

# **JACOBS®**

**JACOBS PROCESS LIMITED**

**Company No. 454398**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 30 SEPTEMBER 2013**



# **JACOBS PROCESS LIMITED**

## **Directors' Report and Financial Statements for the year Ended 30 September 2013**

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# **JACOBS PROCESS LIMITED**

## **Company information**

### **Directors**

L Power (appointed 5/3/2013)  
C Doyle (appointed 23/10/2013)  
R Irvin (appointed 5/3/2013, resigned 23/10/2013)  
J P Cnossen (resigned 5/3/2013)  
D A Gordon (resigned 5/3/2013)

### **Secretary**

M Norris (appointed 5/3/2013)  
A James (resigned 5/3/2013)

### **Registered Office**

1180 Eskdale Road  
Winnersh  
Wokingham  
Berkshire  
RG41 5TU

### **Independent Auditors**

Ernst & Young LLP  
G1 Building  
5 George Square  
Glasgow  
G2 1DY

### **Bankers**

National Westminster Bank  
Whitgift Centre Branch  
40 Whitgift Centre  
Croydon  
Surrey  
C19 3BQ

### **Registered number**

454398

# **JACOBS PROCESS LIMITED**

## **Strategic Report**

The Directors present their Strategic Report for the year ended 30<sup>th</sup> September 2013

### **Business review and Outlook**

Jacobs Process Limited is a member of the Jacobs Engineering Group, Inc , one of the world's largest and most diverse providers of professional technical services

The principal activity of Jacobs Process Limited is the provision of design, project management, consultancy, construction and commissioning services to the petrochemical, process, energy, environmental and pharmaceutical industries

On 1 October 2012 Jacobs UK Limited enacted business transfer agreements with Jacobs Process Limited This involved the sale of the assets of those companies to Jacobs UK Limited with the exclusion of certain assets, contracts, liabilities and properties as disclosed in the agreements The consideration for all three agreements is at market value and the final purchase price shall remain outstanding as an intercompany loan account

The directors consider the level of business and the financial position at 30 September 2013 to be reasonable considering the current challenging market conditions This resulted in a gross profit of £3,091k (2012 £5,388k) and operating profit of £1,267k (2012 operating loss £6,074k) However financial prospects and turnover are dependent upon the nature of contracts undertaken and may fluctuate over accounting periods In terms of outlook, the current business climate in our markets is expected to continue to pose significant challenges

We acknowledge the contribution made to the Company by all stakeholders, particularly by the staff and the shareholder We count on the skill and dedication of our staff to ensure we continue to add value to our customers' business throughout the world This ability to be value adding has been significantly enhanced by our membership of the Jacobs group of companies which will allow us to better address the needs of both our existing and our new customers

### **Principal risks and uncertainties**

The majority of the company's activities take place overseas Trading risks are considered normal in this business and are covered by various measures such as bank guarantees, bonding facilities, letters of credit and parent guarantees The specific risk of contracts in foreign currencies is limited by ensuring adequate currency hedging procedures are in place

The Company bears the normal risk of potential legal claims This is dealt with on a case by case basis In addition to the legal department of the Company, the Company is also supported by the legal departments of the parent company

### **Health, safety and environment**

The Company is committed to undertaking business in such a way as to minimise the risks of injury or ill-health to people and damage to property The Company has established and will maintain a Safety Management System in accordance with OSHAS 18001 2007 and is committed to comply with current occupational health and legislation

# JACOBS PROCESS LIMITED

## Strategic Report (continued)

### Health, safety and environment (continued)

The Company is independently assessed by Lloyd's Register Quality Assurance who carry out assessments on a six monthly basis. They have approved the Company's management systems and have issued the Company with an approval certificate to the two standards above and ISO 9001 2008 for Quality Management system (QMS)

The Company is committed to protecting the environment from avoidable harm. The Company fulfils this using an Environmental Management System (EMS). The EMS is approved and maintained to the requirements of ISO 14001 2004. Its purpose is to ensure that the Company meets its legal and policy requirements to protect and improve the environment in the course of carrying out its business.

