CH2M HILL IDC (UK) LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

REGISTERED NUMBER: SC158615



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CH2M HILL IDC (UK) LIMITED DIRECTOR'S REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

The director presents his report on the affairs of the company, together with the audited financial statements for the year ended 31 December 2019.

1 Principal activity

The principal activity of the company was the provision of consulting engineering services to private industrial clients. However the Company is winding down its activities and has not provided these services in the current or preceding years.

2 Results

The company made a loss after taxation of £29,998 in the year (2018: loss of £2,901,836).

The Company has no ongoing projects having completed all its projects in the previous years. Hence, the Company did not trade commercially during the year. The increased loss for the prior year is attributable

to the impact of inter-company debt forgiveness.

The director is unable to recommend a dividend payment in respect of the year ended 31 December 2019 (2018: Nil)

3 Going Concern

The Company has net liabilities and net current liabilities of £11,589,599 (2018: net current liabilities and net liabilities of £11,559,602), and incurred losses in the year ended 31 December 2019. It is the intention of the Director to wind-up the affairs of the company in the near future. The Director does not consider it appropriate, therefore, to prepare the Financial Statements on a going concern basis and they have thus been prepared on a break-up basis.

4 Break up basis of preparation

The Financial Statements have been prepared on a break-up basis reflecting the intention of the Director to wind-up the Company's affairs. The Director has considered the requirement to reduce the book value of the Company's assets to their estimated realisable amounts and to provide for any further liabilities which will arise, and, to reclassify fixed assets as current assets. No adjustments have been considered necessary to the carrying values of assets and liabilities because of preparation of the Financial Statements on a break-up basis. All assets and liabilities have been presented as current assets and liabilities.

5 Post balance sheet events

In early 2020, the existence of Covid-19 was confirmed in China and has since spread across a number of countries, resulting in Governments taking measures in a number of countries to limit the spread of the disease including restrictions on the movment on people and social distancing.

As the Company does not trade commercially, to date there has been no significant impact on its financial position; however, the effects of Covid-19 and the measures taken by Government continue to evolve and hence it is not possible to fully quantify the impact this will have on the Company in the longer-term.

6 Share capital

The ordinary share capital of the company at 31 December 2019 was held beneficially as follows:

CH2M Hill Engineers Inc

270,000 ordinary shares (100%)

7 <u>Directors</u>

The following served on the board of directors during the period under review and to the current date:

P McRoberts

CH2M HILL IDC (UK) LIMITED **DIRECTOR'S REPORT** FOR THE YEAR ENDED 31 DECEMBER 2019

(continued)

8 Auditor

. Each of the persons who is a director at the date of approval of this report confirms that:

- · so far as the director is aware, there is no relevant audit information of which the company auditor is unaware; and
- the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of S418 of the Companies Act 2006.

Pursuant to section 487 of The Companies Act, 2006, the auditor is deemed to be reappointed and Ernst and Young LLP will therefore continue in office.

Small Companies' Exemption

The Director has taken the advantage of the small companies' exemption available under the Companies Act 2006 S. 414B in not preparing a Strategic Report.

10 **Director's Qualifying Third Party Indemnity Provisions**

The Company has granted indemnity to the Director against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the Director's Report.

Approved by the Board and signed

on its behalf by:

Registered office: 4th Floor

115 George Street Edinburgh EH2 4JN United Kingdom

P McRoberts Director

6 August 2020

Registered Number:

SC158615

CH2M HILL IDC (UK) LIMITED

STATEMENT OF DIRECTOR'S RESPONSIBILITIES IN RESPECT OF THE DIRECTOR'S REPORT AND THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Under company law the director 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 director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business. As explained in note 1 (a), the director does not believe that it is appropriate to prepare these financial statements on a going concern basis.

The director is 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 him to ensure that the financial statements comply with the Companies Act 2006. The director has general responsibility for taking such steps as are reasonably open to him to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CH2M HILL IDC (UK) LIMITED

Opinion

We have audited the Financial Statements of CH2M HILL IDC (UK) Limited for the year ended 31 December 2019 which comprise the Income Statement, the Balance-Sheet, Statement of Changes in Equity and, the related notes 1 to 11, 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the Financial Statements:

- give a true and fair view of the Company's affairs as at 31 December 2019 and of its loss 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.

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 below. 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.

