

Frimley, UK
18th February 2016

GTR strikes £200m-plus deal for new train fleet serving City of London

Govia Thameslink Railway (GTR) has struck a deal worth over £200m to finance its replacement suburban train fleet on the Great Northern route, which is the first for new rolling stock company Rock Rail, with equity provided by SL Capital (part of Standard Life Investments) and debt from Aviva Investors.

The 25 climate-controlled six-carriage units (150 vehicles), to be built by Siemens, will enter service by the end of 2018 and replace Class 313 trains built in 1976/7, which are the oldest type of electric train in operation in mainland Britain.

They will run between Moorgate in the City of London and Welwyn and Hertford, Stevenage and Letchworth. They will be built by Siemens as a variant of the Class 700 Desiro City, which is being built for GTR's new Thameslink service. Siemens is committed to continued innovation in the UK rail industry and is working closely with the UK supply chain to create jobs across the UK from Poole to Hebburn.

The train's features include:

- Fixed length with full width inter-vehicle gangways, creating more space for passengers on board (there are no intermediate cabs)
- Intelligent climate-controlled air-conditioning
- The latest in passenger information systems with real-time information
- Fully accessible and compliant with disability legislation
- Power points throughout
- Full Passenger WiFi functionality built in

GTR Chief Executive Officer Charles Horton said:

"We are delighted to have secured the financing for this new fleet which will give our passengers on Great Northern's suburban routes a modern, high-quality environment which is light years ahead of what we have been able to offer to date with the current 40-year-old stock. And when we bring the Moorgate trains online we'll also increase the frequency of services considerably in the off-peak and at weekends and even, to a lesser degree, in the morning and evening peaks. The trains make up just one of three major fleets we are introducing which will steadily improve services and drive up passenger satisfaction."

Steve Scrimshaw, Managing Director for Siemens Rail Systems, said:

"Siemens is delighted to build the new suburban train fleet for the Great Northern route on the Thameslink franchise. This order – the third for our innovative and flexible Desiro City train platform, will provide passengers with a much improved

passenger experience and a step change in capacity and reliability. It will in addition benefit a number of our established suppliers across the UK supply chain by creating added value and jobs across the UK.”

Mark Swindell, founding partner of Rock Rail, said:

“For the past two years we have been developing a new approach to funding rolling stock in the UK which offers financial institutions the opportunity to invest directly in core rail assets on a basis that generates better value for the tax payer and passenger alike. We are delighted to be working with our partners SL Capital and Aviva, together with GTR and Siemens, on our first investment and now look forward to delivering these trains to this key part of London’s rail network.”

Dominic Helmsley, Managing Director of SL Capital infrastructure said:

“SL Capital is delighted to be the exclusive equity investor in this exciting project that offers train operators an innovative new financing solution for funding rolling stock projects. The partnership alongside Rock Rail and Aviva demonstrates our confidence in Govia as an operator and our commitment to the improvement of the UK transport network over the long term.”

Mark Versey, Chief Investment Officer, Global Investment Solutions at Aviva Investors, said:

“This project is a good example of Aviva Investors’ long-standing commitment to UK infrastructure and represents a ground-breaking new solution to the financing of trains in the UK. This investment required a pragmatic approach to structuring, particularly around refranchising risk and represents the high degree of confidence we have in the growth of the UK rail industry. We are delighted to be involved with all of our partners on this project, which will improve the quality of trains on the Moorgate line, as well as give our clients access to a stable source of risk-adjusted returns.”

Ends.

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For more information from Rock, contact Mark Swindell on 07971 142109.

About Govia Thameslink Railway

Govia Thameslink Railway (GTR) operates Thameslink, Great Northern, Southern and Gatwick Express services as follows:

- Thameslink – Bedford to Brighton, Sutton, Wimbledon and Sevenoaks
- Great Northern – London to Welwyn, Hertford, Peterborough, Cambridge and King's Lynn
- Southern – services between London and the Sussex coast (Brighton, Worthing, Eastbourne, Bognor Regis, Hastings) and parts of Surrey, Kent and Hampshire (Ashford International, Southampton, Portsmouth)
- Gatwick Express – Fast, non-stop direct services between Gatwick Airport and London Victoria

GTR is now the largest rail franchise in the UK in terms of passenger numbers, trains, revenue and staff: GTR carries about 273 million passenger journeys per year, employs around 6,500 people and generates annual passenger revenues of approximately £1.3bn.

