *Fair Value Measurement*

IFRS 13 establishes a single framework for measuring fair value and making disclosures about fair value measurements when such measurements are required or permitted by other IFRSs. It unifies the definition of fair value as 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. It replaces and expands the disclosure requirements about fair value measurements in other IFRSs, including IFRS 7. Consequently, the company has included additional disclosures in this regard [see note 6].

(ii) Presentation of Items of Other Comprehensive Income (Amendment to IAS 1)

IAS 1 has been amended to require that items of other comprehensive income (OCI) that may be reclassified to profit or loss in the future are presented separately from those that would never be reclassified to profit or loss. Also, the title of the statement has changed from *Statement of Comprehensive Income* to *Statement of Profit or Loss and Other Comprehensive Income*.

New, revised and amended standards and interpretations that are not yet effective

At the date of authorisation of these financial statements, certain new, revised and amended standards and interpretations were in issue but were not in effect at the reporting date and had not been early-adopted by the company. The company has assessed them and has determined that the following are relevant to its operations:

- IFRS 9, *Financial Instruments*, which is effective for annual reporting periods beginning on or after January 1, 2018 (previously January 1, 2015), retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortised cost and fair value. It also includes guidance on classification and measurement of financial liabilities designated as at fair value through profit or loss and incorporates certain existing requirements of IAS 39, *Financial Instruments: Recognition and Measurement*, on the recognition and de-recognition of financial assets and financial liabilities.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

2. Basis of preparation (continued)

(a) Statement of compliance (continued)

New, revised and amended standards and interpretations that are not yet effective (continued)

- *Improvements to IFRS, 2010-2012 and 2011-2013 cycles*, contain amendments to certain standards and interpretations and are effective for accounting periods beginning on or after July 1, 2014. The main amendments applicable to the company are as follows:
 - (i) IFRS 13, *Fair Value Measurement*, has been amended to clarify that issuing of the standard and consequential amendments to IAS 39 and IFRS 9 did not intend to prevent entities from measuring short-term receivables and payables that have no stated interest rate at their invoiced amounts without discounting, if the effect of not discounting is immaterial.
 - (ii) IAS 24, *Related Party Disclosures*, has been amended to extend the definition of 'related party' to include a management entity that provides key management personnel services to the reporting entity, either directly or through a group entity. For related party transactions that arise when key management personnel services are provided to a reporting entity, the reporting entity is required to separately disclose the amounts that it has recognized as an expense for those services that are provided by a management entity; however, it is not required to 'look through' the management entity and disclose compensation paid by the management entity to the individuals providing the key management personnel services.

The company is assessing the impact that the new, revised and amended standards and interpretations will have on its financial statements when they become effective.

(b) Basis of measurement

The financial statements are prepared on the historical cost basis, modified for the inclusion of available-for-sale securities at fair value.

(c) Functional and presentation currency

The financial statements are presented in Jamaican dollars, which is the functional currency of the company, unless otherwise indicated.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

2. Basis of preparation (continued)

(d) Going concern basis

The financial statements have been prepared on the going concern basis, notwithstanding that the company, reported a loss for several of the preceding years, and had a significant accumulated deficit at the reporting date. The appropriateness of this basis is, therefore, dependent on the ability of the company to obtain continued financing and, ultimately, on future profitable operations. The Government of Jamaica has indicated that it will continue to provide such financial assistance as the company may require to meet its obligations for the foreseeable future. Management, therefore, is of the opinion that the preparation of the financial statements on the going concern basis continues to be appropriate.

3. Summary of significant accounting policies

(a) Revenue recognition

Revenue, which arises from road tolls as described in note 7, is recognised on the accrual basis.

(b) Finance income and finance costs

(i) Finance income

Finance income comprises interest income and foreign currency gains.

Interest income is recognised in profit or loss for all interest-earning instruments on the effective interest basis. Interest income includes coupons earned on fixed income investments and amortisation of any relevant discount.

(ii) Finance costs

Finance costs comprise interest expense on borrowings. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss on the effective interest basis.

(c) Employee benefits

Employee benefits are all forms of consideration given by the company in exchange for service rendered by employees. These include current or short-term benefits such as salaries, bonuses, NIS contributions and vacation leave; as well as long-term employee benefits such as termination benefits.

Employee benefits that are earned as a result of past or current service are recognised in the following manner: Short-term employee benefits are recognised as a liability, net of payments made, and charged as expense. The expected cost of vacation leave that accumulates is recognised when the employee becomes entitled to the leave. Long-term benefits are not considered material and are charged off when incurred.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

3. Summary of significant accounting policies (continued)

(d) Foreign currency translation

Foreign currency transactions are converted at the exchange rates prevailing at the dates of the transactions. At the reporting date, monetary assets and liabilities denominated in foreign currencies are translated using the closing exchange rates. Exchange differences arising from the settlement of transactions at rates different from those at the dates of the transactions and unrealised foreign exchange differences on unsettled foreign currency monetary assets and liabilities are recognised in profit or loss.

(e) Income taxes

Income tax expense comprises current and deferred tax charges.

Current income tax charges or credits are based on taxable profit for the year, which differs from the profit or loss before tax reported because it excludes items that are taxable or deductible in other years, and items that are never taxable or deductible. The company's liability for current tax is calculated at tax rates that have been enacted as at the reporting date.

Deferred income tax is the tax expected to be paid or recovered on differences between the carrying amounts of assets and liabilities and the corresponding tax bases. Deferred income tax is provided on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Currently enacted tax rates are used in the determination of deferred income tax.

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

(f) Property and equipment

Recognition

Property and equipment are stated at historical cost less accumulated depreciation and, if any, impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of replaced parts is derecognised. All other repair and maintenance expenditure is charged to profit or loss when the expenditure is incurred. Improvement expenditure is included in the cost of the related asset or in leasehold improvement, as appropriate.

Grantor variations, as determined in the Concession Agreement, dated November 21, 2001, are capitalised and recorded at cost, less any reimbursements received.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

3. Summary of significant accounting policies (continued)

(f) Property and equipment (continued)

Depreciation

Land is not depreciated. Depreciation of other assets is calculated, using the straight-line method, to write down their costs to their estimated residual values over their expected useful lives, as follows:

| | |
|--|-----|
| Roads and leasehold improvements | 2½% |
| Office furniture, fixtures and equipment | 10% |
| Computer equipment | 25% |
| Motor vehicles | 20% |

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

Impairment

The carrying amount of the company's property and equipment is reviewed at each reporting date to determine whether there is any indication of impairment. The recoverable amount is assessed when there is an indication of impairment. An asset's carrying amount is written down immediately to its recoverable amount, if the carrying amount is greater than its estimated recoverable amount.

Disposals

Gains and losses arising on the disposal of property and equipment are determined by reference to their carrying amount and are included in profit or loss.