On behalf of the Board

Date 25/06/14



C Doyle  
Director

# **JACOBS PROCESS LIMITED**

## **Directors' Report**

The Directors have pleasure in presenting their report and financial statements for the year ended 30 September 2013 for Jacobs Process Limited, Company registration number 454398

## **Dividends**

The directors do not recommend the payment of a dividend at 30 September 2013 (2012 nil)

## **Directors**

The directors who held office during the year were as follows

L Power  
R Irvin  
J P Cnossen  
D A Gordon

## **Company Secretary**

M Norris  
A J James

## **Going Concern**

2103 was a better year for the company. Gross profits were lower than last year but good cost control and the avoidance of one-off charges meant that operating profit improved by £7,341k. The market has been difficult but the company has continued to secure work from our clients in the energy industry both in the UK and overseas. We anticipate that the market will remain challenging throughout 2014.

## **Disclosure of information to the auditors**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are individually unaware, and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

# JACOBS PROCESS LIMITED

## Directors' Report (continued)

### Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and Ernst & Young LLP will therefore continue in office

On behalf of the Board

Date 25/06/14

A handwritten signature in black ink, appearing to read 'C Doyle', with a horizontal line extending from the end of the signature.

C Doyle  
Director

## **JACOBS PROCESS LIMITED**

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.



## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF JACOBS PROCESS LIMITED**

We have audited the financial statements of Jacobs Process Limited for the period ended 30 September 2013 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet and the related notes 1 to 24. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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

### **Respective responsibilities of directors and auditors**

As explained more fully in the Directors' Responsibilities Statement set out on page 6, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

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

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

### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF JACOBS PROCESS LIMITED (continued)**

**Opinion on other matter prescribed by the Companies Act 2006**

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

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

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

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



*James Nisbet (Senior statutory auditor)*

*for and on behalf of Ernst & Young LLP, Statutory Auditor*

*Glasgow*

*26/6/14*

# JACOBS PROCESS LIMITED

## Profit and Loss Account for the year ended 30 September 2013

	<u>Notes</u>	<u>2013</u> £000	<u>2012</u> £000
Turnover	2	18,241	19,909
Cost of sales		<u>(15,150)</u>	<u>(14,521)</u>
<b>Gross profit</b>		<b>3,091</b>	<b>5,388</b>
Administrative expenses		<u>(1,824)</u>	<u>(11,462)</u>
<b>Operating profit / (loss)</b>	3	<b>1,267</b>	<b>(6,074)</b>
Other interest receivable and similar income	7	-	442
Interest payable and similar charges	8	<u>-</u>	<u>(123)</u>
<b>Profit / (loss) on ordinary activities before taxation</b>		<b>1,267</b>	<b>(5,755)</b>
Tax on profit/(loss) on ordinary activities	9	<u>(181)</u>	<u>2,816</u>
<b>Profit / (loss) for the financial year</b>	20	<u><b>1,086</b></u>	<u><b>(2,939)</b></u>

The above results relate entirely to continuing operations

The notes on pages 11 - 23 form an integral part of the financial statements

## Statement of total recognised gains and losses for period ending 30 September 2013

There are no recognised gains or losses in either year other than the retained profit for that year (2012 nil)

There is no difference between the retained profit for this year and the historical cost equivalent, accordingly no statement of historical cost profit and losses has been prepared (2012 no difference)

# JACOBS PROCESS LIMITED

## Balance Sheet as at 30 September 2013

	<u>Notes</u>	<u>2013</u> £000	<u>2012</u> £000
<b>FIXED ASSETS</b>			
Tangible assets	10	-	119
Investments	11	<u>35,000</u>	<u>35,000</u>
		<b>35,000</b>	<b>35,119</b>
<b>CURRENT ASSETS</b>			
Debtors	12	14,689	19,299
Cash at bank and in hand	13	<u>4,227</u>	<u>4,597</u>
		<b>18,916</b>	<b>23,896</b>
<b>CREDITORS: amounts falling due within one year</b>	14	<u>(6,054)</u>	<u>(13,891)</u>
<b>NET CURRENT ASSETS</b>		<u><b>12,862</b></u>	<u><b>10,005</b></u>
<b>TOTAL CURRENT ASSETS LESS CURRENT LIABILITIES</b>		<b>47,862</b>	<b>45,124</b>
<b>DEBTORS: due after one year</b>	15	-	6,312
<b>PROVISION FOR LIABILITIES</b>	16	<u>-</u>	<u>(4,660)</u>
<b>NET ASSETS</b>		<u><b>47,862</b></u>	<u><b>46,776</b></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	17	17,000	17,000
Other reserves	19	30,250	30,250
Profit and loss account	18	<u>612</u>	<u>(474)</u>
<b>EQUITY SHAREHOLDERS' FUNDS</b>	20	<u><b>47,862</b></u>	<u><b>46,776</b></u>

