

Galliford Try Construction Limited

Annual report and Financial statements

For the year ended 30 June 2022

Registered number: 02472080

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Galliford Try Construction Limited

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Galliford Try Construction Limited

Directors and advisers

Directors

ND Cocker
MC Bruce
B Hocking
IT Jubb
JF Marston
DJ McLachlan
MM Pool
GW West
CJ Wheatley
M Baxter
DR Parker
GM Bridge
SA Courtney
SJ Slessor
DJ Lowery
DC Ewing (appointed 22 April 2022)

Company secretary

Galliford Try Secretariat Services Limited

Registered office

Blake House
3 Frayswater Place
Cowley
Uxbridge
Middlesex
UB8 2AD

Independent auditors

BDO LLP
Chartered Accountants and Statutory Auditors
55 Baker Street
London
W1U 7EU

Bankers

Barclays Bank plc
15 Colmore Row
Birmingham
B3 2BH

HSBC Bank plc
70 Pall Mall
London
SW1Y 5EY

Galliford Try Construction Limited

Strategic report for the year ended 30 June 2022

The directors present their strategic report of Galliford Try Construction Limited ("the Company"), for the year ended 30 June 2022.

Review of business

The Company's principal activity is to provide a comprehensive range of construction services to public, private and regulated sector clients across the United Kingdom.

Operating from regional centres for building activities in Scotland, the North East, North West, Central and Southern England and nationally for infrastructure activities, the businesses carry out building and infrastructure projects ranging from under £1m to over £100m with a significant proportion of work being carried out in multi project frameworks. The Company has specific expertise in the areas of education, health, commercial, prisons and leisure, along with civil engineering in the highways and water treatment sectors. The Company trades as Morrison Construction in Scotland and Galliford Try in England and Wales.

During the year, the Company won contracts and positions on frameworks worth over £1bn. Significant appointments and wins include:

- The new four-year £1.6bn LHC Public Buildings, Construction and Infrastructure PB3 framework which covers projects across all public sector buildings.
- A share of the £7bn Department for Education 2021 Construction Framework.
- The £55m Galashiels Community Campus on behalf of Scottish Borders Council and Hub Southeast.
- A £56m private rented sector (PRS) scheme in Milton Keynes.
- A £25m project under the Department for Education (DfE) Net Zero Carbon in Operation (NZCIO) scheme for Greenhead College in Huddersfield.
- Five lots on the Crown Commercial Service (CCS) and Associated Services Framework covering projects worth up to £20m across the North East, North West, East of England and South East to drive economic growth. In addition, the business has been appointed to Lot 3, which includes projects above £70m in value.
- Positions on the NHS Shared Business Services (SBS) second generation Hard FM framework, to delivery Security, Fire and Hard FM Managed Services. Valued up to £800m by SBS and is set to run until April 2024.

Section 172 Companies Act 2006

Section 172(1) of the Companies Act 2006 imposes a general duty on every company director to act, in good faith, in the way they consider would be most likely to promote the success of the Company for the benefit of its shareholders, while taking into account how the Company's activities and Board decisions will affect its stakeholders. This statement explains how the Board complies with its obligations under s172 and is consistent with that disclosed in the consolidated Galliford Try Holdings plc's annual report for the year ended 30 June 2022.

The Company recognises the importance of its stakeholders' views and actively engages with them, proactively considering their interests in the decisions it makes.

Employees

We use the following mechanisms to outline our approach to employee priorities and gather feedback on our interactions:

- Engagement through the Employee Forum, which is chaired by our Senior Independent Director; staff inductions with members of our Executive Board present; CEO roadshow; our annual Graduate Welcome event, director site and office visits; Performance Development Reviews/one-to-ones, toolbox talks and town halls.
- Wider communication tools such as emails, videos, webcasts, while also monitoring various metrics such as employee churn, sickness leave and wider health and safety KPI's.

Galliford Try Construction Limited
Strategic report for the year ended 30 June 2022 (continued)

Section 172 Companies Act 2006 (continued)

Employees (continued)

- Independent support such as access to our Employee Assistance Programme and whistleblowing hotline.
- *Encouraging and analysing independent employee feedback via employee surveys or external sites.*

Clients

Satisfied clients are essential for a sustainable and profitable business. We use the following mechanisms to outline our approach to client priorities and gather feedback on our interactions:

- Direct engagement through face-to-face, video or telephone client meetings; high-quality bid submissions, contract negotiation and management; client satisfaction surveys; site tours; business development activities such as attendance at exhibitions and Meet the Buyer events.
- Indirect engagement such as project reports, marketing materials, an up-to-date website, press coverage and engaging in social media.
- Project performance feedback.

Supply chain

We rely on suppliers to deliver our construction projects. We use the following mechanisms to outline our approach to supply chain priorities and gather feedback on our interactions:

- Direct engagement through Meet the Buyer events; workshops; face-to-face, video or telephone meetings; contract negotiation and management and toolbox talks.
- Creating mutually-beneficial relationships through our Advantage through Alignment programme.
- Indirect engagement such as via trade associations, project reports, an up-to-date website, press coverage, engaging in social media and involvement in the Considerate Constructors Scheme.

We recognise the importance of our stakeholders' views and actively engage with them, proactively considering their interests in the decisions we make and the sustainability objectives we have set ourselves.

Shareholders

We must act in the interests of our shareholders to maintain the capital needed to fund our activities. We use the following mechanisms to outline our approach to shareholder priorities and gather feedback on our interactions:

- Direct engagement through investor roadshows; face-to-face, video or telephone communications; Capital Markets Days, results presentations and webcasts; analyst briefings; AGMs; our Annual Report; consultations and Regulatory News Service announcements.
- Indirect engagement such as an up-to-date website, press coverage, engaging in social media, trading updates; corporate and financial videos and contributions to investor decision-making resources.

Communities

We construct buildings and infrastructure in communities and must meet the needs of local groups so we are welcomed and can carry out our work.

- Direct engagement such as through our membership of the Considerate Constructors Scheme, local newsletters, town hall meetings and exhibitions, school and college visits, site tours, Open Doors and local community engagement plans.
- Indirect engagement such as an up-to-date website, press coverage and engaging in social media.

Galliford Try Construction Limited

Strategic report for the year ended 30 June 2022 (continued)

Standards of business conduct

The Board is acutely aware of the need to maintain high standards of business conduct. The Galliford Try Holdings plc Group (the 'Group') has a strong ethical culture, underpinned by our values, policies and our Code of Conduct, all of which are endorsed by the Board. The Code of Conduct sets out the ethical standards everyone in Galliford Try must adhere to and provides a framework to ensure we always behave in a way that reflects our values. The Group also has specific policies and procedures to prevent bribery and corruption, as described on page 41 of the Group's annual report for year ended 30 June 2022.

Environmental impact

Information on the Company's environmental impact forms part of the wider Galliford Try Holdings plc Group which can be found on pages 28, 29, 30 and 31 of the Group's annual report for year ended 30 June 2022 which is publicly available.

Principal risks, uncertainties and key performance indicators

From the perspective of the Company, the principal risks and uncertainties are integrated with that of Galliford Try Holdings plc and are not managed separately. These are discussed within the Group's annual report.

The directors monitor the Company's revenue, operating profit, working capital and cash as its key performance indicators. The development, performance and position of Galliford Try Holdings plc, which includes the Company, is discussed in the Group's annual report, which does not form part of this report. The Galliford Try Holdings plc annual report is publicly available.

Further details on those considered to be the key principal risks are listed below:

Principal risk	Potential cause	Mitigation
Work winning: We fail to secure an appropriate pipeline of projects to achieve our revenue and profitability targets	<ul style="list-style-type: none"> - A significant and sustained reduction in Government investment in building and infrastructure projects. - Delays to and/or reduced levels of private sector investment due to macro-economic conditions. 	<ul style="list-style-type: none"> - We manage the potential impact of an economic downturn by building a strong order book. - We concentrate on sectors and clients with long-term growth and profitability potential. - We focus on securing positions on key procurement frameworks and repeat business with key clients. - We have robust review and approval controls for bids and contracts supported by a risk-based heat map tool to ensure that project selection is aligned to our risk appetite.