(g) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

The company classifies its financial assets in the following categories: loans and receivables, held-to-maturity, and available-for-sale. Management determines the classification of its financial assets at initial recognition.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value, plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost, using the effective interest method, less any impairment losses.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

3. Summary of significant accounting policies (continued)

(g) Financial instruments (continued)

Held to maturity financial assets

Held-to-maturity investments are those with fixed or determinable payment and fixed maturity and which the company has the positive intent and ability to hold to maturity. These investments are measured initially at fair value and subsequently at amortised cost, less impairment losses.

Held-to-maturity investments are recognised/derecognised on the day they are transferred to/by the company. Gains and losses arising from disposal of investments are recognised in profit or loss.

Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are designated as available-for-sale or are not classified in any of the other categories of financial assets. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses and foreign currency differences on available-for-sale debt instruments, are recognised in other comprehensive income and presented in the fair value reserve in equity. When an investment is derecognised, the gain or loss accumulated in equity is reclassified to profit or loss.

Available-for-sale financial assets comprise preference shares.

Financial liabilities

The company's financial liabilities are initially measured at fair value, and are subsequently measured at amortised cost using the effective interest method. These liabilities are classified as 'short-term' and 'long-term' loans and are included in current liabilities and non-current liabilities, respectively, in the statement of financial position.

(h) Cash and cash equivalents

Cash comprises cash in hand and demand and call deposits with banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash, are subject to an insignificant risk of changes in value, and are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes. These include instruments maturing within 90 days of the date of acquisition. Bank overdrafts that are repayable on demand and form an integral part of the company's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

Cash and cash equivalents are measured at amortised cost.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

3. Summary of significant accounting policies (continued)

(i) Other receivables

Other receivables are stated at amortised costs, less, if any, impairment losses.

(j) Resale agreements

Resale agreements are short-term contracts under which the company buys securities and simultaneously agrees to resell them on a specified date and at a specified price. Resale agreements are accounted for as short-term collateralised lending, the underlying asset is not recognised in the company's financial statements.

The difference between the purchase and resale considerations is recognised on the accrual basis over the period of the agreements, using the effective interest method, and is included in interest income.

(k) Other payables

Payables are stated at amortised cost.

(l) Borrowings

Borrowings are recognised initially at cost, being their issue proceeds, net of transaction costs incurred. Subsequently, borrowings are stated at amortised cost and any difference between net proceeds and the redemption value is recognised in profit or loss over the period of the borrowings, using the effective interest method.

Where convertible bonds are issued, the fair value of the liability portion of the proceeds of issue is determined, using a market interest rate for an equivalent bond without the conversion feature. This amount is recorded as a non-current liability on the amortised cost basis until extinguished on conversion or maturity of the bonds. The remainder of the proceeds of issue is allocated to the conversion option which is included in equity. The carrying value of the conversion option is not changed in subsequent periods. Where the fair value of the liability portion cannot be reliably determined and separated from the value of the conversion component, the full amount of the bond is recorded as a non-current liability.

(m) Share capital

Ordinary shares are classified as equity and carried at cost.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

4. Use of judgements and estimates

The preparation of the financial statements in conformity with IFRS often requires management to make estimates and assumptions, and critical judgements in applying accounting policies. These estimates, assumptions and judgements affect the application of accounting policies and the reported amounts of, and disclosures relating to, assets, liabilities, contingent assets and contingent liabilities at the reporting date and the revenue and expenses for the year then ended. Actual results could differ from those estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised, if the revision affects only that year, or in the year of the revision and future years, if the revision affects both current and future years.

The significant assumptions about the future and key areas of estimation uncertainty, and the critical judgements made in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements, are as follows:

(a) Key sources of uncertainty

(i) Residual value and expected useful life of property and equipment

The residual value and the expected useful life of an asset are reviewed at least at each reporting date, and if expectations differ from previous estimates, the change is accounted for. The useful life of an asset is defined in terms of the asset's expected utility to the company.

(ii) Allowances for credit losses

Financial assets accounted for at amortised cost are evaluated for impairment on a pre-established basis.

The total allowance for impairment is based upon management's best estimate of the present value of the cash flows that are expected to be received. In estimating these cash flows, management makes judgements about the counterparty's financial situation and the net realisable value of any underlying collateral. Each impaired asset is assessed on its merits, and the workout strategy and estimate of cash flows considered recoverable are individually approved by management.

(iii) Determination of fair values

The determination of fair value for financial assets and liabilities for which there is no observable market price requires the use of valuation techniques as described in note 6. For financial instruments that trade infrequently and have little price transparency, fair value is less objective, and requires varying degrees of estimation depending on liquidity, concentration, uncertainty of market factors, pricing assumptions and other risks affecting the specific instrument.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

4. Use of judgements and estimates (continued)

(a) Key sources of uncertainty (continued)

(iv) Classification of advances

IFRS requires financial instruments with no specific maturity dates or terms to be classified as “current”. There is no agreement in place for advances from the Ministry of Finance & Planning. Consequently the terms and advances have not yet been determined. These amounts however, are classified as non-current liabilities as the company does not expect the lender to demand repayment within 12 months of the reporting date.

It is reasonably probable, based on existing knowledge, that outcomes within the next financial year that are different from these assumptions could require a material adjustment to the carrying amount reflected in these financial statements.

(b) Critical accounting judgements in applying the company’s accounting policies

In the process of applying the company’s accounting policies, management has not made any critical accounting judgements.

5. Financial risk management

The company’s activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including currency risk, interest rate risk, and other price risk). The company’s overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the company’s financial performance.

The Board of Directors is ultimately responsible for the establishment and oversight of the company’s risk management framework. The Board is assisted by Development Bank of Jamaica Limited (DBJ) which, under the terms of a financial management agreement, implements and monitors risk management policies and makes decisions on financial matters on a daily basis.

The main financial risks to which the company is exposed are credit, liquidity and market risks, which are described, measured and managed as follows:

(a) Credit risk

The company takes on exposure to credit risk, which is the risk that its counterparties will cause a financial loss to the company by failing to discharge their contractual obligations. Credit risk is the most important risk for the company’s business; management, therefore, carefully manages its exposure to credit risk. Credit exposures arise principally from the company’s receivables and investment activities.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

5. Financial risk management (continued)

(a) Credit risk (continued)

Maximum exposure to credit risk

The maximum exposure to credit risk is represented by the carrying amount of the financial assets shown on the statement of financial position.

Management manages the credit risk to which it is exposed as follows:

(i) Receivables

The company's main exposure to credit risk lies in its lending activities to Concessionaire No 2 and advances to or on behalf of the Ministry of Transport, Works and Housing. Exposure to this credit risk is managed through monitoring of Concessionaire No 2's ability to meet interest payments and principal repayments in accordance with the terms and conditions of the transfer agreement, and follow up of amounts due from MTW and other debtors. The company does not obtain collateral for its receivables.

(ii) Investment securities

Because of the objectives the company is pursuing at this time and the nature of its operations, it has only a very limited holding of securities exposing it to credit risk. Investment securities is a non-equity investment in the form of a preference share. Any investment is subject to prior review and approval by the Board of Directors.

(iii) Cash and cash equivalents and resale agreements

Cash and cash equivalents, and resale agreements are restricted to high credit quality financial institutions.

The only financial asset in respect of which an impairment charge has been made is the preference share in TransJamaican Highway Limited (note 17).

During the year, there was no change in the nature of the company's exposure to credit risk or the manner in which it measures and manages this risk.

(b) Liquidity risk

Liquidity risk is the risk that the company will be unable to meet its payment obligations associated with its financial liabilities when they fall due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and ensuring the availability of funding through an adequate amount of committed credit facilities.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

5. Financial risk management (continued)

(b) Liquidity risk (continued)

Liquidity risk management process

The company's liquidity management process, as carried out within the company by Development Bank of Jamaica Limited ("DBJ"), and monitored by the Board of Directors, includes:

- (i) Monitoring future cash flows and liquidity on a regular basis. This incorporates an assessment of expected cash flows;
- (ii) Optimising cash returns on investments; and
- (iii) Maintaining committed lines of credit.

The maturities of assets and liabilities and the ability to replace, at an acceptable cost, interest-bearing liabilities as they mature, are important factors in assessing the liquidity of the company and its exposure to changes in interest and exchange rates.

Financial liabilities cash flows

The tables below summarise the maturity profile of the company's financial liabilities as at reporting date, based on contractual undiscounted payments.

| | On Demand or Subject to Notice \$'000 | 1 to 3 Months \$'000 | 4 to 12 Months \$'000 | 2 to 5 Years \$'000 | Over 5 Years \$'000 | Total cash flows \$'000 | Carrying amount \$'000 |
|------------------------------------|---|----------------------------|-----------------------------|---------------------------|---------------------------|-------------------------------|------------------------------|
| 2014 | | | | | | | |
| Long-term loans | - | 1,510,997 | 1,856,358 | 14,045,023 | 57,595,993 | 75,008,371 | 38,670,409 |
| Other long term loans* | 13,271,178 | - | - | - | 12,314,386 | 25,585,564 | 25,585,564 |
| Other payables | - | 1,625,188 | - | - | - | 1,625,188 | 1,625,188 |
| Total financial liabilities | 13,271,178 | 3,136,185 | 1,856,358 | 14,045,023 | 69,910,379 | 102,219,123 | 65,881,161 |
| 2013 | | | | | | | |
| Long-term loans | - | 1,363,613 | 1,665,677 | 12,605,623 | 54,394,086 | 70,028,999 | 34,041,098 |
| Other long term loans* | 9,878,607 | - | - | - | 11,262,358 | 21,140,965 | 21,140,965 |
| Other payables | - | 1,403,024 | - | - | - | 1,403,024 | 1,403,024 |
| Total financial liabilities | 9,878,607 | 2,766,637 | 1,665,677 | 12,605,623 | 65,656,444 | 92,572,988 | 56,585,087 |

* Interest to be paid has not been included in expected cash outflows as it cannot be practicably estimated.

During the year, there was no change in the nature of the company's exposure to liquidity risk or the manner in which it measures and manages this risk.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

5. Financial risk management (continued)

(c) Market risks

The company takes on exposure to market risks, which is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risks arise mainly from changes in foreign currency exchange rates and interest rates. Market risk is monitored by DBJ, based on guidelines set by the Board of Directors, which carries out research and monitors the price movement of financial assets on the local and international markets.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The company is exposed to foreign currency risk on transactions that are denominated in currencies other than the Jamaican dollar. The main currency giving rise to this risk is the US Dollar. The company has significant exposure to foreign currency risk.

At the reporting date, the net foreign currency assets/(liabilities), in nominal amounts, were as follows:

| | <u>2014</u> |
|--------------------------------------|--------------------|
| | US\$ |
| | \$'000 |
| Assets | |
| Long-term receivable | 122,134 |
| Investment securities | 26,257 |
| Resale agreements | 23,797 |
| Cash and cash equivalents | <u>8</u> |
| Total financial assets | <u>172,196</u> |
| Liabilities | |
| Long-term loans | (478,292) |
| Other payables | <u>(13,966)</u> |
| Total financial liabilities | <u>(492,258)</u> |
| Net foreign currency position | <u>(320,062)</u> |

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

5. Financial risk management (continued)

(c) Market risks (continued)

(i) Foreign currency risk (continued)

| | <u>2013</u> |
|--------------------------------------|------------------|
| | US\$ |
| | \$'000 |
| Assets | |
| Long-term receivable | 120,612 |
| Investment securities | 32,000 |
| Resale agreements | 23,726 |
| Cash and cash equivalents | <u>150</u> |
| Total financial assets | <u>176,488</u> |
| Liabilities | |
| Long-term loans | (454,843) |
| Other payables | <u>(13,398)</u> |
| Total financial liabilities | <u>(468,241)</u> |
| Net foreign currency position | <u>(291,753)</u> |

Sensitivity to movement in foreign exchange rates

A 1 percent (2013: 1 percent) strengthening and a 15 percent (2013: 10 percent) weakening of the Jamaican dollar against the United States dollar at March 31 would have (decreased)/increased the loss by the amounts shown in the table below. The analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis as for 2013.

| | <u>2014</u> | | <u>2013</u> | |
|---|---------------------------------|-----------------------------|---------------------------------|-----------------------------|
| | % Change in exchange rate | Effect on loss \$'000 | % Change in exchange rate | Effect on loss \$'000 |
| Change in rate of exchange of J\$ for: | | | | |
| USD - | | | | |
| Revaluation | 1 | (349,779) | 1 | (287,117) |
| Devaluation | 15 | <u>5,246,677</u> | 10 | <u>2,871,170</u> |

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

5. Financial risk management (continued)

(c) Market risks (continued)

(ii) Interest rate risk

Interest rate risk is the risk that the value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Variable rate instruments expose the company to cash flow interest risk, whereas fixed interest rate instruments expose the company to fair value interest risk.

The company's interest rate risk mainly arises from its investment securities and long-term loans. This risk is managed by analysing the economic environment and, as far as practicable, obtaining fixed rate loans where interest rates are expected to rise. The company is exposed to interest rate risk to the extent that the duration of its interest-bearing liabilities is longer than the duration of interest-earning financial assets.

At March 31, 2014 and 2013, the company's long term loans were fixed rate instruments.

During the year, there was no change in the nature of the company's exposure to market risks or the manner in which it measures and manages these risks.

(d) Capital management

The company is not a regulated entity and, therefore, has no externally imposed capital requirements. However, the company seeks to maintain a minimum capital to safeguard its ability to continue as a going concern, so that it can continue to provide benefits to its stakeholders and support the development of its business. The company defines its capital base as share capital, capital and other reserves and retained earnings (or minus accumulated deficit). The Board's determination of what constitutes a sound capital position is informed by the mission of the company (see note 1) and the fact of its government ownership. The Board's policy is to maintain a balance between a sound capital position, the shareholders' demand for dividends, and the risks associated with borrowing to finance its activities. The policies in respect of capital management are reviewed from time to time by the Board of Directors.

The company has negative equity and obtains long-term financing from various financial institutions and the Government of Jamaica.

There were no changes to the company's approach to capital management during the year.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014*(Expressed in Jamaican dollars unless otherwise indicated)***6. Fair value estimation**

'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 participations at the measurement date in the principal or, in its absence, the most advantageous market to which the company has access at that date. The fair value of a liability reflects its non-performance risk.

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. The appropriate quoted market price to be used for financial instruments is the bid price at the reporting date.

The fair value of financial instruments that are not traded in an active market is determined by use of valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

Fair values are categorised into different levels in a three-level fair value hierarchy based on the inputs used in the valuation techniques, as follows:

Level 1

Included in the Level 1 category are financial assets and liabilities that are measured by reference to published quotes in an active market. A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency and those prices represent actual and regularly occurring market transactions on an arm's length basis.

Level 2

Included in the Level 2 category are financial assets and liabilities that are measured using a valuation technique based on assumptions that are supported by prices from observable current market transactions, and for which pricing is obtained via pricing services, but where prices have not been determined in an active market. This includes financial assets with fair values based on broker quotes, investments in funds with fair values obtained via fund managers, and assets that are valued using a model whereby the majority of assumptions are market observable.

Level 3

Included in the Level 3 category are financial assets and liabilities that are measured using non-market observable inputs. This means that fair values are determined in whole or in part using a valuation technique (model) based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

There are no financial instruments classified in Levels 1 and 2.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

6. Fair value estimation (continued)

The financial instruments held at the reporting date were: long term receivable, investment securities, other receivables, resale agreements, cash and cash equivalents, long term loans and advances and other payables.

Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and liabilities, including their classification and levels in the fair value hierarchy. It does not include fair value information for financial assets and liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

| | 2014 | | | | | | | |
|---|-----------------------|--------------------|-----------------------------|------------|------------|---------|-----------|-----------|
| | Carrying amount | | Other financial liabilities | Total | Fair value | | | |
| | Loans and receivables | Available for sale | | | Level 1 | Level 2 | Level 3 | Total |
| | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 |
| Financial assets measured at fair value | | | | | | | | |
| Investment securities | - | 2,861,863 | - | 2,861,863 | - | - | 2,861,863 | 2,861,863 |
| Financial assets not measured at fair value | | | | | | | | |
| Long term receivable | 13,311,907 | - | - | 13,311,907 | | | | |
| Other assets | 73,667 | - | - | 73,667 | | | | |
| Resale agreements | 2,593,711 | - | - | 2,593,711 | | | | |
| Cash and cash equivalents | 10,420 | - | - | 10,420 | | | | |
| | 15,989,705 | - | - | 15,989,705 | | | | |
| Financial liabilities not measured at fair value | | | | | | | | |
| Long term loans and advances | - | - | 64,255,973 | 64,255,973 | | | | |
| Other payables | - | - | 1,625,187 | 1,625,187 | | | | |
| | - | - | 65,881,160 | 65,881,160 | | | | |

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

6. Fair value estimation (continued)

| | 2013 | | | | | | | |
|---|-----------------------------------|---------------------------------|---|-------------------|-------------------|-------------------|-------------------|-----------------|
| | Carrying amount | | | | Fair value | | | |
| | Loan and receivables \$'000 | Available for sale \$'000 | Other financial liabilities \$'000 | Total \$'000 | Level 1 \$'000 | Level 2 \$'000 | Level 3 \$'000 | Total \$'000 |
| Financial assets measured at fair value | | | | | | | | |
| Investment securities | - | 3,133,930 | - | 3,133,930 | - | - | 3,133,930 | 3,133,930 |
| Financial assets not measured at fair value | | | | | | | | |
| Long term receivable | 11,812,124 | - | - | 11,812,124 | | | | |
| Other assets | 73,667 | - | - | 73,667 | | | | |
| Resale agreements | 2,334,825 | - | - | 2,334,825 | | | | |
| Cash and cash equivalents | 17,610 | - | - | 17,610 | | | | |
| | <u>14,238,226</u> | <u>-</u> | <u>-</u> | <u>14,238,226</u> | | | | |
| Financial liabilities not measured at fair value | | | | | | | | |
| Long term loans and advances | - | - | 55,182,000 | 55,182,000 | | | | |
| Other payables | - | - | 1,403,024 | 1,403,024 | | | | |
| | <u>-</u> | <u>-</u> | <u>56,585,024</u> | <u>56,585,024</u> | | | | |

The company uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. Quoted market prices or dealer quotes for similar instruments or discounted present value are used for long-term debt. The values derived from applying these techniques are significantly affected by the underlying assumptions used concerning both the amounts and timing of future cash flows and the discount rates. The following methods and assumptions have been used:

- The amounts included in the above table for resale agreements, cash and cash equivalents, and other payables are assumed to reflect their approximate fair value because of the short-term maturity of these instruments.
- The fair value of substantially all of long-term and other receivables cannot practicably be determined because of the nature of these amounts.
- As explained in note 22(a), the fair value of the convertible bonds cannot be reliably determined. The fair value of the long-term bond (9.375% Amortizing Notes due 2024) is determined by reference to prices quoted on the Luxembourg Stock Exchange. As at the reporting date, the fair value was \$31,183,080,000 (2013: \$30,006,360,000). The fair value of loan payable to the PetroCaribe Development Fund and the advances from the Ministry of Finance and Planning cannot be reliably estimated because they have terms and conditions for which similar terms and conditions are not available in the market.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

6. Fair value estimation (continued)

- (d) The fair value of investment securities is estimated by reference to quoted market prices when available. If quoted market prices are not available, then fair values are estimated on the basis of pricing models or other recognised valuation techniques. The projected financial information used to determine the fair value of the preference share held in Transjamaican Highway Limited (TJH) is derived from a financial model developed by a related party, Bouygues Travaux Publics S.A. [see note 1(c)(i)].

Although the company believes that its estimates of fair value are appropriate, the use of different methodologies or assumptions could lead to different measurements of fair value. For fair value measurements in Level 3, changing any one of the assumptions used to reasonably possible alternative assumption at the reporting date would, in the case of its investment security, i.e., the preference share in TJH, have the following effects:

| | <u>2014</u> | |
|------------------------------|------------------------------------|--|
| | Change in discount rate | Effect on profit or loss \$'000 |
| Increase (percentage points) | 2.0 | 524,588 |
| Decrease (percentage points) | <u>2.0</u> | <u>(683,283)</u> |
| | <u>2013</u> | |
| | Change in discount rate | Effect on profit or loss \$'000 |
| Increase (percentage points) | 2.5 | 308,104 |
| Decrease (percentage points) | <u>2.5</u> | <u>(267,755)</u> |

The favourable and unfavourable effects of using reasonably possible alternative assumptions have been calculated by recalibrating the model values using expected cash flows and risk-adjusted discount rates. Key inputs and assumptions used in the model at March 31, 2014 include:

Discount rate

The discount rate applied to the cash flows of TJH operations is based on the risk free rate for the 10 year US Dollar bond issued by the United States Government, adjusted for an equity market risk premium and other risks.

Traffic volume and toll rates

Projected total annual toll revenue is based on an initial twenty-three year projection of total annual vehicle traffic provided by management. Toll rates are set within a certain range, with an established ceiling, which rates cannot exceed without authorisation by Government of Jamaica.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

7. Revenue

Per clause 22 of the Concession Agreement for Concession No. 1 [see note 1(c)(i)], the Concessionaire has sole rights to revenues arising out of the collection of tolls during the concession period. However, under the terms of the Loan Conversion Agreement (and specified in more detail in Schedule 18 to the Concession Agreement) toll revenues are to be shared as follows:

- (a) Concessionaire No. 1 is entitled to apply cash collected in the following order of priority:
 - (i) capital expenditure which is due and payable;
 - (ii) operating expenditure, including heavy maintenance expenditure, and taxes (if any) which is due and payable;
 - (iii) interest, principal and other amounts under the Financing Agreements which is due and payable;
 - (iv) amounts required to fund or to restore the required balance of any debt services reserve and maintenance reserve under the Financing Agreement which is due and payable; and
 - (v) capital expenditure incurred with respect to Expansion Schemes which is due and payable.

Any cash left over after the foregoing payments (“free cash flows”) is to be shared equally between Concessionaire No. 1 and the company. As stated in note 17, the company owns one preference share in Concessionaire No. 1. The company’s 50% share of the free cash flows is to be distributed to the company as a dividend on the preference share.

- (b) Of the 50% of the free cash flows distributed to Concessionaire No. 1, any amount in excess of a specified level (ie, that which provides Concessionaire No 1 with a specified rate of return) shall be shared with the company. The amount to which the company will be entitled depends on the amount of the excess above the specified revenue threshold in prescribed bands, and ranges from 50% of the distributions of such excess by Concessionaire No. 1 at the lowest band up to 100% at the highest.

The payments under both (a) and (b) above are to be made contemporaneously. For the year under review, there were no distributions (of free cash flows or of excess cash over stipulated returns) by Concessionaire No. 1, and, accordingly, no revenue from toll road operation was recognized by the company.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

8. Administrative and general expenses

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|-----------------------------------|------------------------------|------------------------------|
| Advertising and public relations | 674 | 635 |
| Auditors' remuneration | 3,245 | 3,186 |
| Depreciation (note 16) | 123,771 | 53,358 |
| Donations and subscriptions | 369 | 240 |
| Legal and other professional fees | 67,945 | 231,743 |
| Repairs and maintenance | 1,344 | 1,032 |
| Resettlement expenses: | | |
| Compensation for crops | 15,121 | 12,605 |
| Relocation expenses | 114,794 | 112,210 |
| Legal and other professional fees | 83 | 1,060 |
| Staff costs (note 10) | 75,433 | 62,396 |
| Technical fees | 63,229 | 59,365 |
| Rent | 6,023 | 5,747 |
| Utilities | 503 | 2,570 |
| Commitment fees | - | 1,096 |
| Write offs – withholding taxes | - | 59,895 |
| Other operating expenses | <u>12,663</u> | <u>10,099</u> |
| | <u>485,197</u> | <u>617,237</u> |

9. Impairment loss

This represents net impairment loss recognized on investment securities (note 17), broken out as follows:

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|--------------------------------------|------------------------------|------------------------------|
| Effect of exchange rate depreciation | 353,887 | 352,144 |
| Impairment loss | <u>(625,953)</u> | <u>(695,446)</u> |
| | <u>(272,066)</u> | <u>(343,302)</u> |

10. Staff costs

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|---------------------------------|------------------------------|------------------------------|
| Salaries and wages | 68,995 | 57,370 |
| Statutory payroll contributions | 4,304 | 3,250 |
| Other | <u>2,134</u> | <u>1,776</u> |
| Total (note 8) | <u>75,433</u> | <u>62,396</u> |

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

11. Other income

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|--|------------------------------|------------------------------|
| Income from Bouygues Travaux Publics S.A. (see note below) | 603,355 | - |
| Miscellaneous | <u>31</u> | <u>-</u> |
| | <u>603,386</u> | <u>-</u> |

This represents US\$6,000,000 (J\$603,355,000) received from Bouygues Travaux Publics S.A. during the period in settlement of their obligation to the company in respect of a scope variation relating to construction of the Mount Rosser Bypass [Note (1)] .

12. Finance income

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|---|------------------------------|------------------------------|
| Foreign exchange gains on financial investments: | | |
| Unrealised gains on translation of foreign currency balances | 1,353,365 | 1,959,514 |
| Realised gains on settlement of foreign currency balances | 294,776 | 289,017 |
| Interest income: | | |
| Investment securities and short term deposits | 89,960 | 90,462 |
| Long-term receivables | <u>146,417</u> | <u>59,888</u> |
| | <u>1,884,518</u> | <u>2,398,881</u> |

13. Finance costs

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|--|------------------------------|------------------------------|
| Net foreign exchange losses on financial liabilities: | | |
| Unrealised losses on translation of foreign currency balances | 4,128,963 | 2,573,901 |
| Realised losses on settlement of foreign currency balances | - | 1,864,632 |
| Interest on loans | 3,883,209 | 3,371,770 |
| Amortisation of transaction costs | <u>262,222</u> | <u>348,911</u> |
| | <u>8,274,394</u> | <u>8,159,214</u> |

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

14. Income tax

- (a) By the Income Tax (National Road Operating and Constructing Company Limited) (Remission) Notice, 2011, the Minister of Finance, with effect from February 8, 2011, has remitted all the income tax which may be charged or chargeable on any income, gains, or profits derived by the company in connection with or arrangement of the establishment, development, financing, operation or maintenance of tolled highways in Jamaica, including any investment income or gains derived in the ordinary course of conducting such activities.
- (b) Income tax on chargeable income as reported differs from the amount expected from applying the statutory rate of 33 $\frac{1}{3}$ % (2013: 30%), as follows:

| | <u>2014</u> \$'000 | <u>2013</u> \$'000 |
|--|-----------------------|-----------------------|
| Computed "expected tax" expense on chargeable income | 31,373 | 40,605 |
| Adjusted for the tax effect of: | | |
| Exchange gain, net | 6,431 | (5,641) |
| Other | <u>87,703</u> | <u>112,528</u> |
| Income tax charge before remission | 125,507 | 147,492 |
| Income tax charge remitted [note 14(a)] | <u>(125,507)</u> | <u>(147,492)</u> |
| | <u>-</u> | <u>-</u> |

15. Long-term receivable

| | <u>2014</u> US\$'000 | <u>2013</u> US\$'000 | <u>2014</u> J\$'000 | <u>2013</u> J\$'000 |
|---|-------------------------|-------------------------|------------------------|------------------------|
| Due from Jamaica North South Highway Company Limited: | | | | |
| Purchase price | 120,000 | 120,000 | 13,079,316 | 11,752,236 |
| Interest receivable | 2,134 | 612 | 459,031 | 59,888 |
| Effect of discounting of cash flows | <u>-</u> | <u>-</u> | <u>(226,440)</u> | <u>-</u> |
| | <u>122,134</u> | <u>120,612</u> | <u>13,311,907</u> | <u>11,812,124</u> |

This represents the purchase price, amounting to US\$120,000,000, of assets transferred to Jamaica North South Highway Company Limited ("JNSHCL") ("Concessionaire No. 2") (note 16), under the terms and conditions of the Mt. Rosser Asset Transfer Agreement, dated December 14, 2012, between the company and the Concessionaire No. 2 (note 1). All of the rights, title and interest in and to the Mount Rosser Assets, as well as certain rights relating to the Mount Rosser Bypass, including the right to complete its construction and to operate and maintain it as part of the Toll Road, in accordance with the terms of the Concession Agreement, were transferred.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014*(Expressed in Jamaican dollars unless otherwise indicated)***15. Long-term receivable (continued)**

- (a) During the period, from the effective date (i.e., January 28, 2013) to the date falling on the 20th anniversary of the final handover date (the “First Repayment Date”):
 - i) No part of the purchase price shall be payable by Concessionaire No. 2; and
 - ii) Interest shall accrue on the purchase price at a rate equal to 3% per annum. Such interest shall be added to the purchase price (but not compounded), and the sum of all such interest together with the purchase price shall be the adjusted purchase price.
 - iii) The interest income and related receivable were discounted in accordance with IFRS as the accrued interest earned each period on the long-term receivable is being deferred for a period of approximately 23 years.
- (b) On the first repayment date, and on each date falling on an anniversary of the first repayment date, Concessionaire No. 2 shall pay to NROCC the aggregate of:
 - i) one-thirtieth of the adjusted purchase price; and
 - ii) (other than on the first repayment date) interest on the outstanding balance of the adjusted purchase price for the twelve-month period immediately preceding such repayment date at a rate of 6.5% per annum.
- (c) The purchase price and/or the amount of interest thereon shall be adjusted following any prepayment of any part of the purchase price or the adjusted purchase price or any deduction pursuant to the agreement.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

16. Property and equipment

| | Land [see note (i)] \$'000 | Roads [see note (ii)] \$'000 | Leasehold Improvements \$'000 | Office Furniture, Fixtures & Equipment \$'000 | Computer Equipment \$'000 | Motor Vehicles \$'000 | Construction In Progress [see note (iii)] \$'000 | Total \$'000 |
|-------------------------------------|----------------------------------|------------------------------------|-------------------------------------|---|---------------------------------|-----------------------------|---|-----------------|
| Cost: | | | | | | | | |
| March 31, 2012 | 804,115 | 2,018,579 | 1,259 | 6,211 | 8,226 | 10,347 | 10,270,306 | 13,119,043 |
| Additions | 328,805 | - | - | 103 | 451 | 8,174 | 201,929 | 539,462 |
| Write offs [see note (iv)] | - | - | - | - | - | - | (225,554) | (225,554) |
| Disposal | - | - | - | - | - | (1,198) | - | (1,198) |
| Transfer to JNSHCL (see note 15) | - | - | - | - | - | - | (10,087,850) | (10,087,850) |
| March 31, 2013 | 1,132,920 | 2,018,579 | 1,259 | 6,314 | 8,677 | 17,323 | 158,831 | 3,343,903 |
| Additions | 95,838 | - | - | 625 | 246 | - | 272,077 | 368,786 |
| March 31, 2014 | 1,228,758 | 2,018,579 | 1,259 | 6,939 | 8,923 | 17,323 | 430,908 | 3,712,689 |
| Depreciation: | | | | | | | | |
| March 31, 2012 | - | 379,805 | 398 | 3,752 | 7,457 | 3,575 | - | 394,987 |
| Eliminated on disposal | - | - | - | - | - | (1,198) | - | (1,198) |
| Charge for the year | - | 50,878 | 150 | 308 | 237 | 1,785 | - | 53,358 |
| March 31, 2013 | - | 430,683 | 548 | 4,060 | 7,694 | 4,162 | - | 447,147 |
| Charge for the year | - | 120,011 | 91 | 329 | 328 | 3,012 | - | 123,771 |
| March 31, 2014 | - | 550,694 | 639 | 4,389 | 8,022 | 7,174 | - | 570,918 |
| Net Book Value: | | | | | | | | |
| March 31, 2014 | 1,228,758 | 1,467,885 | 620 | 2,550 | 901 | 10,149 | 430,908 | 3,141,771 |
| March 31, 2013 | 1,132,920 | 1,587,896 | 711 | 2,254 | 983 | 13,161 | 158,831 | 2,896,756 |
| March 31, 2012 | 804,115 | 1,638,774 | 861 | 2,459 | 769 | 6,772 | 10,270,306 | 12,724,056 |

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

16. Property and equipment (continued)

Notes:

- (i) This represents costs incurred by the company for the acquisition of lands which are to be used in the construction of the highway.
- (ii) This represents costs incurred by the company for variations to the contracted core requirements of the construction of Phase 1A, as specified in the concessionaire agreement.

Roads are constructed and operated by the concessionaires [see note 1(c)] for the period of the concession in accordance with the concession specifications. At the end of the concession period, they will be transferred to the company.
- (iii) The balance at the reporting date represents the cost of acquisition of lands, the titles for which had not passed to the company at that date.
- (iv) Included in the amounts written off in 2013 were \$104,828,829 for legal and other professional fees and \$120,725,190 for resettlement expenses; these amounts were included in administrative and general expenses in the prior year (note 8).

17. Investment securities

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|--|------------------------------|------------------------------|
| Available-for-sale: | | |
| Preference share [US\$26,257,000 (2013: US\$32,000,000)] | <u>2,861,863</u> | <u>3,133,930</u> |

Investment securities were re-valued at the reporting date [see note 6(d) for estimates used in the calculation].

The rights and restrictions attaching to the preference share include the following:

- (a) 50% of the dividend declared and paid during the period commencing on Financial Close Phase 1B (i.e., February 18, 2011) and ending upon termination of the concession agreement [note 1(c)] (the “participation period”), such payment to be made contemporaneously with the payment of the remaining 50% [note 7(a)];
- (b) No entitlement to attend or vote at meetings of the members of TJH;
- (c) Entitlement to attend (but without participation in certain discussions or access to certain documents), but not to vote at, meetings of the directors of TJH;
- (d) Not to have the share redeemed during the participation period, except with the company’s prior written consent. The share may be redeemed after the participation period on payment of US\$1 if all accumulated dividends have been paid;
- (e) Entitlement to receive annual budget of TJH and to require explanations for over-expenditure of in excess of 10%, and in certain situations to have oversight of annual budget approvals;
- (f) Transfer of the preference share only to an acceptable transferee and only after prior written consent of TJH and certain lenders to TJH; and
- (g) No share in any surplus on a winding up of TJH other than accrued and unpaid dividends.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

18. Other receivables

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|---|------------------------------|------------------------------|
| Receivable from Ministry of Transport, Works and Housing: | | |
| - Road rehabilitation work* | 50,072 | 50,072 |
| Interest receivable | 13,410 | 7,701 |
| Other* ¹ | <u>10,185</u> | <u>15,894</u> |
| | <u>73,667</u> | <u>73,667</u> |

* The company acted as facilitator in respect of rehabilitation of roads adjoining the Tolled Highway on behalf of the Ministry of Transport, Works and Housing and the balance receivable represents cash advanced by the company for project expenses in excess of funds received.

*¹ Included in other receivables are deposits totaling \$7,464,000 (2013: \$12,878,000) in respect of land acquisition for Phase 1A which is from Kingston to Sandy Bay. The titles have not been received as at March 31, 2014.

19. Resale agreements

The fair value of the securities underlying the resale agreements at the reporting date was \$2,627,475,561 (2013: \$2,465,601,000).

20. Share capital

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|---|------------------------------|------------------------------|
| Authorised and issued: | | |
| 1,000,000 ordinary shares of no par value | <u>1,000</u> | <u>1,000</u> |

The settlement for the shares issued is still pending as at the reporting date.

Each ordinary share entitles the holder to such dividend per share as is declared from time to time and entitles the holder to attend and vote at meetings of the company, in accordance with the Articles of Incorporation.

21. Inflation reserve

The company transfers a minimum of 40% of each year's profit, if any, to the inflation reserve, which has been established to ensure that payments to bondholders are made in accordance with the terms of the real return convertible bond issue.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

22. Long-term loans and advances

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|--|------------------------------|------------------------------|
| (a) Real Return Convertible Bonds (face value J\$3,552,000,000, due February 6, 2032) | 12,314,386 | 11,262,358 |
| (b) PetroCaribe Development Fund US\$84,049,228 (2012 – US\$80,744,552) | 9,209,645 | 7,984,546 |
| (c) Ministry of Finance and Planning | | |
| Advances - (i) Interest paid on behalf of company | 12,942,455 | 9,581,948* |
| - (ii) Portmore Causeway | 328,723 | 296,659 |
| (d) Long-term bond (face value US\$294,180,000, due 2024) | <u>29,460,764</u> | <u>26,056,552</u> |
| | <u>64,255,973</u> | <u>55,182,063</u> |

- (a) This represents 4.5% convertible bonds issued by the company on February 7, 2002. The aggregate proceeds received from subscribers totalled \$3,552,000,000.

The bonds were issued at par and will be redeemed at the greater of par or par as adjusted for inflation or deflation based on changes in the all Jamaica “All Group” revised Consumer Price Index. However, bondholders have been given the option to convert some or all of the redemption monies for the bonds at redemption date into the company’s ordinary shares, at a share price of 80% of the value of the shares at that date.

Coupon interest on the bonds will accrue at the rate of 4.5% per annum, adjusted for inflation or deflation, and is payable semi-annually in arrears on February 7 and August 7 of each year until maturity. Interest and inflation compensation are exempt from income tax.

The payment of principal and interest on the bonds is guaranteed by the Government of Jamaica and the bonds will rank *pari passu* with all similar future unsecured indebtedness of the company.

The net proceeds of the bond issue have been on-lent to Concessionaire No. 1 to provide part financing of the construction costs of Phase 1 of Highway 2000, in accordance with the terms of the GPD Loan Agreement between the company and the Concessionaire but that loan was, in substance, replaced in 2011 by one preference share in Trans Jamaica Highway (note 17).

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

22. Long-term loans and advances (continued)

(a) (Continued)

The fair value of the bond comprises the fair value of the liability and the fair value of the equity conversion option. The fair value of the liability component of the bonds cannot be reliably determined because the bonds are not being traded and there are no similar instruments in the market. However, there is no evidence to suggest that the liability component is less than proceeds. Also, given that the conversion option is so far into the future, no value has been assigned to the equity conversion component of the bond.

The convertible bonds are recognised in the statement of financial position as follows:

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|---|------------------------------|------------------------------|
| Face value of bonds, being proceeds of issue | <u>3,552,000</u> | <u>3,552,000</u> |
| Inflation compensation - at beginning of year | 7,751,408 | 6,882,364 |
| - amount for year | <u>1,049,853</u> | <u>869,044</u> |
| - at end of year | <u>8,801,261</u> | <u>7,751,408</u> |
| | 12,353,261 | 11,303,408 |
| Less: Unamortised transaction costs | <u>(38,875)</u> | <u>(41,050)</u> |
| | <u>12,314,386</u> | <u>11,262,358</u> |

- (b) This represents a loan facility totalling US\$70,600,000 negotiated with the PetroCaribe Development Fund to provide working capital to the company. In particular, the facility was negotiated to complete the Mount Rosser leg of the Highway 2000 project. The loan is supported by promissory notes issued by the company.

| | <u>2014</u> <u>US\$</u> | <u>2013</u> <u>US\$</u> |
|--|----------------------------|----------------------------|
| Loan amount outstanding at beginning of period | 80,744,552 | 77,434,889 |
| Interest capitalized during the period | <u>3,304,676</u> | <u>3,309,663</u> |
| Loan amount outstanding at end of period | <u>84,049,228</u> | <u>80,744,552</u> |

The principal amount is repayable in semi-annual instalments, the first of which was due on December 30, 2013, with final repayment due on December 30, 2028. The interest rate is 5% per annum and shall be paid semi-annually in arrears on the last day of each interest period, commencing December 30, 2011. The loan is guaranteed by hypothecation of the expected inflows of toll revenues from the Linstead to Moneague leg of Highway 2000.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

22. Long-term loans and advances (continued)

- (c) (i) This represents interest payments made by the Ministry of Finance and Planning on behalf of the company. There is no agreement in place and the interest rate, repayment date and other terms of the advances have not yet been determined.
- (ii) An amount of US\$3,000,000 was received from the Ministry of Finance and Planning during 2006 to assist in the financing of the Portmore Causeway. There is no agreement in place and the interest rate, repayment date and other terms of the advances have not yet been determined.

These amounts have been classified as non-current or subject to notice because management is of the view that, when agreed with the Ministry of Finance and Planning, the repayment dates will be more than a year after the reporting date.

- (d) This represents 9.375% Amortizing Notes due 2024 issued by the company on November 10, 2011. The aggregate proceeds received from subscribers totalled US\$294,180,000.

The payment of principal and interest on the bonds will be in United States dollars and is guaranteed by the Government of Jamaica. The bonds will rank *pari passu* with all similar future unsecured indebtedness of the company.

The principal amount is repayable in two equal instalments, the first of which is due and payable on November 10, 2023, with final repayment due on November 10, 2024. The interest is payable semi-annually in arrears on May 10 and November 10 of each year, which commenced on May 10, 2012.

23. Other payables

| | <u>2014</u> \$'000 | <u>2013</u> \$'000 |
|-------------------|-----------------------|-----------------------|
| Accrued expenses | 23,729 | 9,050 |
| Professional fees | 15,341 | 23,540 |
| Interest payable | 1,583,939 | 1,368,915 |
| Other | <u>2,178</u> | <u>1,519</u> |
| | <u>1,625,187</u> | <u>1,403,024</u> |

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

24. Related party balances and transactions

- (a) A related party is a person or entity that is related to the entity that is preparing its financial statements (referred to in IAS 24, *Related Party Disclosures*, as the “reporting entity”, in this case, the company).
 - (i) A person or a close member of that person’s family is related to the company if that person:
 - (1) has control or joint control over the company;
 - (2) has significant influence over the company; or
 - (3) is a member of the key management personnel of the company or of a parent of the company.
 - (ii) An entity is related to a company if any of the following conditions applies:
 - (1) The entity and the company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - (2) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (3) Both entities are joint ventures of the same third party.
 - (4) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - (5) The entity is a post-employment benefit plan for the benefit of employees of either the company or an entity related to the company.
 - (6) The entity is controlled, or jointly controlled by a person identified in (a).
 - (7) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

A related party transaction is a transfer of resources, services or obligations between related parties, regardless of whether a price is charged.

Related parties include Government-related entities and Ministries, and key management personnel.

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

24. Related party balances and transactions (continued)

(b) The statement of financial position includes balances with related parties, as follows:

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|-------------------------------------|------------------------------|------------------------------|
| Receivable from related parties: | | |
| Ministry of Transports and Works | | |
| - Road rehabilitation (note 18) | <u>50,072</u> | <u>50,072</u> |
| Payable to related parties: | | |
| Development Bank of Jamaica Limited | | |
| - Interest payable | <u>177,482</u> | <u>177,571</u> |
| Ministry of Finance and Planning | | |
| - Long-term loan (note 22) | 12,942,455 | 9,581,948 |
| - Short-term loan (note 22) | <u>328,723</u> | <u>296,659</u> |

(c) The statement of comprehensive income includes income earned from, and expenses incurred in, transactions with related parties, as follows:

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|-------------------------------------|------------------------------|------------------------------|
| Development Bank of Jamaica Limited | | |
| Expenses: | | |
| Professional fees | 5,592 | 5,600 |
| Rent | <u>6,023</u> | <u>5,747</u> |

(d) Key management personnel compensation:

| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
|--|------------------------------|------------------------------|
| Salaries and other short-term employee benefits [including salaries of directors who are executives (see below)] | 18,721 | 12,985 |
| Statutory payroll contributions | <u>38</u> | <u>28</u> |
| | <u>18,759</u> | <u>13,013</u> |
| | <u>2014</u> <u>\$'000</u> | <u>2013</u> <u>\$'000</u> |
| Directors' emoluments: | | |
| Fees | 785 | 793 |
| Management remuneration | <u>18,721</u> | <u>12,985</u> |
| | <u>19,506</u> | <u>13,778</u> |

NATIONAL ROAD OPERATING AND CONSTRUCTING COMPANY LIMITED

Notes to the Financial Statements (continued)

March 31, 2014

(Expressed in Jamaican dollars unless otherwise indicated)

25. Contingent liability

- (a) As indicated in note 1, the company acquires lands for the purpose of road construction by the Concessionaires. Property tax on these lands has been assessed by the Commissioner of Lands. By virtue of Property Tax (National Road Operating and Constructing Company Limited) (Remission) Notice 2012 dated December 10, 2012, the property tax due and payable in respect of any property in the possession of the company used in connection with toll roads in Jamaica was remitted with effect from that date and for the duration of Concession Agreement No. 2. To date, no property taxes have been paid as the company is in discussion with the Commissioner of Lands in relation to the implementation of the foregoing and other related matters. The liability for the property taxes incurred is not expected to exceed \$1,800,000.
- (b) A number of properties on which the Highway has been built have been compulsorily acquired under the Land Acquisition Act by the Commissioner of Lands (COL) acting on the company's behalf. For the majority of these, the documentation does not now exist for an award or payment to be made to any person for one or more reasons, including the following: unregistered lands, unavailability of owners, owners who died intestate, and wills not yet probated. In the future, however, these persons may come forward with the necessary documentation and may request payment. Any such requests are expected to be passed to the company by the COL. The company does not expect this potential liability to exceed \$1,200,000,000.

26. Prior period adjustment

In the previous year, new information provided by the Ministry of Finance and Planning ("MOFP") confirmed that, in some prior years, certain foreign currency payments advanced to the company by way of payments on its behalf by the MOFP (note 22) were translated and recorded by the company using exchange rates and currencies that differed from those used by the MOFP. On the basis of this information, the company has corrected its records. The correction has been accounted for as a prior period adjustment and the comparative figures have been restated accordingly, as follows:

| | <u>Accumulated deficit</u> | | |
|-------------------------------|---|--|----------------------------------|
| | <u>As previously reported</u> \$'000 | <u>Prior period adjustment</u> \$'000 | <u>As restated</u> \$'000 |
| Balances as at March 31, 2011 | (31,063,313) | (424,200) | (31,487,513) |
| Total comprehensive income: | | | |
| Profit for the year | 2,672,098 | - | 2,672,098 |
| Transfer (note 21) | (1,068,839) | - | (1,068,839) |
| Balance as at March 31, 2012 | (29,460,054) | (424,200) | (29,884,254) |
| | <u>Long-term loans and advances</u> | | |
| | <u>As previously reported</u> \$'000 | <u>Prior period adjustment</u> \$'000 | <u>As restated</u> \$'000 |
| Balances as at March 31, 2011 | <u>45,672,180</u> | <u>424,200</u> | <u>46,096,380</u> |
| Balances as at March 31, 2012 | <u>45,913,015</u> | <u>424,200</u> | <u>46,337,215</u> |