The financial statements were approved by the Board of Directors on 25/06/14 and were signed on its behalf by



C Doyle  
Director

The notes on pages 11 – 23 form an integral part of the financial statements

# **JACOBS PROCESS LIMITED**

## **Notes to the Financial Statements**

### **1. Accounting policies**

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements

#### **(a) Basis of preparation**

The financial statements have been prepared on a going concern basis and in accordance with applicable accounting standards, and under the historical cost accounting rules

The Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about the Group.

Under Financial Reporting Standard FRS 1 the Company is exempt from the requirement to prepare a cashflow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements.

As the Company was a wholly owned subsidiary of Jacobs UK Limited, incorporated in The United Kingdom, the Company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties), the consolidated financial statements of Jacobs Engineering UK Limited, within which this Company is included, are consolidated within the ultimate parent company, Jacobs Engineering Group Inc and can be obtained from the address in note 23.

#### **Going Concern**

The Company's business activities, together with the factors likely to affect its future development and position, are set out in the Business review section of the Company strategic report on page 2. The Company is expected to continue to generate positive cash flows on its own account for the foreseeable future. The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

#### **(b) Foreign currencies**

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction or, if fixed under contractual arrangements, at the contract rate. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date or, if appropriate, at the contract rate. Any gain or loss arising from a change in exchange rates subsequent to the date of the transaction is included as an exchange gain or loss in the profit and loss account when they arise.

# **JACOBS PROCESS LIMITED**

## **Notes (continued)**

### **1. Accounting policies (continued)**

#### **(c) Turnover**

Turnover, which includes inter-company trading, represents the estimated sales value of work (excluding value added tax) done in the period in accordance with long term contract accounting

#### **(d) Long-term contracts**

The amount of profit attributable to the stage of completion of a long term contract is recognised when the outcome of the contract can be foreseen with reasonable certainty. Turnover for such contracts is stated at the cost appropriate to their stage of completion plus attributable profits, less amounts recognised in previous periods. Provision is made for any losses as soon as they are foreseen. Reimbursable contract revenue comprises amounts billable to clients based on chargeable work undertaken.

Contract work in progress is stated at costs incurred, less those transferred to the profit and loss account, after deducting foreseeable losses and payments on account not matched with turnover.

Amounts recoverable on contracts are included in debtors and represent turnover recognised in excess of payments on account.

#### **(e) Cost of sales**

Cost of sales includes direct costs and attributable overheads.

#### **(f) Deferred Taxation**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in period different from those in which they are recognised in the financial statements. A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured on a non-discounted basis, at the tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws enacted or substantively enacted rates at the balance sheet date.

# JACOBS PROCESS LIMITED

## Notes (continued)

### 1. Accounting policies (continued)

#### (g) Investments

Investments in subsidiary undertakings, associates and joint ventures are stated at cost less impairment, if any

#### (h) Tangible fixed assets and depreciation

Depreciation is provided to write off the costs less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic life as follows

Furniture, fixtures and fittings	-	3 - 7 years
Motor vehicles	-	5 years
Plant and machinery	-	5 years
Computer Equipment	-	3 years (software) and 5 years (hardware)

#### (i) Leases

Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease

#### (j) Research and development

Research and development expenditure is written off as incurred

#### (k) Pensions

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The amount charged against profits represents the contributions payable to the scheme in respect of the accounting period.