Galliford Try Construction Limited

Strategic report for the year ended 30 June 2022 (continued)

Principal risks, uncertainties and key performance indicators (continued)

Principal risk	Potential cause	Mitigation
<p>Project delivery:</p> <p>We fail to deliver projects safely, on time, in agreement with contractual terms, and to a high quality for our clients</p>	<ul style="list-style-type: none"> - Programme delays and cost escalation. - Poor control of client and subcontractor variations and claims processes. - Contractual notices not given as per contract requirements. - Poor record-keeping and document management. - Poor design quality and/or co-ordination. - An imbalance between supply and demand for materials and subcontractors results in higher-than-expected prices. - Unrealistic estimates, including cost to complete, inflation estimates, outcomes of disputes, final value included in project forecasts. 	<ul style="list-style-type: none"> - Continued reinforcement of our behavioural safety programme Challenging Beliefs, Affecting Behaviour, and the introduction of Lead Indicators which target no harm. - Robust review and approval of contractual terms, pre-contract to ensure we do not sign up to contracts with onerous terms. - Monthly cross-disciplinary contract review meetings on all projects. - A values-driven approach to project delivery focusing on close collaboration and client satisfaction to enable achievement of end goals for both parties. - Standardised formats (value cost analysis and cost and value reconciliation) for monitoring and reporting project performance and forecasts. - Comprehensive commercial training. - A programme of commercial 'health checks' to provide an independent assessment of the project team's reported project performance and forecast outcome.
<p>Resources:</p> <p>We fail to secure the right people and other resources necessary to deliver our projects and manage our business</p>	<ul style="list-style-type: none"> - We are unable to attract, retain and/or develop the right staff to meet our future needs, we mismatch our staffing levels to peaks and troughs in activity or lack diversity. - Lack of capacity in the supply chain due to high levels of activity in the construction sector. - Lack of geographical coverage. - Subcontractor insolvency. - Failure to comply with fair payment practices. 	<ul style="list-style-type: none"> - We develop long-term relationships with key suppliers and subcontractors to ensure that we remain a priority customer when resources and materials are in short supply. - The Group's Advantage through Alignment programme facilitates greater engagement with our key supply chain members and provides them with greater visibility of our pipeline of projects. - We are committed to meeting the requirements of the Prompt Payment Code. - We monitor subcontractor financial strength using a credit tracker on the Dun and Bradstreet portal. - Each business unit reviews its cash forecast weekly and monthly, and the Group prepares a detailed daily cash book forecast for the following eight-week period to highlight any risk of intra-month fluctuations.

Galliford Try Construction Limited**Strategic report for the year ended 30 June 2022 (continued)****Principal risks, uncertainties and key performance indicators (continued)**

Principal risk	Potential cause	Mitigation
Regulatory compliance: We fail to comply with requirements of the various legal and regulatory regimes in which we operate, resulting in a high-profile breach and regulatory censure	<ul style="list-style-type: none">- Failure to update our procedures to reflect changes to key legislation and regulations.- Failure to provide sufficient and effective training to all staff.- Failure to implement effective compliance monitoring processes.	<ul style="list-style-type: none">- Galliford Try has comprehensive policies and guidance at every level including our Code of Conduct, mandatory regulatory and cyber security e-learning for all employees, an anonymous and independent whistleblowing helpline, regular legal updates and briefings, six-monthly compliance declarations, and conflict of interest registers and authorisations.- The Ethics and Compliance Committee, chaired by the General Counsel & Company Secretary, provides ongoing monitoring and oversight of policy and compliance activity in relation to key areas of legislation.

General

The Company's profit for the financial year was £23,073k (2021: £13,456k), which will be added to reserves. Net assets as at 30 June 2022 were £95,189k (30 June 2021: £31,996k).

On behalf of the board



ND Cocker
Director
14/11/2022

Galliford Try Construction Limited

Directors' Report for the year ended 30 June 2022

The directors present their report and audited financial statements of Galliford Try Construction Limited ("the Company"), registered number 02472080 for the year ended 30 June 2022.

Future developments

The directors do not expect any significant changes to the principal activities of the Company in the foreseeable future.

Dividends

The directors do not recommend the payment of a dividend (2021: £nil).

Political and charitable donations

The Company is exempt from disclosing political and charitable donations as it is a wholly owned subsidiary incorporated in the United Kingdom.

Financial risk management

The Company's operations expose it to a variety of financial risks, including the effects of credit risk, liquidity risk, cash flow risk and interest rate risk. The policies to mitigate the potential impact of these financial risks are set by the directors, who monitor their effectiveness on a monthly basis during board meetings.

Where appropriate, credit checks are made prior to the acceptance of a new customer and these are reviewed on a periodic basis together with ongoing checks in respect of existing customers. Weekly reviews of the debtors ledger are carried out with the finance and sales teams and action initiated, as appropriate, to collect any overdue amounts, thus optimising the Company's liquidity position.

The rates of interest earned or paid on the Group's cash balances and loans and overdrafts are monitored on an ongoing basis with regular reviews of the Galliford Try Holdings plc group banking arrangements. Deposits, loans and overdrafts are made with reference to these facilities, in conjunction with projections of future cash requirements.

The Galliford Try Holdings plc group actively maintains an appropriate level of cash reserves that are available for operations and planned expansions of the Group as a whole. The Group ensures that sufficient cash reserves are made available to its subsidiary undertakings.

Additional information on the Group's financial risk management can be found in the consolidated group financial statements of Galliford Try Holdings plc copies of which are publicly available.

Directors

The present directors of the Company are set out on page 1, all of whom served throughout the year and up to the date of signing the financial statements, except as stated below.

EJ Robertson resigned as a director of the Company on 1 April 2022 and DC Ewing was appointed as a director of the Company on 22 April 2022.

Qualifying third-party and pension scheme indemnity provisions

The Group maintains appropriate Directors' and Officers' Liability Insurance on behalf of the directors and General Counsel and Company Secretary. In addition, individual qualifying third-party indemnities are given to the directors and General Counsel and Company Secretary which comply with the provisions of Section 236 of the Companies Act 2006 and were in force throughout the year and up to the date of signing the Annual Report.

Galliford Try Construction Limited

Directors' Report for the year ended 30 June 2022 (continued)

Employees

The Company is an equal opportunities employer.

It is the Company's policy to give full and fair consideration to applications for employment by disabled persons, to continue wherever possible the employment of those who became disabled and to provide *equal opportunities for the training, retraining, career development and promotion of disabled persons.*

The establishment and maintenance of safe working practices are of the greatest importance to the Company and special training in health and safety is provided for employees.

Within the bounds of commercial confidentiality, management disseminates information to, and consults with, all levels of staff about matters that affect the progress of the Company and are of interest and concern to them as employees. This has been achieved through road shows hosted at all the major business sites, webcasts of the annual results and through updates on the intranet. The Company also encourages employee involvement in the Company's performance by the operation of employee incentive schemes.

Further details are included within the section 172 statement within the Strategic Report.

Going Concern

The directors have conducted a rigorous and proportionate assessment of the Company's ability to continue in existence for the foreseeable future. This has been reviewed during the financial year and the directors have concluded that there are no material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern. Furthermore, the Company has adequate resources and visibility as to its future workload. It is therefore justified in using the going concern basis in preparing these financial statements.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). 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;
- state whether applicable United Kingdom Accounting Standards, including FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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.

Galliford Try Construction Limited

Directors' Report for the year ended 30 June 2022 (continued)

Directors' confirmations

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware;
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with section 418 of the Companies Act 2006.

Independent auditors

The auditors, BDO LLP, have indicated their willingness to continue in office.