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

Emphasis of matter - Financial Statements prepared on a basis other than Going Concern

We draw attention to Note 1 to the Financial Statements which explains that the Company has ceased trading and that the director intends to liquidate the Company in the foreseeable future. The Director, therefore considers that it is inappropriate to adopt the going concern basis in preparing the Financial Statements. Accordingly, the Financial Statements have been prepared on a basis other than going concern as described in Note 1. Our opinion is not modified in this respect of this matter.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Director is responsible for the other information.

Our opinion on the Financial Statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CH2M HILL IDC (UK) LIMITED

(continued)

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Director's Report for the financial year for which the Financial Statements are prepared is consistent with the Financial Statements; and
- the Director's Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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 Director's 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
- certain disclosures of Director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Director was not entitled to take the advantage of the small companies' exemption in not preparing the Strategic Report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CH2M HILL IDC (UK) LIMITED

(continued)

Responsibilities of Director

As explained more fully in the Statement Director's Responsibilities set out on page 3, the Director is 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 Director determines necessary to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

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.

A further description of our responsibilities for the audit of the Financial Statements is located on the Financial Reporting Council's website at https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors 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

Adrian Mulea (Senior Statutory Auditor)

K-1 700 0

For and on behalf of Ernst & Young LLP, Statutory Auditor

London

Date: 6 August 2020

CH2M HILL IDC (UK) LIMITED INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019

	Notes	. <u>2019</u> £	<u>2018</u> £
Turnover	2		•
Cost of sales	_		
Gross profit		-	-
Administrative Income/(expenses)	_	372,624	(2,561,520)
Operating Profit/(Loss)	3	372,624	(2,561,520)
Interest payable and similar charges	4 _	(402,622)	(340,316)
Loss on ordinary activities before taxation		(29,998)	(2,901,836)
Tax on loss on ordinary activities	5 _		
Loss for the financial year	=	(29,998)	(2,901,836)

The company has no recognised gains and losses other than those shown above and therefore no separate statement of other comprehensive income has been presented.

Notes on pages 10 to 14 form part of these financial statements.

CH2M HILL IDC (UK) LIMITED BALANCE SHEET AS AT 31 DECEMBER 2019

-	Notes	<u>2019</u> £	2018 £
Current assets			
Debtors: amounts falling due within one year	6	441,189	437,104
Cash at bank and in hand		32,602	54,847
		473,791	491,951
Current Liabilities			
Creditors: amounts falling due within one year	7	(12,063,391)	(12,051,553)
Net current liabilities		(11,589,600)	(11,559,602)
Total assets less current liabilities		(11,589,600)	(11,559,602)
Net liabilities		(11,589,600)	(11,559,602)
Capital and reserves			
Called up share capital	8	270,000	270,000
Profit and loss account		(11,859,600)	(11,829,602)
Shareholder's deficit		(11,589,600)	(11,559,602)

Notes on pages 10 to 14 form part of these financial statements.

The financial statements for CH2M HILL IDC (UK) Limited, registered number SC158615, were approved by the board of directors and authorised for issue on 6 August 2020. They were signed on its behalf by:

P McRoberts Director

CH2M HILL IDC (UK) LIMITED STATEMENT OF CHANGES IN EQUITY AT 31 DECEMBER 2019

	Called up share capital	Capital contribution	Profit and loss account	Total equity
	£	£	£	£
Balance at 1 January 2018	270,000		(8,927,766)	(8,657,766)
Loss for the period	-	-	(2,901,836)	(2,901,836)
Total comprehensive loss for the year			(2,901,836)	(2,901,836)
Balance at 31 December 2018	270,000		(11,829,602)	(11,559,602)
Balance at 1 January 2019	270,000	-	(11,829,602)	(11,559,602)
Loss for the period	-	-	(29,998)	(29,998)
Total comprehensive loss for the year	-	-	(29,998)	(29,998)
Balance at 31 December 2019	270,000	-	(11,859,600)	(11,589,600)

Notes on pages 10 to 14 form part of these financial statements.

1 PRINCIPAL ACCOUNTING POLICIES

Basis of accounting

CH2M Hill IDC (UK) Limited is a company limited by shares and incorporated and domiciled in the UK.

The financial statements have been prepared on a break-up basis reflecting the intention of the director to wind the company up in accordance with Financial Reporting Standard 102 - The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS102").

Consolidated financial statements have not been prepared as the company is itself a wholly owned subsidiary of Jacobs Engineering Group, Inc., a company incorporated in the United States of America, as permitted by Section 400 of the Companies Act 2006.

The company is considered to be a qualifying entity under FRS 102 paragraphs 1.8 to 1.12. The following exemptions available under FRS 102 in respect of certain disclosures for the financial statements have been applied:

- (i) No Cash Flow Statement with related notes is included
- (ii) Key Management Personnel compensation is not disclosed
- (iii) Certain disclosures required by FRS 102.26 Share Based Payments
- (iv) Transactions with companies within the Jacobs Group are not disclosed

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements

Judgements made by the director, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed below.

(a) Measurement convention

The Financial Statements are prepared on a historical cost basis and in sterling which is also the functional currency of the company.

The Financial Statements have been prepared on a break-up basis reflecting the intention of the Director to wind-up the Company's affairs. The Director has considered the requirement to reduce the book value of the Company's assets to their estimated realisable amounts and to provide for any further liabilities which will arise and to reclassify fixed assets as current assets. All assets and liabilities have been presented as current assets and liabilities.

No adjustments have been considered necessary to the carrying values of assets and liabilities because of preparation of the Financial Statements on a break-up basis. All assets and liabilities have been presented as current assets and liabilities.

(b) Going concern

The Company ceased commercial trading activity in prior years. It is the intention of the Director to wind-up the Company's affairs in the near future. On the basis that the Company will be wound up, the Director does not consider it appropriate to prepare the Financial Statements on the Going Concern basis and consequently, the Financial Statements have been prepared on a break-up basis of accounting.

(c) Use of critical estimates and judgements

The preparation of Financial Statements in conformity with FRS102 requires management to make certain estimates, judgements and assumptions. These estimates, judgements and assumptions can affect the reported amounts of assets and liabilities as of the date of the Financial Statements, as well as the reported amounts of revenue and expenses during the periods presented. Actual results could differ from these estimates. In the opinion of the Director, there are no critical estimates or judgements, which have a material impact on the Financial Statements other than in respect of indefinite lived current assets in the form of amounts owed by group and related undertakings. The Company determines on an annual basis whether there are any internal or external conditions that may indicate that the carrying value is impaired and whether an impairment exercise is required.

(d) Foreign exchange

Transactions in foreign currencies are recorded at the rate of exchange at the date of transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date. Gains or losses on translation are included in the profit and loss account.

(continued)

1 PRINCIPAL ACCOUNTING POLICIES (continued)

(e) Basic financial instruments

Trade and other debtors / creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at cost plus attributable transaction costs. Subsequent to initial recognition, trade and other debtors are recognised at the amortised cost less any impairment provisions, with trade and other creditors being measured at amortised cost.

Interest bearing borrowings classified as basic financial instruments

Interest bearing borrowings repayable on demand are recognised at the transaction value, with interest being charged to the profit and loss account.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits, together with bank overdrafts that are repayable on demand and form an integral part of the company's cash management.

(f) Impairment

Financial assets (including trade and other debtors)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cashflows of that asset which can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the company would receive for the asset if it were to be sold at the reporting date. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of the impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss. The Director exercises judgement in relation to the carrying value of each investment to ensure that it is supportable at each Balance sheet date.

Non financial assets

The carrying amounts of the company's non financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. An impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the company would receive for the asset if it were to be sold at the reporting date. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of the impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

(g) Expenses

Interest payable

Interest payable and similar charges includes interest payable on loans from related parties. Interest payable is recognised in profit or loss on an accruals basis.

(continued)

1 PRINCIPAL ACCOUNTING POLICIES (continued)

(h) Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax, including UK corporation tax and foreign tax, is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted

2 TURNOVER

The director considers there to be one class of business, being consulting engineers, with turnover deriving from the principal activity of the company in the United Kingdom. However the company has not engaged in the supply of these services in the current or prior year.

3 · OPERATING (LOSS)/PROFIT

Ernst and Young LLP's renumeration for the audit of financial statements for the year was £6,180 (2018: £6,000) No other amounts were payable by the company to its auditor for non-audit services. In 2019 and 2018, auditor remuneration was borne by fellow group undertakings, Halcrow Group Limited and CH2M Hill United Kingdom, respectively.

The level of qualifying services of the Director of the company is considered to be incidental and negligible compared to the services provided to the group. There are no management charges to the company from the parent company for these services. Consequently it is determined that the renumeration for such qualifying services is £nil. (2018: nil)

4 INTEREST PAYABLE AND SIMILAR CHARGES

	<u>2019</u>	2018_
	£	£
Interest payable on:		
Loans from related parties	402,622	340,316
	402,622	340,316

(continued)

5	TAX ON LOSS ON ORDINARY ACTIVITIES	2019 £	<u>2018</u> £
	United Kingdom corporation tax	-	-
	Deferred Taxation		
	Origination and reversal of timing differences	(76,498)	-
	Impact of rate change	8,052	-
	Deferred tax unrecognised	68,446	-
	Total deferred Tax	-	<u>-</u> _
	Total tax(credit)/charge for period	<u> </u>	-
	The standard rate of tax for the year, based on the UK standard rate of for the current and the previous year differs from the standard rate for the standard rate of		
	Loss on activities before tax	(29,998)	(2,901,836)
		(5,700)	(551,349)
	Tax on loss on ordinary activities at standard rate	(3,700)	(331,343)
	Factors affecting charge for the year:		
	Income not taxable	(74,249)	
	Current year tax losses not utilised		480,687
	Expenses not deductible for tax purposes	3,992	64,660
	Temporary differences on which no deferred tax has been provided for		-
	Group relief surrendered for nil payment		-
	Non-recognition of post-cessation costs	(541)	6,002
	Deferred tax rate change	8,052	
	Deferred tax unrecognised	68,446	
	Total tax charge for the year		<u> </u>
	In the Spring Budget 2020, the UK Government announced that from 1 (rather than reducing to 17%, as previously enacted) this new law was s proposal to keep the rate at 19% had not been substantively enacted by these financial statements. A deferred tax asset has not been recognised in respect to tax losses, a uncertain.	substantively enacted o by the balance sheet da	on the 17 March 2020. As the ate, its effects are not included in
		2010	2018
		<u>2019</u> £	<u>2016</u> £
	Deferred taxation		
	Charge to Income Statement	76,498	-
	Impact of rate change	(8,052)	-
	Deferred tax unrecognised	(68,446)	-
	Displaced in the helenes should		

Disclosed in the balance sheet

(continued)

6 DEBTORS - AMOUNTS FALLING DUE WITHIN ONE YEAR

	<u>2019</u>	<u>2018</u>
Amounts owed by group undertakings	441,189	437,104
	441,189	437,104

Amounts owed by group undertakings are unsecured, non-interest bearing and repayable on demand.

7 CREDITORS - AMOUNTS FALLING DUE WITHIN ONE YEAR

	Amounts owed to group undertakings	2019 £ 12,063,391 12,051,553	2018 £ 12,051,553 11,036,517
8	SHARE CAPITAL Allotted, called up and fully paid, authorised share capital:	<u>2019</u> £	<u>2018</u> £
	270,000 (2018: 270,000) ordinary shares of £1 each	270,000	270,000

9 RELATED PARTY TRANSACTIONS

In accordance with section 33.1A of FRS 102, 'Related Party Disclosures', transactions with other group undertakings within the Jacobs group have not been disclosed in these financial statements.

10 ULTIMATE PARENT UNDERTAKING

The immediate parent undertaking is CH2M Hill Engineers Inc, a company incorporated in the United States of America. The ultimate parent undertaking is Jacobs Engineering Group, Inc. ("Jacobs"). This is the smallest and largest group which prepares consolidated financial statements, which include the results of the company. Jacobs is an international technical professional services company which is listed on the New York Stock Exchange (NYSE). Copies of Jacobs financial statements are available on the Group's website at www.jacobs.com. The postal address is 1999 Bryan Street, Suite 1200, Dallas, TX 75201, United States.

11 POST BALANCE SHEET EVENTS

In early 2020, the existence of Covid-19 was confirmed in China and has since spread costs across a number of countries, resulting in Governments taking measures in a number of countries to limit the spread of the disease including restrictions on the movement on people and social distancing.

As the Company does not trade commercially, to date there has been no significant impact on its financial position; however, the effects of Covid-19 and the measures taken by Governments continue to evolve and hence, it is not possible to fully quantify the impact this will have on the Company in the longer-term.