#### (l) Dividends on shares presented within shareholders' funds

Dividends are only recognised as a liability at that date to the extent that they are declared prior to the period end. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

# JACOBS PROCESS LIMITED

## Notes (continued)

### 2. Analysis of turnover

By geographical area

	<u>2013</u> £000	<u>2012</u> £000
Americas	5,181	2,719
Asia/Middle East/ Australia	9,008	1,710
Continental Europe	370	6,960
Africa	-	818
UK	<u>3,682</u>	<u>7,702</u>
	<u>18,241</u>	<u>19,909</u>

### 3. Operating Profit/(Loss)

	<u>2013</u> £000	<u>2012</u> £000
Operating profit is stated after charging		
Auditor's remuneration - audit fees	-	51
Depreciation	-	111
Hire of other assets / operating leases	-	642
Exchange loss	<u>-</u>	<u>1,053</u>

Auditor remuneration is borne by the Company's immediate parent company, Jacobs UK Limited

### 4. Exceptional item

On 30 September 2012 Jacobs Process Limited created a long term provision of £2,906k in respect of retired pensioners' medical costs. This Liability has been transferred to Jacobs UK Limited as part of the organisational restructuring exercise post year end.

### 5. Remuneration of directors

	<u>2013</u> £000	<u>2012</u> £000
Directors' emoluments	-	-

All directors are remunerated by other Group companies, accordingly there are no retirement benefits accruing to any of the directors of the Company which are borne by the Company. Their services to the Company are incidental to their wider role in the group.



# JACOBS PROCESS LIMITED

## Notes (continued)

### 6. Staff numbers and costs

The average number of persons employed by the Company including directors, analysed by category was as follows

	<u>2013</u> <u>Number</u>	<u>2012</u> <u>Number</u>
Engineering	-	158
Admin	-	26
Total number of Employees	<u>-</u>	<u>184</u>

	<u>2013</u> <u>£000</u>	<u>2012</u> <u>£000</u>
Staff costs including directors' emoluments		
Wages and salaries	-	10,792
Social security costs	-	1,210
Other pension costs	-	1,512
Total direct costs of employment	<u>-</u>	<u>13,514</u>

All employees were transferred to Jacobs UK Limited as part of the organisational restructuring exercise on 1 October 2012

### 7. Interest receivable and similar charges

	<u>2013</u> <u>£000</u>	<u>2012</u> <u>£000</u>
Interest receivable on		
Bank accounts	-	7
Intercompany loans	-	435
	<u>-</u>	<u>442</u>

### 8. Interest payable and similar charges

	<u>2013</u> <u>£000</u>	<u>2012</u> <u>£000</u>
Interest payable on		
Bank loans and overdrafts	<u>-</u>	<u>123</u>

# JACOBS PROCESS LIMITED

## Notes (continued)

### 9. Taxation

Analysis of (charge) in period

	<u>2013</u>		<u>2012</u>	
	£000	£000	£000	£000
<i>UK corporation tax</i>				
Current Year tax charge	264		(696)	
Prior year adjustments	(308)		(653)	
<i>Foreign tax</i>				
Double Taxation relief			-	
Current tax on income for the period	<u>(69)</u>		<u>137</u>	
Total current tax charge		(113)		(1,212)
<i>Foreign tax</i>				
Chinese Provision		-		(892)
Portugal tax write off		311		-
<i>Deferred Taxation</i>				
Origination and reversal of timing Differences		(1)		(779)
Changes in tax rates or laws		<u>(16)</u>		<u>67</u>
Tax (charge) on profit on ordinary activities		<u><u>181</u></u>		<u><u>(2,816)</u></u>

The current tax charge for 2013 is lower (2012 higher) than the standard rate of corporation tax in the UK, 23.5 % (2012 25 %)

	<u>2013</u>	<u>2012</u>
	£000	£000
<i>Current tax reconciliation</i>		
Profit/(loss) on ordinary activities before tax	<u>1,267</u>	<u>(5,755)</u>
Current tax charge at 23.5 % (2012 25 %)	298	(1,439)
<i>Effects of</i>		
Expenses not deductible for tax purposes		2
Prior year adjustments	(308)	(653)
Capital allowances in excess of depreciation	-	11
Other timing differences	-	764
Overseas Tax	(69)	103
Enhanced expenditure relief R&D	<u>(34)</u>	<u>-</u>
Total current tax (charge) (see above)	<u><u>(113)</u></u>	<u><u>(1,212)</u></u>

# JACOBS PROCESS LIMITED

## Notes (continued)

### 9. Taxation (continued)

The Company has no tax losses carried forward at 30 September 2012. Future profits in this company are likely to bear taxation at standard rates of Corporation Tax.

The deferred tax asset represents the value of tax relief in respect of provision for future expenditure.