Post balance sheet events

On 8 July, the Company acquired 100% of the share capital of MCS Controls Systems Limited ("MCS"), a leading systems integrator to the industrial and utilities sectors for a consideration of £1 settled in cash. Please refer to note 25 for further details on this acquisition. No other matter has arisen since the year end that requires disclosure in the financial statements.

The directors' report was approved by the board of directors on 14/11/2022 and signed on its behalf by:



ND Cocker
Director

Galliford Try Construction Limited
Independent auditors' report to the members of Galliford Try Construction Limited
Opinion on the 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 June 2022 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.

We have audited the financial statements of Galliford Try Construction Limited ("the Company") for the year ended 30 June 2022 which comprise the Income Statement, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Galliford Try Construction Limited

Independent auditors' report to the members of Galliford Try Construction Limited (continued)

We have nothing to report in this regard.

Other Companies Act 2006 reporting

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which 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
- the financial statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Directors

As explained more fully in the Responsibilities of Directors, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We gained an understanding of the legal and regulatory framework applicable to the Company and the industry in which it operates, and considered the risk of acts by the Company that were contrary to applicable laws and regulations, including fraud. We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Galliford Try Construction Limited

Independent auditors' report to the members of Galliford Try Construction Limited (continued)

We designed audit procedures to respond to the risk, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. We focused on laws and regulations that could give rise to a material misstatement in the financial statements, including, but not limited to, the Companies Act 2006, the UK Listing Rules and tax legislation.

Our tests included agreeing the financial statement disclosures to underlying supporting documentation, review of board and committee meeting minutes, enquiries with management, enquiries of in-house legal counsel and we considered the adequacy of controls around procurement fraud.


There are inherent limitations in the audit procedures described above and, the further removed noncompliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. We also addressed the risk of management override of internal controls, including testing journals and evaluating whether there was evidence of bias by the Directors within the significant judgements and estimates that represented a risk of material misstatement due to fraud.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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.

DocuSigned by:

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Thomas Edward Goodworth (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditors
London, UK 14 November 2022

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BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Galliford Try Construction Limited
Income statement for the year ended 30 June 2022

		2022 Pre- exceptional items £'000	2022 Exceptional items (note 3) £'000	2022 Total £'000	2021 Total £'000
	Notes				
Revenue		849,102	–	849,102	760,012
Cost of sales		(786,071)	(5,668)	(791,739)	(707,217)
Gross profit/(loss)		63,031	(5,668)	57,363	52,795
Administrative expenses		(36,598)	(1,093)	(37,691)	(37,650)
Operating profit/(loss)		26,433	(6,761)	19,672	15,145
Interest payable and similar charges	5	(374)	–	(374)	(332)
Profit before taxation	6	26,059	(6,761)	19,298	14,813
Tax credit/(charge) on profit	7	2,490	1,285	3,775	(1,357)
Profit/(loss) for the financial year		28,549	(5,476)	23,073	13,456

There are no recognised gains and losses other than those shown in the income statement above and therefore no separate statement of comprehensive income has been presented.

The notes on pages 16 to 36 are an integral part of these financial statements.

All results are derived from continuing operations.

Galliford Try Construction Limited
Balance sheet as at 30 June 2022

	Notes	2022 £'000	2021 restated (note 27) £'000
Assets			
Non-current assets			
Goodwill	9	11,950	–
Intangible assets	8	3,775	–
Property, plant and equipment	10	3,031	522
Right of use assets	11	10,985	7,238
Investments in subsidiaries	12	69	69
Deferred income tax asset	19	9,848	4,242
Total non-current assets		39,658	12,071
Current assets			
Trade and other receivable	13	284,956	351,788
Corporation tax recoverable	14	6,871	8,702
Cash and cash equivalents	15	129,642	74,190
Total current assets		421,469	434,680
Total assets		461,127	446,751
Liabilities			
Current liabilities			
Trade and other payables	16	(347,295)	(401,378)
Lease liabilities	11	(4,789)	(3,002)
Other provisions	17	(7,211)	(5,900)
Total current liabilities		(359,295)	(410,280)
Net current assets		62,174	24,400
Lease liabilities	11	(6,643)	(4,475)
Total liabilities		(365,938)	(414,755)
Net assets		95,189	31,996
Equity			
Share capital	20	15,000	15,000
Profit and loss account		80,189	16,996
Total equity		95,189	31,996

The notes on pages 16 to 36 are an integral part of these financial statements.

The financial statements on pages 13 to 36 were approved by the Board of directors on 14/11/2022 and signed on its behalf by:



ND Cocker
Director
Registered number: 02472080

Galliford Try Construction Limited**Statement of changes in equity for the year ended 30 June 2022**

	Share capital £'000	Profit and loss account £'000	Total equity £'000
As at 30 June 2020	15,000	(36,487)	(21,487)
Profit for the financial year	–	13,456	13,456
Capital contribution	–	40,000	40,000
Transactions with owners: Share based payments	–	27	27
As at 30 June 2021 and as at 1 July 2021	15,000	16,996	31,996
Profit for the financial year	–	23,073	23,073
Capital contribution	–	40,000	40,000
Transactions with owners: Share based payments	–	120	120
As at 30 June 2022	15,000	80,189	95,189

The notes on pages 16 to 36 are an integral part of these financial statements.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022

1. Accounting policies

General Information

Galliford Try Construction Limited ('the Company') is a limited company incorporated, and domiciled in England and Wales (Registered number: 02472080). The address of the registered office is Galliford Try Construction Limited, Blake House, 3 Frayswater Place, Cowley, Uxbridge, Middlesex, UB8 2AD. Refer to note 26 for details of the immediate and ultimate parent undertaking. The principal activity of the Company is set out on page 2.

The financial statements are measured and presented in pounds sterling as that is the currency of the primary economic environment in which the Company operates. The amounts stated are denominated in thousands (£'000).

Basis of accounting

These financial statements apply the recognition, measurement and presentation requirements of international accounting standards in conformity with the requirements of the Companies Act 2006 but make amendments where necessary in order to comply with the Act and take advantage of the FRS 101 disclosure exemptions.

These separate financial statements contain information about Galliford Try Construction Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company has taken advantage of the exemption under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiaries are included by full consolidation in the consolidated financial statements of its ultimate parent, Galliford Try Holdings plc, a listed company incorporated and domiciled in England and Wales.

The Company is a qualifying entity for the purposes of FRS 101. The financial statements of the Company have been prepared in accordance with FRS 101 and under the historical cost convention, as modified by the revaluation of land and buildings and derivative financial assets and financial liabilities measured at fair value through profit or loss, and in accordance with the Companies Act 2006.

Note 26 gives details of the Company's ultimate parent and from where its consolidated financial statements can be obtained which are prepared in accordance with UK-adopted International Accounting Standards and with the requirements of the Companies Act 2006.

The disclosure exemptions adopted by the Company in accordance with FRS 101 are as follows:

- The requirements of IAS 7 to present cash flow statement.
- The requirements of paragraph 45(b) and 46 to 52 of IFRS 2, Share Based Payments
- The requirements of IFRS 7, Financial Instrument Disclosures
- The requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement
- The requirements of paragraph 30 and 31 of IAS 8 Accounting Policies
- The requirements of paragraph 17 of IAS 24, Related Party Disclosures, and the requirements in IAS 24 to disclose related party transactions between two members of the Galliford Try Holdings group.
- The requirements of paragraph 134 (d) to 134 (f) of IAS 36 Impairment of Assets.
- Certain disclosure requirements under IFRS12 Disclosure of Interests in Other Entities.
- Certain disclosure requirements of Paragraph 38 and 40 of IAS1, Presentation of financial statements

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

1. Accounting policies (continued)

Basis of accounting (continued)

New amendments to standards that became mandatory for the first time for the financial year beginning 1 July 2021 are listed below. The new amendments had no significant impact on the Company's results other than certain revised disclosures.