Details of the franchise:

- 22% of all UK passengers
- 6,500 employees
- £1.3bn annual revenue
- £237m passenger journeys
- £50m investment to enhance all 239 stations
- 50% increase in capacity
- 1,398 new train carriages
- 10,000 additional morning peak seats into London
- Free Wi-Fi at 104 stations
- 20,000 days of customer service training for frontline employees
- £1m per year for local communities to spend on improvements at stations

The GTR investment programme for stations includes funding for more CCTV, toilet refurbishments, new retail facilities, help points and car park improvements – as well as plans for increased motorcycle storage and improved transport integration.

southernrailway.com, gatwickexpress.com, thameslinkrailway.com greatnorthernrail.com

About Rock Rail Ltd

Rock Rail Limited is a new company formed by Rock Infrastructure Limited and focussing on strategically important rail assets within the United Kingdom. Rock Infrastructure has been trading since 2011 and has strong relationships with financial institutions that wish to invest directly in infrastructure assets over the long term.

Rock infrastructure works in the Transport, Energy, Defence and Healthcare sectors and is currently working with The Mersey Gateway Crossings Board Ltd on the Mersey Gateway Bridge PPP, Transport for London on structuring the procurement of new "off budget" Thames river crossings and CAE Inc on restructuring an MOD PFI simulator training project for the Chinook and Puma helicopter fleet.

Rock Rail Limited is currently bidding to fund other new rolling stock for operators and is structuring an approach to funding stations, depots and other parts of Network Rail.

For more information please visit: www.rockinfrastructure.com

About SL Capital

SL Capital Partners is recognised as one of the foremost private market investors, focused on providing solutions and unique investment opportunities to clients in private equity, infrastructure, strategic credit and junior debt. Over the past 17 years it has raised over €10.0 billion (c. \$10.8 billion) through 25 funds, with more than 80% of this capital sourced from third party investors.

SLCI I is the infrastructure fund managed by SL Capital Partners, targeting long-term investment in core infrastructure assets in the UK and North West Europe. The Fund's capital has been raised from pension funds from the UK, Canada and Europe.

SL Capital Partners has 26 dedicated investment professionals who manage the private markets investment program. In total, SL Capital Partners has 57 staff operating through offices in Edinburgh (UK), London, (UK) Boston (US) and Munich (Germany).

About Aviva Investors

Aviva Investors is the global asset management business of Aviva plc. The business delivers investment management solutions, services and client-driven performance to clients worldwide. Aviva Investors operates in 15 countries in Asia Pacific, Europe, North America and the United Kingdom with assets under management of £267 billion as at 30 September 2015.

About Siemens

Siemens AG (Berlin and Munich) is a global technology powerhouse that has stood for engineering excellence, innovation, quality, reliability and internationality for more than 165 years. The company is active in more than 200 countries, focusing on the areas of electrification, automation and digitalization.

One of the world's largest producers of energy-efficient, resource-saving technologies, Siemens is No. 1 in offshore wind turbine construction, a leading supplier of gas and steam turbines for power generation, a major provider of power transmission solutions and a pioneer in infrastructure solutions as well as automation, drive and software solutions for industry.

The company is also a leading provider of medical imaging equipment – such as computed tomography and magnetic resonance imaging systems – and a leader in laboratory diagnostics as well as clinical IT. In fiscal 2015, which ended on September 30, 2015, Siemens generated revenue of €75.6 billion and net income of €7.4 billion. At the end of September 2015, the company had around 348,000 employees worldwide. Further information is available on the Internet at www.siemens.com.

This press release and a press picture is available at

http://www.siemens.co.uk/en/news_press/press_releases/