	<u>2013</u> £000
<b>Deferred tax</b>	
At 1 October 2012	768
P&L charge for the year	1
Transferred	(785)
Change in rate	<u>16</u>
At 30 September 2013	<u>-</u>

The deferred tax asset has been transferred as part of the organisational restructuring exercise. This asset, calculated at 23% along with any unrecognised amount, is analysed as follows:

	<u>2013</u>		<u>2012</u>	
	Recognised	Unrecognised	Recognised	Unrecognised
	£000	£000	£000	£000
Asset	<u>-</u>	<u>-</u>	<u>768</u>	<u>-</u>

The Chancellor has announced that the main UK corporation tax rate will be reduced from the current rate of 23% which has applied from 1 April 2013, to 20% via a 2% reduction at 1 April 2014 and a 1% reduction at 1 April 2015. The reductions in the corporation tax rates to 21% and 20% were included within the Finance Act that was enacted on 17 July 2013.

As both rates were substantively enacted at the balance sheet date, then deferred tax should be calculated at the hybrid rate of 22%, for timing differences reversing in the accounting period ended 30 September 2014, 20.5% for timing differences reversing in the accounting period ended 30 September 2015, and 20% for timing differences reversing in the accounting period ended 30 September 2016 onwards.

However, as the impact on the deferred tax asset of the hybrid rates of 22% and 20.5% is not material, all timing differences at the balance sheet date have been calculated at 20%.

# JACOBS PROCESS LIMITED

## Notes (continued)

### 10. Tangible fixed assets

	<u>Furniture, Fixtures and Fittings</u> £000	<u>Computer Equipment &amp; Vehicles</u> £000	<u>Total</u> £000
<b>Cost:</b>			
At 1 October 2012	859	162	1,021
Assets Transferred	<u>(859)</u>	<u>(162)</u>	<u>(1,021)</u>
At 30 September 2013	<u>-</u>	<u>-</u>	<u>-</u>
<b>Accumulated depreciation:</b>			
At 1 October 2012	846	56	902
Assets Transferred	<u>(846)</u>	<u>(56)</u>	<u>(902)</u>
At 30 September 2013	<u>-</u>	<u>-</u>	<u>-</u>
<b>Net book value:</b>			
At 30 September 2012	<u>13</u>	<u>106</u>	<u>119</u>
At 30 September 2013	<u>-</u>	<u>-</u>	<u>-</u>

All Fixed Assets were transferred to Jacobs UK Limited as part of the organisational restructuring exercise on 1 October 2012

### 11. Investments

Shares in Group undertakings

<b>Cost and net book value</b>	<b>£000</b>
At 1 October 2012 and 30 September 2013	<u><b>35,000</b></u>

In the opinion of the directors, the individual value of the investments held in Jacobs E&C International Ltd and Jacobs E&C Limited is not less than its net book value in the balance sheet

# JACOBS PROCESS LIMITED

## Notes (continued)

### 11. Investments (continued)

The current trading subsidiary undertakings are as follows

	Country of Incorporation	% of ordinary share capital held
Jacobs E&C International Ltd	UK	100
Jacobs E&C Ltd	UK	100

The principal activities of Jacobs E&C Ltd and Jacobs E&C International Ltd are the provision of conceptual design, engineering services, procurement, project management, construction and commissioning services to various industries

### 12. Debtors

	<u>2013</u> <u>£000</u>	<u>2012</u> <u>£000</u>
Trade debtors	6,651	8,718
Amounts owed by group undertakings	-	5,025
Amounts recoverable on contracts	6,900	2,343
Other debtors	361	198
Corporation Tax	777	1,752
Deferred Taxation	-	768
Prepayments and accrued income	-	495
	<u>14,689</u>	<u>19,299</u>

### 13. Cash at bank and in hand

As at 30 September 2013 there was no cash or bank balances on the balance sheet (2012 £4.5 million) held in bank sub-accounts that were part of a group pooling system. The bank balance represents amounts held in a non-pooled account.