- Amendments to IFRS 7, IFRS 4 and IFRS 16 Interest Rate Benchmark Reform – Phase 2 (effective 1 January 2020)
- Amendment to IFRS 16 – Covid-19-Related Rent Concessions Extension of the practical expedient (effective 1 January 2020).
- Amendment to IFRS 4 – deferral of IFRS 9 (effective 1 January 2020).

New standards, amendments and interpretations issued but not effective or yet to be endorsed by the EU are as follows:

- Narrow scope amendments to IFRS 3, IAS 16, IAS 37
- Annual improvements to IFRS 1, IFRS 9, IAS 41 and IFRS 16
- Amendments to IAS 1, 'Presentation of financial statements' on classification of liabilities
- Narrow scope amendments to IAS 1, Practice statement 2 and IAS 8
- IFRS 17 'Insurance Contracts', including amendments
- Amendment to IAS 12 'Deferred Tax related to Assets and Liabilities arising from a Single Transaction'

The Company has yet to assess the full impact of these new standards and amendments. Initial indications are that they will not significantly impact the financial statements of the Company.

Going concern

The directors have conducted a rigorous and proportionate assessment of the Company's ability to continue in existence for the foreseeable future. This has been reviewed during the financial year and the directors have concluded that there are no material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern. Furthermore, the Company has adequate resources and visibility as to its future workload. It is therefore justified in using the going concern basis in preparing these financial statements.

Critical accounting estimates and judgments

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Critical judgments are those management has made when applying its significant accounting policies, whereas critical estimates are assumptions and estimates made at the end of the reporting period that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about the carrying value of assets and liabilities which are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of revision and future periods if the revision affects both current and future periods.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

1. Accounting policies (continued)

Revenue and profit recognition for long term contract accounting (estimate and judgment)

In order to determine the profit and loss that the Company is able to recognise on its construction contracts in a specific period, the Company has to allocate total costs of the construction contracts between the proportion completing in the period and the proportion to complete in a future period. The assessment of the total costs to be incurred and final contract value requires a degree of estimation.

Contract modifications are recognised when the Company considers they have been approved (which also includes consideration of whether enforceable rights exist in the contract). The estimation of final contract value includes the assessment of the recovery of variations, claims and compensation events (contract modifications). The estimate made is constrained in accordance with IFRS 15 so that it is highly probable not to result in a significant reversal of revenue in the future. Where the change in scope results to an increase to the work to be performed that is distinct and reflects the stand-alone selling price of the distinct good/service, it is treated as a separate contract. This is assessed on a contract specific basis.

The Company recognises recoveries of claims from clients as revenue where clear entitlement has been established, such as through dispute-resolution processes. This includes the recovery of costs (such as delays to the contract programme) to the extent it is highly probable not to result in a significant reversal of revenue in the future.

The estimation of costs to complete is based on all available relevant information such as procured packages and management experience and includes estimation of final accounts and any potential maintenance and defect liabilities. Recoveries resulting from actual or potential claims against subcontractors are accounted for in accordance with IAS 37 and are recognised only when they meet the virtually certain threshold. Company management has established internal controls to review and ensure the appropriateness of estimates made on an individual contract basis, including any necessary contract provisions. As with most large, complex construction projects, there is an element of estimation uncertainty over costs to complete and final account settlements. This is, however, reduced by the experience of the management team and the controls that we have in place. The settlement of these final accounts may give rise to an over or under-recognition of profit or loss and associated cash flows, which could be material.

The Company's five largest unagreed variations and claims positions at the year-end are summarised in aggregate below.

	£'000
Overall contract value (including revenue recognised for variations and claims)	204,464
Revenue in the year	106,947
Total estimated end of contract variations and claims before IFRS 15 constraints	20,025
Constrained revenue recognised in respect of variations and claims	7,816

These five positions represent the most significant estimates of revenue. It is unclear whether the outstanding uncertainties will be resolved within the next 12 months.

Exceptional items (judgment)

Exceptional items are items of financial performance which the Company believes should be presented separately on the face of the income statement, to assist in understanding the underlying financial performance achieved by the Company. Determining whether an item is part of underlying items or non-underlying items requires judgment. Details of exceptional items included in the financial statements are included in note 3.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

1. Accounting policies (continued)

Taxation (estimate and judgment)

Deferred tax liabilities are generally provided for in full and deferred tax assets are recognised to the extent that it is probable future taxable profit will arise against which the temporary differences will be utilised. Management judgment is required to determine the amount of deferred tax assets that can be recognised, based on the likely timing and future taxable profits.

The Company has assessed that an asset equal to the value of any unutilised tax credits expected to be utilised over the next three financial years is appropriate, as, based on the already secured work for that timeframe, management has assessed it is probable that the Company will have sufficient taxable profits to enable the deferred tax asset to be recovered. Any remaining unutilised tax credits are not recognised.

Business combinations (judgment and estimate)

The acquisition of the nmcn Water Business during the year, represented a material business combination. This required the application of both estimates and judgments to be made by management in determining the allocation of the purchase price against the identifiable assets and liabilities and any residual goodwill.

Impairment of goodwill and intangible assets

The determination of the value of any impairment of goodwill and intangible assets requires an estimation of the value in use of the cash generating units, including the anticipated growth rate of revenue and costs, and requires the determination of a suitable discount rate to calculate the present value of the cash flows. Following a goodwill impairment review and sensitivity analysis, no impairment of goodwill was deemed necessary.

Basis of consolidation

These separate financial statements contain information about Galliford Try Construction Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company has taken advantage of the exemption under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiaries are included by full consolidation in the consolidated financial statements of its parent, Galliford Try Holdings plc, a listed company incorporated and domiciled in England and Wales.

Revenue and profit

Revenue is recognised when the Company transfers control of goods or services to customers. Revenue comprises the fair value of the consideration received or receivable net of rebates, discounts and value added tax. Where consideration is subject to variability, the Company estimates the amount receivable. Revenue recognised is constrained to the amount which is highly probable not to result in a significant reversal in future period. Revenue also includes the Company's proportion of work carried out under jointly controlled operations.

Where a modification to an existing contract occurs, the Company assesses the nature of the modification and whether it represents a separate performance obligation required to be satisfied or whether it is a modification to the existing performance obligation.

Revenue is recognised as follows:

Construction contracts

Revenue comprises the value of construction services transferred to a customer during the period. The results for the period include adjustments for the outcome of contracts, including jointly controlled operations, executed in both the current and preceding years.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

1. Accounting policies (continued)

Revenue and profit (continued)

Fixed price contracts - the amount of revenue recognised is calculated based on total costs incurred as a proportion of total estimated costs to complete and is recognised over time. The estimated final value includes variations, compensation events and certain claims where it is highly probable that there will not be a significant reversal. Provision will be made against any expected loss as soon as it is identified.

Cost-reimbursable contracts - revenue is recognised based upon costs incurred to date plus any agreed fee and is recognised over time. Where contracts include a target price, consideration is given to the impact on revenue of the mechanism for distributing any savings or additional costs compared to the target price. Any revenue over and above the target price is recognised once it is highly probable that there will not be a significant reversal. Revenue includes any variations and compensation events where it is highly probable that there will not be a significant reversal.

Contract costs

Incremental costs to obtain a contract are capitalised to the extent the contract is expected to be sufficiently profitable for them to be recovered. All other costs to obtain a contract are expensed as incurred. Incremental costs to fulfil a contract are expensed unless they relate directly to an existing contract or specific anticipated contract, generate or enhance resources that will be used to satisfy the obligations under the contract and are expected to be recovered. These costs are amortised over the shorter of the duration of the contract or the period for which revenue and profit can be forecast with reasonable certainty. Where a contract becomes loss making, capitalised costs in relation to that contract are expensed immediately.

Facilities management contracts

Management services and facilities management contracts typically represent a single series performance obligation. Revenue is recognised over time as control passes to the customer and is typically measured on a straight-line basis.

Recoveries from claims against third-parties

The recognition of expected reimbursements resulting from certain third-party claims is accounted for in accordance with IAS 37 Provisions, Contingent Liabilities and Contingent Assets. This requires recovery to be 'virtually certain' before an asset can be recognised.

Government funding

Grants (including research and development expenditure credits) are recognised when there is reasonable assurance that the Company will comply with the conditions attaching to them and the grants will be received. The grants are recognised in the income statement over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis.

Interest income and expense

Interest income and expense is recognised on a time proportion basis using the effective interest method.

Dividend policy

Final dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the year in which the dividends are approved by the Company's shareholders. Interim dividends are recognised when paid.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

1. Accounting policies (continued)

Income tax

Current income tax is based on the taxable profit for the year. Taxable profit differs from profit before taxation recorded in the income statement because it excludes items of income or expense that are taxable or deductible in other years or that are never taxable or deductible. The liability for current tax is calculated using rates that have been enacted, or substantively enacted, by the balance sheet date.

The Company surrenders tax losses and other allowances by group relief to other companies within the Galliford Try Holdings plc Group. The party accepting such surrender pays the company an amount equal to the amount of tax such accepting party would have paid but for such surrender.

Deferred income tax is provided using the balance sheet liability method, providing for all temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes with the exception of the initial recognition of goodwill arising on an acquisition. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on rates and laws that have been enacted or substantively enacted by the balance sheet date. A deferred tax asset is only recognised when it is more likely than not that the asset will be recoverable in the foreseeable future out of suitable taxable profits from which the underlying temporary differences can be deducted.

Deferred income tax is charged or credited through the income statement, except when it relates to items charged or credited through the comprehensive income, when it is charged or credited there.

Intangible assets

Intangible assets include computer software developed by the Galliford Try group. The intangibles are reviewed for impairment at least annually or where there is a triggering event. Intangible assets are stated at cost less accumulated amortisation and impairment. Cost is determined at the time of acquisition as being directly attributable costs or, where relevant, by using an appropriate valuation methodology. Amortisation is charged through administrative expenses.

Intangible assets are being amortised over the following period:

Computer software - once the software is fully operational, amortisation is on a straight-line basis up to 10 years.

Property, plant and equipment

All property, plant and equipment is stated at cost less accumulated depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated to write off the cost of each asset to estimated residual value over its expected useful life. The annual rates of depreciation on cost are as follows:

Plant and machinery	15% to 33%
Fixtures and fittings	10% to 33%

In addition to systematic depreciation, the book value of property, plant and equipment would be written down to estimated recoverable amount should any impairment in the respective carrying values be identified. The asset residual values, carrying values and useful lives are reviewed on an annual basis and adjusted if appropriate at each balance sheet date.

Repairs and maintenance expenditure is expensed as incurred on an accruals basis.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

1. Accounting policies (continued)

Leases

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease term at a constant periodic rate of interest on the remaining balance of the liability. The right-of-use asset is depreciated over the lease term on a straight-line basis, unless the useful life of the asset is shorter than the lease term.

Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established based on an expected credit loss model (general or simplified approach as detailed under impairment of financial assets). The amount of the loss is recognised in the income statement.

When a trade receivable is uncollectible, it is written off against the impairment provision for trade receivables. Subsequent recoveries of amounts previously written off are credited against cost of sales in the income statement. Short-term trade receivables do not carry any interest and are stated at their amortised cost, as reduced by appropriate allowances for estimated irrecoverable amounts.

Impairment of financial assets

IFRS 9 establishes a new model for recognition and measurement of impairment in financial assets. Loans and receivables apply the "expected credit losses" (ECL) model. Expected credit losses are recognised and measured according to one of three approaches—a general approach (12 months ECL), a simplified approach (lifetime ECL) or the "credit adjusted approach". The Company has taken the practical expedient to apply a simplified "provision matrix" for calculating expected losses. The provision matrix is based on an entity's historical default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. For large one-off balances where there is no historic experience, analysis is completed in respect of a number of reasonably possible scenarios.

Cash and cash equivalents

Cash and cash equivalents are carried in the balance sheet at nominal value. Bank overdrafts are also included as they are an integral part of the Company's cash management. Bank deposits with an original term of more than three months are classified as short-term deposits where the cash can be withdrawn on demand and the penalty for early withdrawal is not significant.

Trade payables

Trade payables on normal terms are not interest bearing and are stated at their nominal value. Trade payables on extended terms, particularly in respect of land, are recorded at their fair value at the date of acquisition of the asset to which they relate and subsequently held at amortised cost. The discount to nominal value is amortised over the period of the credit term and charged to finance costs using the effective interest rate. Changes in estimates of the final payment due are taken to developments (land), in due course, to cost of sales in the income statement.

Provisions for liabilities and charges

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

1. Accounting policies (continued)

Provisions for liabilities and charges (continued)

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using the pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised as an interest expense.

Retirement benefit obligations

The Company operates a defined contribution pension scheme. The pension cost charge disclosed in note 4 represents contributions payable by the Company to the fund. Contributions to the defined contribution schemes are determined as a percentage of employees earnings and are charged to the income statement on an accruals basis.

Historically, the Company participated in Group operated defined benefit pension schemes for the benefit of certain of its employees, the assets of which were held separately from those of the Company in independently administered funds. However, as at 30 June 2021, all of these schemes have either been transferred to other parties or have been wound-up and the Group no longer has any associated liabilities.

Share based payments

The Galliford Try Holdings plc Group operates a number of equity-settled, share based compensation plans of which part of the total costs are recharged to the Company. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted, excluding the impact of any non-market vesting conditions such as growth in earnings per share. Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. At each balance sheet date, the Group revises its estimates of the number of options that are expected to vest. It recognises the impact of the revision to original estimates, if any, in the income statement, with a corresponding adjustment to equity. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium when the options are exercised.

2. Revenue

Revenue and profit are recognised as follows:

Revenue stream	Nature, timing of satisfaction of performance obligations and significant payment terms
Fixed price	<p>Contracts are typically accounted for as a single performance obligation; even when a contract (or multiple combined contracts) includes both design and build elements, they are considered to form a single performance obligation as the two elements are not distinct in the context of the contract given that each is highly interdependent on the other.</p> <p>The Company typically receives payments from the customer based on a contractual schedule of value that reflects the timing and performance of service delivery. Revenue is therefore recognised over time (the period of construction) based on an input model (reference to costs incurred to date). Un-invoiced amounts are presented as contract assets.</p> <p>Management do not expect a financing component to exist.</p>

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

2. Revenue (continued)

Cost-reimbursable	<p>A number of projects are undertaken using open-book/cost-plus (possibly with a pain/gain share mechanism) contracts.</p> <p>Contracts are typically accounted for as a single performance obligation with the majority of these contracts including a build phase only.</p> <p>The Company typically receives payments from the customer based on actual costs incurred. Revenue is therefore recognised over time (the period of construction) based on an input model (reference to costs incurred to date). Un-invoiced amounts are presented as contract assets.</p> <p>Management do not expect a financing component to exist.</p>
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Disaggregation of revenue

The Company derives its revenue from contracts with customers for the transfer of goods and services. All revenue is recognised over time.

Transaction price allocated to the remaining performance obligations

Revenue on existing contracts, where performance obligations are unsatisfied or partially unsatisfied at the balance sheet date, is expected to be recognised as follows:

	2023	2024	2025 onwards	Total
Revenue - year ended 30 June 2022	£'000	£'000	£'000	£'000
Revenue	663,179	141,414	33,187	837,780

	2022	2023	2024 onwards	Total
Revenue - year ended 30 June 2021	£'000	£'000	£'000	£'000
Revenue	590,331	140,134	5,125	735,590

Any element of variable consideration is estimated at a value that is highly probable not to result in future reversal.

3. Exceptional items

	2022 £'000	2021 £'000
Cost of sales	(5,668)	–
Administrative expenses	(1,093)	–
	(6,761)	–
Tax credit	1,285	–
	(5,476)	–

There were no exceptional items in the prior year. The items in respect of the current year relates to acquisition and integration related costs of the Water business of nmcn plc (in administration) on 7 October 2021. This is predominantly made up of legal and professional fees, integration and restructuring costs recognised in administrative expenses, and specific staff costs incurred during the period of site closures following nmcn plc entering administration that are recognised in cost of sales.

Galliford Try Construction Limited**Notes to the financial statements for the year ended 30 June 2022 (continued)****4. Employees and directors**

Employee benefit expense for the Company for the year is:

	2022 £'000	2021 £'000
Wages and salaries	90,681	62,619
Redundancy and termination costs	107	840
Social security costs	10,958	7,069
Other pension costs	9,365	6,948
Share-based payments	120	27
	111,231	77,503

The average monthly number of people including executive directors employed is:

	2022 Number	2021 Number
By activity:		
Production and sales	1,413	979
Administration and support	189	142
Management	97	70
Average number of employees during the year	1,699	1,191

The disclosure above includes employees who are employed by Galliford Try Employment Limited, a fellow subsidiary company, who are seconded to Galliford Try Construction Limited, and their costs are recharged to the Company accordingly.

Highest paid director

	2022 £'000	2021 £'000
Aggregate emoluments	1,010	487
Company pension contributions to money purchase schemes	58	56
	1,068	543

Aggregate directors' emoluments

	2022 £'000	2021 £'000
Aggregate emoluments	3,747	2,776
Company pension contributions to money purchase schemes	315	295
Total	4,062	3,071

The emolument of B Hocking is paid by other subsidiaries within the Galliford Try Holdings plc Group. He is also the director of fellow subsidiaries of Galliford Try Holdings plc and it is not possible to make an accurate apportionment in respect of his emolument to this subsidiary. Accordingly, the above details include no emoluments in respect of this director. His emolument is disclosed in the consolidated Group annual report and financial statements of Galliford Try Holdings plc for the year ended 30 June 2022.

5. Interest payable and similar charges

	2022 £'000	2021 £'000
Interest payable and similar charges		
-other interest payable (including interest on lease liabilities)	(374)	(322)
Total interest payable and similar charges	(374)	(322)
Net finance cost	(374)	(322)

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

6. Profit on ordinary activities before taxation

The following items have been included in arriving at the profit on ordinary activities before taxation:

	2022 £'000	2021 £'000
Employee benefits expense	111,231	77,503
Depreciation of property, plant and equipment		
- owned assets	180	125
- leased assets	4,622	4,238
Repairs and maintenance expenditure on property, plant and equipment	199	418

Services provided by the Company's auditors

During the year the Company obtained the following services from the Company's auditors at costs as detailed below:

The auditors' fee was born by Galliford Try Services Limited, a fellow subsidiary of Galliford Try Holdings plc. No other services were provided.

7. Tax on profit on ordinary activities

	2022 £'000	2021 £'000
Current tax for the year	(1,254)	(2,291)
Deferred tax (expense)/credit	(766)	106
Adjustments in respect of prior years:		
Current tax	(577)	897
Deferred tax	6,372	(69)
Income tax credit/(expense)	3,775	(1,357)

The total income tax credit for the year of £3,775k (2021: expense £1,357k) is lower than (2021: lower than) the blended standard rate of corporation tax in the UK of 19.0% (2021: 19.0%).

The differences are explained below:

	2022 £'000	2021 £'000
Profit on ordinary activities before taxation	19,298	14,813
Profit before income tax multiplied by the blended standard rate in the UK of 19.0% (2021: 19.0%)	(3,667)	(2,814)
Expenses not deductible for tax purposes	5	43
Non-taxable income	219	393
Adjustments in respect of prior years ¹	5,795	828
Deferred tax rate change	175	—
Net restriction of tax losses	1,248	—
Other	—	193
Income tax credit/(expense)	3,775	(1,357)

¹ The adjustment in respect of prior years of £5.8m predominantly arises from the recognition of a deferred tax asset from trading losses incurred by the Galliford Try group during the financial year ending 30 June 2020. This deferred tax asset was recognised in another Galliford Try group entity in the financial years ending 30 June 2020 and 30 June 2021.

In the Spring Budget 2021, the UK Government announced that from 1 April 2023 the corporation tax rate would increase from 19% to 25%. This new law was substantively enacted on 24 May 2021. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

Galliford Try Construction Limited**Notes to the financial statements for the year ended 30 June 2022 (continued)****8. Intangible assets**

	Total £'000
Cost	
At 1 July 2021	–
Additions	4,228
At 30 June 2022	4,228
Accumulated amortisation	
At 1 July 2021	–
Amortisation	453
At 30 June 2022	453
Net book value	
At 30 June 2022	3,775
At 30 June 2021	–

Intangible asset comprises customer relationships that was acquired as part of acquisition of water division of nmcn plc which is amortised over 7 years. Amortisation charges in the year have been included in administrative expenses.

9. Goodwill

	£'000
Cost	
At 1 July 2021	–
Additions	11,950
At 30 June 2022	11,950
Accumulated amortisation	
At 1 July 2021	–
At 30 June 2022	–
Net book value	
At 30 June 2022	11,950
At 30 June 2021	–

The goodwill of £11,950k relates to the amount arising from the acquisition of the water business of nmcn plc which is significantly attributable to the acquired workforce, consisting of 967 employees and represents one CGU. The recoverable amount of the CGU is determined based on value in use calculations. Please refer to note 24 for further details.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

10. Property, plant and equipment

	Land and buildings £'000	Plant and machinery £'000	Fixtures and fittings £'000	Total £'000
Cost				
At 1 July 2021	41	–	1,677	1,718
Additions	1,744	106	839	2,689
Disposals	–	–	(352)	(352)
At 30 June 2022	1,785	106	2,164	4,055
Accumulated depreciation				
At 1 July 2021	41	–	1,155	1,196
Charge for the year	6	–	174	180
Disposals	–	–	(352)	(352)
At 30 June 2022	47	–	977	1,024
Net book amount				
At 30 June 2022	1,738	106	1,187	3,031
At 30 June 2021	–	–	522	522

There are no assets held under finance lease (2021: £nil).

There has been no impairment of property, plant and equipment during the year (2021: £nil).

11. Leases

This note provides information for leases where the Company is a lessee.

Right of use assets

	Land and buildings £'000	Plant and machinery £'000	Motor Vehicles £'000	Total £'000
Cost				
At 1 July 2021	4,031	1,923	7,118	13,072
Additions	2,834	2,061	3,474	8,369
Disposals	(719)	(604)	(487)	(1,810)
At 30 June 2022	6,146	3,380	10,105	19,631
Accumulated depreciation				
At 1 July 2021	1,598	1,174	3,062	5,834
Charge for the year	784	1,472	2,366	4,622
Disposals	(719)	(604)	(487)	(1,810)
At 30 June 2022	1,663	2,042	4,941	8,646
Net book amount				
At 30 June 2022	4,483	1,338	5,164	10,985
At 30 June 2021	2,433	749	4,056	7,238

Lease liabilities

	2022 £'000	2021 £'000
Current	4,789	3,002
Non-current	6,643	4,475
Total lease liabilities	11,432	7,477

Galliford Try Construction Limited**Notes to the financial statements for the year ended 30 June 2022 (continued)****11. Leases (continued)**

The statement of profit or loss shows the following amounts relating to leases:

	2022 £'000	2021 £'000
Depreciation of right-of-use assets	4,622	4,238
Interest expense (included in finance cost)	370	322
Expenses relating to short term leases and leases of low value	1,774	2,177
Total expenses	6,766	6,737

Maturity of contractual undiscounted future lease payments:

	Land and buildings £'000	Plant and machinery £'000	Motor Vehicles £'000	Total £'000
As at 30 June 2022				
Less than 1 year	1,131	1,261	2,397	4,789
Between 1 and 5 years	3,323	241	3,209	6,773
More than 5 years	2,866	–	–	2,866
Total	7,320	1,502	5,606	14,428
	Land and buildings £'000	Plant and machinery £'000	Motor Vehicles £'000	Total £'000
As at 30 June 2021				
Less than 1 year	685	686	1,879	3,250
Between 1 and 5 years	472	99	2,575	3,146
Total	1,157	785	4,454	6,396

12. Investments in subsidiaries

The carrying value of investments has been reviewed and the directors are satisfied that there is no impairment. The Company holds 100% of the ordinary £1 shares in its subsidiaries, unless otherwise stated. All the subsidiary companies were incorporated in England and Wales or Scotland.

The subsidiary undertakings of the Company are:

Name	Registered office or principal place of business	Proportion of capital held
Galliford Try HPS Limited	Blake House, 3 Frayswater Place, Uxbridge UB8 2AD	100%
Kingseat Development 1 Limited	Morrison House, Kingseat Business Park, Kingseat, Newmachar, Aberdeenshire AB21 0AZ	100%
MCS Control Systems Limited ¹	Blake House, 3 Frayswater Place, Uxbridge UB8 2AD	100%

¹ Acquired on 8 July 2022

Galliford Try Construction Limited**Notes to the financial statements for the year ended 30 June 2022 (continued)****13. Trade and other receivables**

	2022 £'000	2021 restated (note 27) £'000
Amounts falling due within one year:		
Trade receivables	23,963	24,208
Less: provision for impairment of receivables	(38)	(48)
Trade receivables - net	23,925	24,160
Contract assets	97,234	78,974
Amounts owed by Group undertakings	149,746	230,693
Amounts owed by joint ventures	1,011	3,070
Other debtors	2,016	5,821
Research and development expenditure credits	1,545	2,068
Recoverable value-added tax	67	633
Prepayments	9,412	6,369
	284,956	351,788

Amounts owed by Group undertakings do not bear interest, have no fixed date of repayment and are repayable on demand.

14. Corporation tax recoverable

	2022 £'000	2021 restated (note 27) £'000
Corporation tax recoverable	6,871	8,702

The Company surrenders tax losses and other allowances by group relief to other Galliford Try group companies. The party accepting such surrender pays the Company an amount equal to the amount of tax such accepting party would have paid but for such surrender.

15. Cash and cash equivalents

	2022 £'000	2021 £'000
Cash and cash equivalents	129,642	74,190

In 2016, the IFRS Interpretations Committee released an update in respect of IAS 32 'Financial instruments: presentation' specifically in relation to offsetting and cash pooling.

This clarified that in order to offset bank account balances, an entity must have both a legally enforceable right and an intention to do so. The Company's bank arrangements and facilities with both HSBC Bank plc and Barclays Bank plc provide the legally enforceable right to offset and in the current year, the Group demonstrated its intention to offset by formally sweeping the balances. Consequently, the balances have been offset in the financial statements.

16. Trade and other payables

	2022 £'000	2021 restated (note 27) £'000
Trade payables	67,807	40,267
Contract liabilities	83,097	68,893
Amounts owed to Group undertakings	4,343	111,973
Other taxation and social security, payable	24,911	24,894
Accrued liabilities and deferred income	167,137	155,351
	347,295	401,378

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

16. Trade and other payables (continued)

Other payables are unsecured. Amounts owed to fellow group undertakings are non-interest bearing, unsecured and repayable on demand.

17. Provisions for other liabilities and charges

	2022 restated (note 27) £'000
Current	
At 1 July 2020 (as previously reported)	–
At 01 July 2020 (restated) ¹	6,800
Utilised during the year	(4,100)
Additions ²	3,200
At 30 June 2021 (restated) ¹	5,900
Utilised during the year	(13,500)
Additions ²	14,811
At 30 June 2022	7,211

¹ The provisions balance has been restated, reflecting a reclassification between accruals and provisions of £5,900k as at 30 June 2021 (1 July 2020: £6,800k), with no impact to any other balance reported at the balance sheet date. Onerous contract and rectification provisions were previously reported within accruals but should have been presented as provisions.

² Additions include £13,700k acquired as part of business combinations (note 24). Onerous contract provisions are made on loss-making contracts the Company is obliged to complete. Rectification provisions are made for potential claims and defects for remedial works against work completed by the Company.

As at 30 June 2022, £2,700k of provision related to three contracts. Management's best estimate of the range of outcomes on these three contracts is between £1,400k and £4,400k. The remaining £4,500k of the provision relates to a high number of immaterial balances. Due to the level of uncertainty, combination of cost and income variables and timing across the remaining portfolio of contracts, it is impracticable to provide a quantitative analysis of the aggregated judgements that are applied at a portfolio level and therefore management have not given a range of expected outcomes.

Due to the nature of the provisions, the timing of any potential future outflows is uncertain, however they are expected to be utilised within the Company's normal operating cycle, and accordingly are classified as current liabilities. Of the total provisions, all is likely to be utilised within 12 months.

18. Contract balances

Contract assets and liabilities are included within "trade and other receivables" and "trade and other payables" respectively on the face of the Balance Sheet. Where there is a corresponding contract asset and liability in relation to the same contract, the balance shown is the net position. The timing of work performed (and thus revenue recognised), billing profiles and cash collection, results in trade receivables (amounts billed to date and unpaid), contract assets (unbilled amounts where revenue has been recognised) and customer advances and deposits (contract liabilities), where no corresponding work has yet to be performed, being recognised on the Company's balance sheet.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

18. Contract balances (continued)

	2022		2021	
	Contract assets £'000	Contract liabilities £'000	Contract assets £'000	Contract liabilities £'000
1 July 2021 and 2020	78,974	(68,893)	105,475	(80,278)
Revenue recognised of which relates to performance obligations satisfied in the current year	800,834	48,268	724,187	35,825
Transfers in the period from contract assets to trade receivables	(782,574)	–	(750,688)	–
Net cash received in advance of performance obligations being fully satisfied	–	(62,472)	–	(24,440)
30 June	97,234	(83,097)	78,974	(68,893)

The amount of revenue recognised in the year from performance obligations satisfied in previous periods amounts to £2,197k (2021: £3,431k).

19. Deferred taxation

Deferred income tax is calculated in full on temporary differences under the liability method and is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities. The net deferred tax position at 30 June 2022 was:

	2022 £'000	2021 £'000
Deferred tax assets	9,848	4,242

The movement for the year in the net deferred income tax account is as shown below:

	2022 £'000	2021 £'000
At 1 July 2021	4,242	1,227
Income statement:		
Adjustment to prior year's deferred income tax ¹	6,372	(69)
Deferred tax credit	(766)	106
Transfer in of group payment arrangement claim	–	2,978
At 30 June 2022	9,848	4,242

¹ The adjustment in respect of prior year predominantly relates to deferred tax recognised from trading losses incurred by the Galliford Try group during the financial year ending 30 June 2020. This deferred tax asset was recognised in another Galliford Try group entity in the financial years ending 30 June 2020 and 30 June 2021.

Deferred income tax assets have been recognised in respect of all the losses and other temporary differences because it is probable that these will be recovered.

Galliford Try Construction Limited**Notes to the financial statements for the year ended 30 June 2022 (continued)****20. Share capital and reserves**

	Number of shares	Share Capital	Reserves	Total
Allotted and fully paid ordinary shares of £1		£'000	£'000	£'000
At 01 July 2020	15,000,000	15,000	(36,487)	(21,487)
Profit for the financial year	–	–	13,456	13,456
Capital contribution	–	–	40,000	40,000
Share based payments	–	–	27	27
At 30 June 2021 and 01 July 2021	15,000,000	15,000	16,996	31,996
Profit for the financial year	–	–	23,073	23,073
Capital contribution	–	–	40,000	40,000
Share based payments	–	–	120	120
At 30 June 2022	15,000,000	15,000	80,189	95,189

Included within reserves is £100m (2021: £60m) of capital contribution from its immediate parent Galliford Try Construction & Investments Holdings Limited.

21. Guarantees and contingent liabilities

The parent company Galliford Try plc and Group subsidiary companies have entered into financial guarantees and counter indemnities in respect of bank and performance bonds issued on behalf of the group undertakings, in the normal course of the business amounting to £127,100k (2021: £146,800k).

Disputes arise in the normal course of business, some of which lead to litigation or arbitration procedures. The directors make proper provision in the financial statements when they believe a liability exists. Whilst the outcome of disputes and arbitration is never certain, the directors believe that the resolution of all existing actions will not have a material adverse effect on the Company's financial position.

22. Share based payments

The Group operates a performance related share incentive plan for executives, this is discussed in the Group's annual report (refer to note 25). The Group also operates savings related option schemes ("SAYE"). The total charge for the year relating to employee share based payment plans was £120k (2021: £27k) all of which related to equity settled share based payment transactions.

Savings related share options

The Group operates an HMRC approved sharesave scheme, under which employees are granted an option to purchase ordinary shares in the Group at up to 20% less than the market price at grant, three years after the start date of their participation dependent on their entering into a contract to make monthly contributions into a savings account over the three years. These funds are used to fund the option exercise. This scheme is open to all employees meeting the minimum employment period. No performance criteria are applied to the exercise of sharesave options. The options were valued using the binomial option-pricing model.

The weighted average fair value of awards granted during the year was 70p (2021: 50p). There was nil (2021: nil) share options exercised during the year ended 30 June 2022 and the weighted average share price at the date of exercise was nil (2021: nil). The weighted average remaining contractual life is nil (2021: 2 years 11 months).

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

23. Related party transactions

	Sales to related parties	
	2022	2021
	£'000	£'000
Trading transactions		
Joint ventures	78,228	84,020
	2022	2021
	£'000	£'000
Amount owed by Joint ventures	1,011	3,070

Sales to related parties are based on terms that would be available to unrelated third parties. Receivables are due within one year (2021: one year) and are unsecured and interest free. Payables are due within one year (2021: one year) and are interest free.

24. Business combinations

On 7 October 2021, the Company acquired the water business of nmcn plc (which had been placed into administration) for £1 settled in cash. This expanded the Group's geographical presence on key frameworks across the UK, and its capabilities in the water sector, in line with the Group's strategy.

nmcn Water delivers water and wastewater projects for clients across the UK, including design and MEICA capabilities which will further allow growth across our Environment business.

The goodwill of £11.9m arising from the acquisition is significantly attributable to the acquired workforce, consisting of 967 employees. None of the goodwill recognised is expected to be deductible for income tax purposes. The following table summarises the provisional fair value of the assets acquired and liabilities assumed (which are deemed to represent one cash generating unit).

	£'000
Recognised amounts of identifiable assets acquired and liabilities assumed	
Intangible assets ¹	4,200
Trade and other receivables ^{2,5}	4,400
Trade and other payables ^{3,5}	(6,850)
Provisions and other liabilities ⁴	(13,700)
Total identifiable net liabilities	(11,950)
Goodwill	11,950
Total	–
Consideration	
Cash	–
Total	–

¹ Intangible assets comprise customer relationships and contracts that will be amortised over 7 years,

² Trade and other receivables relates to favourable contracts acquired.

³ Trade and other payables include £6.4m relating to unfavourable contracts acquired.

⁴ Provisions and other liabilities relate to onerous contracts.

⁵ The favourable and unfavourable contracts have been valued after assessing the margins in the underlying contracts novated. No deferred tax has been recognised.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

24. Business combinations (continued)

The acquisition contributed £66.7m of revenue and £1.3m of pre-exceptional profit before tax and amortisation (on the acquired intangibles) in the period to 30 June 2022. The performance of the business preceding the acquisition was impacted by nmcn plc entering administration, and accordingly it is impracticable to assess the contribution it would have made to the Group if acquired at the start of reporting period.

Acquisition related costs of £6,761k include legal and professional fees, integration, and staff costs, have been treated as exceptional, being material and non-recurring/irregular items in accordance with our accounting policies and detailed further in note 3.

25. Post balance sheet events

On 8 July, the Company acquired 100% of the share capital of MCS Controls Systems Limited ("MCS"), a leading systems integrator to the industrial and utilities sectors for a consideration of £1 settled in cash.

The addition of MCS's capabilities is complementary to the operations of Group's expanding Environment business. In particular, MCS provides additional competencies that complement those acquired in October 2021 with nmcn's water business and Lintott Control Systems and will accelerate the growth of Galliford Try Environment's asset optimisation and capital maintenance strategy.

For the year ended 31 December 2020, being the last year for which MCS has published audited results, MCS generated revenue of £10.1 million, incurred a pre-tax loss of £0.5 million and had net assets of £2.0 million. In addition to the purchase consideration of £1, Galliford Try expects to fund certain contractual liabilities incurred prior to the completion date of the acquisition to strengthen MCS's balance sheet and provide additional operational stability. As the acquisition was made after the reporting date, it has made no contribution to Group results for the year ended 30 June 2022.

The provisional Balance Sheet at the date of acquisition is shown below.

	£'000
Property, plant and equipment	300
Trade and other receivables	2,800
Trade and other payables	(3,600)
Borrowings	(1,200)
Deferred tax liabilities	(500)
Net liabilities acquired	(2,200)

At the date of this report, it is impracticable to disclose the provisional fair values of the acquired assets, liabilities, contingent liabilities and goodwill, including those expected to be deductible for tax purposes as the initial accounting for the business combination is not complete.

No other matter has arisen since the year end that requires disclosure in the financial statements.

26. Ultimate parent undertaking and controlling party

The immediate parent undertaking is Galliford Try Construction and Investments Holdings Limited which is registered in England and Wales. The ultimate parent undertaking and controlling party is Galliford Try Holdings plc, which is registered in England and Wales. This is the only company into which the Company's results are consolidated. Copies of the consolidated Group financial statements of Galliford Try Holdings plc are publicly available from Galliford Try Holdings plc, Blake House, 3 Frayswater Place, Cowley, Uxbridge, Middlesex, UB8 2AD.

Galliford Try Construction Limited

Notes to the financial statements for the year ended 30 June 2022 (continued)

27. Prior year adjustments

The Company has identified the need to make a correction to the 2021 balance sheet in relation to the following.

- i. The provisions and accruals balance has been restated, reflecting a reclassification between the two-line items. Onerous contract and rectification provisions were previously reported within accruals but should have been presented as provisions.
- ii. Other receivables and current income tax assets have been restated reflecting a reclassification of research and development expenditure credits from current income tax assets to other receivables.

To correct the presentation of these balances in the prior year, the Company has restated the balance sheet and associated note disclosures as at 30 June 2021 as outlined below.

Balance Sheet

	2021 originally reported £'000	Adjustment i) £'000	Adjustment ii) £'000	2021 restated £'000
Assets				
Non-current assets				
Property, plant and equipment	522	-	-	522
Right-of-use assets	7,238	-	-	7,238
Investments in subsidiaries	69	-	-	69
Deferred income tax assets	4,242	-	-	4,242
Total non-current assets	12,071	-	-	12,071
Trade and other receivables	349,720	-	2,068	351,788
Corporation tax recoverable	10,770	-	(2,068)	8,702
Cash and cash equivalents	74,190	-	-	74,190
Total current assets	434,680	-	-	434,680
Total assets	446,751	-	-	446,751
Liabilities				
Current liabilities				
Trade and other payables	(407,278)	5,900	-	(401,378)
Lease liabilities	(3,002)	-	-	(3,002)
Provisions for other liabilities and charges	-	(5,900)	-	(5,900)
Total current liabilities	(410,280)	-	-	(410,280)
Current assets				
Non-current liabilities				
Lease liabilities	(4,475)	-	-	(4,475)
Total non-current liabilities	(4,475)	-	-	(4,475)
Total liabilities	(414,755)	-	-	(414,755)
Net assets	31,996	-	-	31,996
Equity				
Ordinary shares	15,000	-	-	15,000
Profit and loss account	16,996	-	-	16,996
Total equity attributable to owners of the Company	31,996	-	-	31,996