# JACOBS PROCESS LIMITED

## Notes (continued)

### 14. Creditors - amounts falling due within one year

	<u>2013</u>	<u>2012</u>
	£000	£000
Payments received on account	808	1,576
Trade creditors	85	768
Amounts owed to group undertakings	4,690	498
Other creditors, including taxation and social security	290	5,341
Corporation Tax	-	-
Accruals and deferred income	<u>181</u>	<u>5,708</u>
	<u>6,054</u>	<u>13,891</u>

### 15. Debtors due after one year

	<u>2013</u>	<u>2012</u>
	£000	£000
Amounts owed by group undertakings	<u>-</u>	<u>6,312</u>

At 30 September 2012 amounts owed by group undertakings included an amount owed by Jacobs Engineering UK of £6m which was unsecured, incurred interest at 2% and had an open-ended repayment period. This balance was fully repaid at 30 September 2013.

### 16. Provision for Liabilities and Charges

	£000	£000	£000
	Pensioners	Legal	Total
	Medical	Claims	
As at 1 October 2012	(2,906)	(1,754)	(4,660)
Transferred	<u>2,906</u>	<u>1,754</u>	<u>4,660</u>
As at 30 September 2013	<u>-</u>	<u>-</u>	<u>-</u>

All provisions were transferred to Jacobs UK Limited as part of the organisational restructuring exercise on 1 October 2012.

# JACOBS PROCESS LIMITED

## Notes (continued)

### 17. Share capital

Ordinary shares of £1 each	<u>2013</u>		<u>2012</u>	
	Number '000's	£000	Number '000's	£000
Allotted, called up and fully paid	<u>17,000</u>	<u>17,000</u>	<u>17,000</u>	<u>17,000</u>

As at 30 September 2013 the Company was a wholly owned subsidiary of Jacobs UK Limited

### 18. Reserves

	<u>Profit and Loss Account</u>
	£000
As at 1 October 2012	(474)
Retained profit for the year	<u>1,086</u>
At 30 September 2013	<u>612</u>

### 19. Other reserves

	<u>Capital Redemption Reserve</u>
	£000
At 30 September 2012 and 30 September 2013	<u>30,250</u>

### 20. Reconciliation of movements in shareholders' funds

	<u>2013</u> £000	<u>2012</u> £000
Opening shareholders' funds	46,776	49,715
Retained profit/(loss) for the year	<u>1,086</u>	<u>(2,939)</u>
Closing shareholders' funds	<u>47,862</u>	<u>46,776</u>

# JACOBS PROCESS LIMITED

## Notes (continued)

### 21. Contingent liabilities

Performance bonds totalling £266k had been given in respect of the due performance of contracts (2012 £1,500k) The Company is also party to claims which arise in the ordinary course of business It is the Company's policy to provide in full where liabilities are expected to occur as a result of these guarantees and claims. It is not envisaged that any further liability to the Company will arise under guarantees already issued

### 22. Operating lease commitments

The Company was committed to making the following payments during the next year in respect of operating leases, analysed by dates of expiry

	<u>2013</u>		<u>2012</u>	
	<u>Land and</u>	<u>Other</u>	<u>Land and</u>	<u>Other</u>
	<u>Buildings</u>		<u>Buildings</u>	
	<u>£000</u>	<u>£000</u>	<u>£000</u>	<u>£000</u>
Within one year	-	-	-	7
Within two to five years	-	-	620	2
After five years	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>	<u>620</u>	<u>9</u>

In the year ending 30 September 2013 nil was charged to the profit and loss account in respect of operating leases (2012 £642k)

All operating leases were transferred to Jacobs UK Limited as part of the organisational restructuring exercise on 1 October 2012

### 23. Ultimate Parent Company

At the Period end the Company's immediate parent company was Jacobs UK Limited, formerly Jacobs Engineering UK Limited

The largest group in which the results of the Company are consolidated for the year ended 30 September 2013 is that headed by Jacobs Engineering Group Inc, incorporated in the State of Delaware, USA The smallest group in which they are consolidated is that headed by Jacobs UK Limited, formerly Jacobs Engineering UK Limited

Group financial statements can be obtained from Jacobs Engineering Group Inc , 1111 South Arroyo Parkway, 91105, PO Box 7084, Pasadena, CA 91109-7084 U S A



## **JACOBS PROCESS LIMITED**

### **Notes (continued)**

#### **24. Related party disclosures**

As the Company was a wholly owned subsidiary of Jacobs UK Limited, formerly Jacobs Engineering UK Limited, incorporated in the United Kingdom, the company has taken advantage of the exemption contained in FRS 8 'related party disclosures' and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties)