

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022
COMPANY NUMBER 07577610

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SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

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SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022

Business review and future developments

Nature of the business

SNC-Lavalin Transport Advisory Limited (the Company) operates primarily within engineering related, scientific and technical consulting activities. It expects to continue operating within this field for the foreseeable future.

Objectives of the business and future developments

During the year, the Company was a member of the group of companies headed by SNC-Lavalin Group Inc. (the Group).

Throughout the year, the Group has been making significant progress on its digital transformation journey by digitally evolving our core services and by globally scaling new service offerings including the Digital Automation Library. This is a new platform which serves as a central repository of digital tools including a live tracking application that provides real-time information on how specific tools would help the deployed projects. The Library promotes efficiency, consistency and best practices across the organisation. The Group is confident that the Library will help achieve value for money in line with the UK Government's emphasis.

The Group's strategy is focused on engineering a better future for the planet and its people and as a result it is committed to promoting sustainable growth and innovation through investing in digital technologies.

The Group focuses on designing solutions that work across the entire project lifecycle, and at scale. Our new digital strategy will enable the business to deliver on our corporate strategy by embedding people, data and technology into everything it does. Digital investment is focussed on transforming how the Group designs and collaborates; developing a global programme management service; implementing a digital twin solution; leveraging advanced analytics; and creating an environment to store and connect data to unlock value.

Further details of the objectives and future developments for the Group are disclosed in the SNC-Lavalin Group Inc. Financial Statements for the year ended 31 December 2022 (note 9).

Principal risks and uncertainties

We continue to manage a number of potential risks and uncertainties which could have a material impact on our strategic and operational objectives. Many of these risks are common to other companies and we assess them regularly to establish the principal risks and uncertainties for the Group. SNC-Lavalin Group Inc. has measures in place to identify, monitor and, to a certain extent, mitigate such risks and uncertainties across the Group (further details are disclosed in the SNC-Lavalin Group Inc. Financial Statements for the year ended 31 December 2022) (note 9).

Ukraine

The Group continues to consider the impact of ongoing geopolitical tensions on its operations. As part of its risk reduction strategy, the Group has added high-risk countries such as Russia and Belarus to its list of prohibited countries to ensure the safety of its employees and the resilience of its operations. A Group-wide travel ban to Ukraine and Russia (including Belarus), remains in force. The Group has assessed the impact on its operations and is comfortable that there are no jobs or clients based in Ukraine, Russia or Belarus.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

Principal risks and uncertainties (continued)

Cyber-security

The Group recognises the increased risk of cyber-attacks and remains on high alert, with additional training in the form of mandatory e-learning for all employees to increase awareness and resilience. Additional training is continuously implemented in the form of simulated phishing emails sent to all employees monthly with tracking of individual and overall performance. Further reinforcement is provided by monthly cyber security micro tips which cover specific items of interest as well as corporate communications on cyber security via the Group's Intranet, email and Yammer. This is in addition to many technical controls, including user access controls requiring strong passwords, firewalls, protection against malware on all systems and protection against malicious links and files in email and web browser sessions. The Group's systems are continuously monitored for signs of attack and any anomalous activity is investigated.

Inflation

Rising inflation and supply chain disruptions are being monitored closely and there is currently no material impact on the Company's financial performance and operations. Looking ahead, there is a risk that increased costs could impact the markets in which the Group operates and future work. The Group will continue to monitor the situation closely and manage the resource base efficiently to align costs with revenues and ensure profitability of the Company.

COVID-19

In response to the COVID-19 pandemic, the Group recognises the importance of prioritising the health and safety of its employees by adopting a hybrid work model that combines remote work and in person work. Since 2021, the Group has continued to invest in technology and innovation to support this trend. The Group has taken several steps, such as offering mental health resources, flexible working arrangements, and other initiatives in order to promote a healthy work-life balance and to increase awareness and support its employees.

Results and dividends

Revenue

In the year ended 31 December 2022, the Company's revenue was £684.8k (31 December 2021: £499.1k), an increase of 37.2% due to a number of new projects opened in the year.

Operating loss

Operating loss for the year was £222.5k, (31 December 2021: loss of £424.7k), due to increased project profitability and a reduction in overhead spend.

Dividends

The directors do not recommend a dividend in respect of the year ended 31 December 2022 (31 December 2021: £nil).

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

Key performance indicators

The Company forms part of a sub-section of the SNC-Lavalin Group Inc.'s EDPM sector. The Group's devolved management teams uses a range of performance measures to monitor and manage their relevant sectors. As such, KPIs are not generated at company level, but are generated and monitored at sector level and below. Those that are particularly important in monitoring our progress in generating shareholder value are considered KPIs.

Our sectors' KPIs measure past performance and also provide information and context to anticipate future events and, in conjunction with our detailed knowledge and experience of the segments in which we operate, allow us to act early and manage the business going forward. We track safety, volume, staff turnover, staff engagement, profitability, efficiency, secured workload and capacity.

Revenue, operating profit and margin provide indications as to the volume and quality of work we have undertaken. They measure both profitability and the efficiency with which we have turned operating profits into cash.

Work in hand measures our secured workload as a percentage of the budgeted revenue for the next year. Staff turnover is a measure of capacity and show us how effective we have been in recruiting and retaining our key resource.

	Year ended 31 December 2022	Year ended 31 December 2021	% change in period
Financial metrics			
Revenue	£684.8k	£499.1k	37.2%
Operating loss	£(222.5)k	£(424.7)k	(47.6%)
Operating margin	(32.5%)	(85.1%)	52.6%

Revenue increased by 37.2% to £684.8k (31 December 2021: £499.1k) and operating loss decreased by 47.6% due to increased project profitability and a reduction in overhead spend.

Corporate sustainability

The Company is committed to acting responsibly towards all its stakeholders and the Group is committed to taking a leadership position within its sector with regards to corporate sustainability. The Group's corporate sustainability strategy and performance is published on its website at www.sncclavalin.com/en/sustainability. SNC-Lavalin is a signatory to the UN's Race to Zero campaign.

Approved by the board of directors and signed on its behalf by:



Louise McAllister
 Company Secretary
 24 August 2023

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022

The directors present their annual report together with the Financial Statements and the Independent Auditor's Report of SNC-Lavalin Transport Advisory Limited (the Company) for the year ended 31 December 2022.

As permitted by legislation, the following information and disclosures that are required under Company Law are included in the Strategic report and are incorporated into this report by reference:

- review of the performance and future development of the Company;
- principal risks and uncertainties; and
- the amount (if any) that the directors recommend by way of a dividend.

The Company is domiciled in England and Wales and is a private limited company.

Treasury policies and objectives

Throughout the year, SNC-Lavalin Group Inc.'s treasury function managed and monitored the funding requirements and financial risks in support of the Group's corporate objectives (further details are disclosed in the SNC-Lavalin Group Inc. consolidated Financial Statements for the year ended 31 December 2022) (note 9).

Financial risk management

Foreign exchange risk could arise from commercial transactions undertaken in currencies other than the local functional currency however this is not material to the Company. All material intercompany funding balances are denominated in Sterling. Interest rate risk arises from interest bearing intercompany loan balances, the majority of which are at floating rates of interest; changes in the interest rate results in changes in interest-related cash flows. No interest hedging is currently undertaken by the Company.

Credit risk arises from credit exposures to customers. Exposure and payment performance are monitored closely both at individual project and client level, with a series of escalating debt recovery actions taken where necessary. There is no recent history of default. There are no other financial risks that are material for the Company.

Critical accounting policies

The preparation of Financial Statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The area requiring a higher degree of judgement or complexity is revenue recognition and there are no areas where assumptions and estimates are significant to the Financial Statements. The relevant accounting policy and note to the Financial Statements are denoted by a •.

Climate change reporting

The Company provides services to its clients and uses people with technical skills to deliver these services. As a result, the Company does not have significant investments in property, plant and equipment and therefore limited risk of physical impacts resulting from climate change. The Company has shown its ability to work flexibly, with a mix of office/site and home-based working, and as such it believes any physical impacts of climate change will not significantly impact its ability to deliver services to clients. In fact, addressing climate change has resulted in a number of opportunities for the Company as government and private clients look to invest in low carbon and climate change solutions.

The Company has not identified any significant impact on financial statement assumptions and estimates due to climate change.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

Directors

The directors who served during the year and up to the date of signing these Financial Statements unless otherwise stated are included in the table below.

Name	Appointed	Resigned
S G Cole	-	-
S M Jones	01 January 2022	-
T P Meacock	01 January 2022	17 May 2023

Indemnification of and insurance cover for directors and officers

Directors and officers of the Company benefit from directors' and officers' liability insurance cover in respect of legal actions brought against them. In addition, directors of the Company are indemnified in accordance with article 79 of the Company's articles of association to the maximum extent permitted by law, such indemnities being qualifying third party indemnities. Neither the insurance nor the indemnities provide cover where the relevant director or officer has acted fraudulently or dishonestly.

Directors' remuneration

Directors' remuneration has been disclosed in note 3 to the Financial Statements.

Political donations

The Company made no political donations and incurred no political expenditure during the year ended 31 December 2022 (31 December 2021: £nil).

Share capital

Full details of the Company's issued share capital can be found in note 8 of these Financial Statements.

Lava Labs: Sustainable Collaboration

Recognising the importance of addressing the environmental challenges, and continuing to drive a sustainable future, during 2022, the Group initiated the establishment of Lava Labs in its Montreal, London, Whitehaven and Bangalore offices. These hubs serve as transformative digital collaboration space where the project teams across the Group are able to bring together ideas with clients and partners to address the planet's most complex problems. The Lava Labs have already hosted a range of activities and events, providing valuable experiences for the Group's teams and partners to collaborate and work towards a more sustainable future.

Directors' responsibility statement

The directors are responsible for preparing the Annual report and the Financial Statements in accordance with applicable law and regulations.

Company Law requires the directors to prepare financial statements for each financial year. Under that law, the directors have elected to prepare the Financial Statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 "Reduced Disclosure Framework". 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 year.

In preparing these Financial Statements, the directors are 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.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

Directors' statement of responsibility (continued)

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 Annual Report and Financial Statements comply with the Companies Act 2006. They 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 the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Disclosure of audit information

The directors confirm that, as at the date this report was approved, so far as each director is aware there is no relevant audit information of which the Company's independent auditor is unaware and that he or she has taken all the reasonable steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to ensure that the Company's independent 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.

Going concern

The Company's most recent budget and work in hand, taking account of reasonably possible changes in trading performance and modelling of downside scenarios, reflected an adverse impact on the liquidity of the Company. The directors have considered the arrangement with Atkins Limited, collecting trade receivables on behalf of the Company in exchange for an intercompany balance, and concluded that there is minimal risk of default on these balances due from Atkins Limited because they are all wholly owned subsidiaries within the same Group. In addition, Atkins Limited is in a good financial position and has the ability to repay its creditors.

As a result of the downside scenarios that were modelled, SNC-Lavalin Group inc. has given an undertaking to the directors of the Company that it will provide the necessary financial support for the Company to pay its debts as and when they fall due for a period through to 31 December 2024. The directors have considered the ability of SNC-Lavalin Group Inc. to support its subsidiaries and are satisfied that it has the financial ability to do this. It is on this basis that the directors have concluded that it is appropriate to adopt the going concern basis in preparing the Financial Statements.

Independent auditor

The Company's auditor, Deloitte LLP, has indicated its willingness to continue in office for a further year.

Approved by the board of directors and signed on its behalf by:



Louise McAllister
 Company Secretary
 24 August 2023

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
SNC-LAVALIN TRANSPORT ADVISORY LIMITED

Report on the audit of the Financial Statements

Opinion

In our opinion the Financial Statements of SNC-Lavalin Transport Advisory Limited (the Company):

- give a true and fair view of the state of the Company's affairs as at 31 December 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the Financial Statements which comprise:

- the income statement;
- the statement of comprehensive expense;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 9.

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 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 Financial Reporting Council's (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.

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 other information comprises the information included in the Annual report, other than the Financial Statements and our auditor's report thereon. The directors are responsible for the other information contained within the Annual report. 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.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
SNC-LAVALIN TRANSPORT ADVISORY LIMITED (CONTINUED)

Other information (continued)

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.

We have nothing to report in this regard.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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.

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

Extent to which the audit was considered 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 considered the nature of the Company's industry and its control environment, and reviewed the Company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and the directors about their own identification and assessment of the risks of irregularities, including those that are specific to the Company's business sector.

We obtained an understanding of the legal and regulatory frameworks that the Company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the Financial Statements. These included UK Companies Act, pensions legislation, tax legislation; and
- do not have a direct effect on the Financial Statements but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty. These included The General Data Protection Regulation, UK Modern Slavery Act and Bribery Act.

We discussed among the audit engagement team, including relevant internal specialists such as tax and IT, regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the Financial Statements.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
SNC-LAVALIN TRANSPORT ADVISORY LIMITED (CONTINUED)

Extent to which the audit was considered capable of detecting irregularities, including fraud (continued)

As a result of performing the above, we identified the greatest potential for fraud in revenue recognition, and our specific procedures performed to address it are described below:

The revenue recognition fraud risk that we identified is:

- A contract does not exist under IFRS 15;
- The recording of variable consideration under IFRS 15 is not accurate or the Company is not entitled to the consideration; and
- The estimated forecasted cost to complete (including contingencies and reserves) is inaccurate.

To address these risks, we performed the following procedures for a sample of revenue contracts:

- Obtained an understanding of relevant controls over project forecasts;
- Reconciled revenue to signed contracts and variation orders ensuring the revenue was recorded in the correct legal entity;
- Validated the amount of revenue recorded in the year is appropriate based on the terms and conditions specified in the underlying revenue contracts;
- Challenged the assumptions made in calculating project forecasted revenue including claims, change orders, liquidated damages and penalties through inquiries with project managers and analysis of contract terms and purchase orders; and
- Challenged the assumptions made in calculating project forecasted costs, including contingencies and reserves through inquiries with project managers, calculation of average run rate and inspection of supporting documentation.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and both in-house and external legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance and reviewing internal audit reports, minutes of meetings of those charged with governance and reviewing internal audit reports.

Report on other legal and regulatory requirements

Opinion 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 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 any material misstatements in the Strategic report or the directors' report.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
SNC-LAVALIN TRANSPORT ADVISORY LIMITED (CONTINUED)

Matters on which we are required to report by exception

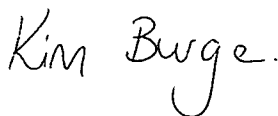
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

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

We have nothing to report in respect of these matters.

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.



Kim Burge FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

London, United Kingdom

24 August 2023

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
INCOME STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2022

		Year ended 31 December 2022	Year ended 31 December 2021
	Note	£000	£000
Revenue		684.8	499.1
Cost of sales		(583.9)	(501.2)
Gross profit/(loss)		100.9	(2.1)
Administrative expenses		(323.4)	(422.6)
Operating loss	2	(222.5)	(424.7)
Finance income	4	77.8	53.1
Net finance income		77.8	53.1
Loss before tax		(144.7)	(371.6)
Income tax expense	5	-	(14.3)
Loss for the year		(144.7)	(385.9)

STATEMENT OF COMPREHENSIVE EXPENSE
FOR THE YEAR ENDED 31 DECEMBER 2022

	Year ended 31 December 2022	Year ended 31 December 2021
	£000	£000
Loss for the year	(144.7)	(385.9)
Total comprehensive expense for the year	(144.7)	(385.9)

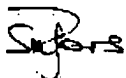
All results are from continuing operations.

The notes on pages 14 to 20 are an integral part of these Financial Statements.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
BALANCE SHEET
AS AT 31 DECEMBER 2022

	Note	31 December 2022 £000	31 December 2021 £000
Assets			
Current assets			
Trade and other receivables	6	6,796.7	14,732.0
		6,796.7	14,732.0
Liabilities			
Current liabilities			
Trade and other payables	7	(6,046.0)	(13,836.6)
		(6,046.0)	(13,836.6)
Net current assets		750.7	895.4
Net assets		750.7	895.4
Equity			
Share capital	8	1.0	1.0
Retained earnings		749.7	894.4
Total equity		750.7	895.4

The Financial Statements on pages 11 to 20 were approved and authorised for issue by the board of directors on 24 August 2023 and signed on its behalf by:



S M Jones
 Director

The notes on pages 14 to 20 are an integral part of these Financial Statements.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022

	Share capital £000	Retained earnings £000	Total equity £000
Balance at 1 January 2021	1.0	1,280.3	1,281.3
Total comprehensive expense for the year	-	(385.9)	(385.9)
Balance at 31 December 2021 and at 1 January 2022	1.0	894.4	895.4
Total comprehensive expense for the year	-	(144.7)	(144.7)
Balance at 31 December 2022	1.0	749.7	750.7

Retained earnings represents cumulative profits or losses, net of dividends paid and other adjustments.

The notes on pages 14 to 20 are an integral part of these Financial Statements.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
NOTES TO THE Financial Statements
FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

The Company is a private company limited by shares, incorporated in the United Kingdom under the Companies Act 2006, and is domiciled in England and Wales. Its registered office is Woodcote Grove, Ashley Road, Epsom, Surrey, KT18 5BW, England.

The nature of the Company's operations and its principal activities are set out in the Strategic Report on page 1. The principal accounting policies applied in the preparation of these Financial Statements are set out below. These policies have been consistently applied to all the years presented, including the application of new standards and interpretations, unless otherwise stated.

Basis of preparation

The Company meets the definition of a qualifying entity under FRS 100 - Application of Financial Reporting Requirements issued by the Financial Reporting Council. The Financial Statements of the Company have therefore been prepared in accordance with Financial Reporting Standard 101 - Reduced Disclosure Framework (FRS 101). The Financial Statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006. The Company has taken the option to present the balance sheet and income statement in accordance with IAS 1.

The preparation of Financial Statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The area requiring a higher degree of judgement or complexity is revenue recognition and there are no areas where assumptions and estimates are significant to the Financial Statements. The relevant accounting policy and note to the Financial Statements are denoted by a +.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under the standard. Where required, equivalent disclosures are given in the group Financial Statements of SNC-Lavalin Group Inc.; which are available to the public and can be obtained as set out in note 9.

The following exemptions from the requirements of IFRS have been applied in the preparation of these Financial Statements, in accordance with FRS 101:

- IFRS 7, *Financial instruments: Disclosures*

- Paragraphs 91 to 99 of IFRS 13, *Fair value measurement* (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities)

- The following paragraphs of IAS 1, *Presentation of Financial Statements* :

10(d) (statement of cash flows); 16 (statement of compliance with all IFRS); 38A (requirement for minimum of two primary statements, including cash flow statements); 38B-D (additional comparative information); 111 (cash flow statement information); 134-46 (capital management disclosures)

- IAS 7, *Statement of cash flows*

- The requirements in IAS 24, *Related party disclosures*, to disclose related party transactions entered into between two or more members of a group.

New standards, amendments and IFRIC interpretations

There are no new standards and no amendments to accounting standards, or IFRIC interpretations that are effective for the year ended 31 December 2022 that have had a material impact on the Company's financial statements.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
COMPANY NUMBER 07577610
NOTES TO THE Financial Statements
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

1 Accounting policies (continued)

Going concern

The Company's most recent budget and work in hand, taking account of reasonably possible changes in trading performance and modelling of downside scenarios, reflected an adverse impact on the liquidity of the Company. The directors have considered the arrangement with Atkins Limited, collecting trade receivables on behalf of the Company in exchange for an intercompany balance, and concluded that there is minimal risk of default on these balances due from Atkins Limited because they are all wholly owned subsidiaries within the same Group. In addition, Atkins Limited is in a good financial position and has the ability to repay its creditors.

As a result of the downside scenarios that were modelled, SNC-Lavalin Group inc. has given an undertaking to the directors of the Company that it will provide the necessary financial support for the Company to pay its debts as and when they fall due for a period through to 31 December 2024. The directors have considered the ability of SNC-Lavalin Group Inc. to support its subsidiaries and are satisfied that it has the financial ability to do this. It is on this basis that the directors have concluded that it is appropriate to adopt the going concern basis in preparing the Financial Statements.

Foreign currency transactions and translation

Functional and presentation currency

Items included in the Financial Statements of the Company are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The Financial Statements are presented in pounds sterling (£), which is also the Company's functional currency.

Revenue

Revenue from long-term contracts comprises the value of work performed during the period calculated in accordance with the Company's policy for contract accounting set out below. Revenue from other contract activities represents fee income receivable in respect of services provided during the period.

Under certain services contracts, the Company manages customer expenditure and is obliged to purchase goods and services from third party contractors and recharge them to the customer at cost. The amounts charged by contractors and recharged to customers are excluded from revenue and cost of sales where the Company is acting solely as an agent. Receivables, payables and cash relating to these transactions are included in the Balance Sheet.

• **Revenue recognition and contract accounting**

The Company enters into a number of different forms of contracts with clients, the most common being fixed price lump sum contracts and time and materials contracts based on hourly rates. Some of the fixed price lump sum contracts may be linked to the capital cost of works or a profit/(loss) sharing mechanism.

Revenue is recognised on the majority of the Company's contracts on a percentage completion basis when the outcome of a contract or project can be reasonably foreseen. Under the percentage completion method, the percentage of the total forecast revenue reported at any point in time is calculated based upon the proportion of total costs incurred to date as a percentage of total forecast costs or, in some cases, based upon the estimated physical per cent complete of the total work to be performed under the contract. The directors consider that this input method is an appropriate measure of the progress towards complete satisfaction of these performance obligations under IFRS 15. In some cases, a margin provision is then made, depending on how far progressed each project is and the risk profile of the project. In addition, provision is made in full for estimated losses and, where the outcome of a contract cannot be reasonably foreseen, profit is taken on completion. The Company's contract accounting policy is central to how the Company values the work it has carried out in each financial period.

The value of contract work in progress comprises the costs incurred on contracts plus an appropriate proportion of overheads and attributable profit. Fees invoiced on account are deducted from the value of work in progress and the balance is separately disclosed in trade and other receivables as amounts recoverable on contracts, unless such fees exceed the value of the work in progress on any contract in which case the excess is separately disclosed in trade and other payables as fees invoiced in advance.

This policy requires forecasts to be made on the projected outcomes of projects. These forecasts require assessments and judgements to be made on changes in, for example, work scope, changes in costs and costs to completion. While the assumptions made are based on professional judgements, subsequent events may mean that estimates calculated prove to be inaccurate, with a consequent effect on the reported results.

All revenue earned arises from services to clients in the UK.

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NOTES TO THE Financial Statements
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

1 Accounting policies (continued)

Income tax

Current and deferred tax are recognised in the Income Statement for the period except where the taxation arises as a result of a transaction or event that is recognised in other comprehensive income or directly in equity. Income tax arising on transactions or events recognised in other comprehensive income or directly in equity is charged or credited to other comprehensive income or directly to equity respectively.

The Company is subject to tax and judgement is required in determining the Company provision for income taxes. The Company provides for potential liabilities in respect of uncertain tax positions where additional tax may become payable in future periods and such provisions are based on management's assessment of exposures.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Financial Statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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

Financial assets

All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification and measurement

The Company has debt instruments that meet the following conditions and are measured subsequently at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. For financial assets other than purchased or originated credit-impaired financial assets, the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost. For financial assets other than purchased or originated credit-impaired financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired (see below). For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset. If, in subsequent reporting periods, the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset.

Impairment of financial assets

The Company always recognises lifetime expected credit losses (ECLs) for debt instruments, trade debtors and contract assets. The ECLs for trade debtors and contract assets are estimated using a provision matrix based on the Company's historical credit loss experience, adjusted for any specific factors, where applicable. The Company recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account and does not reduce the carrying amount of the financial asset in the balance sheet.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
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NOTES TO THE Financial Statements
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

1 Accounting policies (continued)

Trade and other receivables

Trade receivables and amounts recoverable on contracts are amounts due from customers for services performed in the ordinary course of business. Amounts due from fellow Group undertakings and prepayments and accrued income are non-derivative financial assets.

These are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components, when they are recognised at fair value. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

Financial liabilities

All financial liabilities are measured subsequently at amortised cost using the effective interest method or at fair value through profit or loss (FVTPL). The Company has debt instruments that are measured subsequently at amortised cost using the effective interest rate method since they are not held for trading and have not been designated at FVTPL.

Trade and other payables

Trade payables are obligations to pay for goods and services that have been acquired in the ordinary course of business from suppliers. Fees invoiced in advance are advances from customers for services performed in the ordinary course of business. Amounts due to fellow Group undertakings, accruals and deferred income, social security and other taxes and other payables are non-derivative financial liabilities. These are initially recognised at fair value, and subsequently measured at amortised cost in line with IFRS 9. Trade and other payables are classified as current liabilities if payment is due within 12 months or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Progress in and risks from the transition to alternative benchmark interest rates

The transition from interbank offered rates ("IBORs") to alternative benchmark interest rates impacted intercompany loans referencing IBOR rates for terms that extended beyond 31 December 2021. Transition activities were focused on identifying existing LIBOR based contracts and determining how to convert such contracts to alternative risk-free rates. The transition did not have a significant impact on the Company's financial statements for the year ended 31 December 2022.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2 Operating loss

	Year ended 31 December 2022	Year ended 31 December 2021
	£000	£000
Operating loss is arrived at after charging:		
Administrative expenses	(323.4)	(422.6)

The audit of the Financial Statements has been borne by another Group undertaking, Atkins Limited. The fee of £11,617 (31 December 2021: £10,410) related to audit services only and there were no other non-audit services provided by the auditor. There was no specific recharge in respect of this charge.

3 Directors' remuneration

Key management comprises only the directors.

S G Cole and S M Jones are directors and T P Meacock was a director of a number of other companies in the Group. The services provided by S G Cole and S M Jones to this Company and to a number of other companies in the Group are of a non-executive nature and therefore it is not possible to make an accurate apportionment of their emoluments in respect of each of the companies or their portion of normal staff cost. The emoluments of all the directors are borne by other Group companies.

None of the directors received any emoluments in respect of their qualifying services to the Company during the year (31 December 2021: none). The emoluments of all the directors and key management compensation are borne by other Group companies. No recharges were made to the Company during the year in respect of this. The Company did not employ any staff during the financial year (31 December 2021: none).

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
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NOTES TO THE Financial Statements
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

4 Net finance income

	Year ended 31 December 2022	Year ended 31 December 2021
	£000	£000
Interest income on intercompany balances	(77.8)	(53.1)
Finance income	(77.8)	(53.1)

5 Income tax

a) Analysis of credit in the year

	Year ended 31 December 2022	Year ended 31 December 2021
	£000	£000
Current income tax		
- current period	-	-
- adjustment in respect of prior years	-	(14.3)
Income tax (credited)/charged to Income Statement	-	(14.3)
 Loss before tax per Income Statement	 (144.7)	 (371.6)
Effective income tax rate	0.0%	(3.8%)

b) Factors affecting income tax rates

The income tax rate for the year is lower (31 December 2021: lower) than the rate of corporation tax in the UK of 19% (31 December 2021: 19%). The differences are explained below:

	Year ended 31 December 2022	Year ended 31 December 2021	Year ended 31 December 2022	Year ended 31 December 2021
	%	%	£000	£000
Tax on profit at standard UK tax rate of 19% (December 2021: 19%)	19.0%	19.0%	(27.5)	(70.6)
Increase/(decrease) resulting from:				
Transfer pricing adjustments	8.8%	1.0%	(12.8)	(3.7)
Adjustments in respect of prior years	0.0%	(3.8%)	0.0	14.3
Group relief surrendered/(claimed) for nil consideration	(27.8%)	(20.0%)	40.3	74.3
Total tax			(0.0)	14.3
Effective income tax rate	0.0%	(3.8%)		

The rate of corporation tax in the UK as at 31 December 2022 was 19%. Further legislation to increase the standard rate of UK corporation tax from 19% to 25% from 1 April 2023 was enacted at the balance sheet date and has been included in these financial statements.

c) Global minimum tax

On 20 June 2023, Finance (No.2) Act 2023 was substantively enacted in the UK, introducing a global minimum effective tax rate of 15%. The legislation implements a domestic top-up tax and a multinational top-up tax, effective for accounting periods on or after 31 December 2023. SNC-Lavalin and its subsidiaries are in scope of the global minimum tax legislation and while there has been no impact of the global minimum tax in 2022, the Group is reviewing the implementation of these rules in each jurisdiction in which it operates to assess the impact.

Following the amendment to IAS 12 issued by the IASB on 23 May 2023 and endorsed by the UK Endorsement Board on 19 July 2023, the Company has applied the mandatory exception from accounting for deferred tax arising from the implementation of global minimum tax legislation.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
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NOTES TO THE Financial Statements
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

6 Trade and other receivables

	31 December 2022	31 December 2021
	£000	£000
Amounts recoverable on contracts	-	34.8
Amounts due from fellow Group undertakings	6,796.7	14,697.2
	6,796.7	14,732.0

Of the amounts due from fellow Group undertakings, loans of £2,680.3k bear interest based on 12 month GBP ICE Term SONIA + 2.21% ARCA margin (31 December 2021: £2,549.7k with interest based on 12 month GBP LIBOR plus 2.0%). The remaining balances are unsecured and have no fixed repayment date.

The Company has an arrangement with Atkins Limited, a fellow group undertaking, to collect all of the Company's trade receivables. The Company bears the risk of non-payment of trade receivables by the external party. The cost of uncollectible trade receivables and the provisions for impairment are charged to the Company. The directors consider that the carrying value of the Company's trade and other receivables approximates their fair value as there is no material financing element.

Included in amounts due from fellow Group undertakings are trade receivables of £80.4k (31 December 2021: £153.2k) and a provision for impairment of trade receivables of £12.7k (31 December 2021: £25.1k).

At 31 December 2022, £17.7k (31 December 2021: £108.5k) of trade receivables were within normal payment terms and considered to be fully performing.

At 31 December 2022, £50.0k (31 December 2021: £19.6k) of trade receivables were past due date and aged up to six months from invoice date. £12.7k (31 December 2021: £25.51) was past due and aged more than six months from invoice date and this was impaired in full.

7 Trade and other payables

	31 December 2022	31 December 2021
	£000	£000
Fees invoiced in advance	15.8	-
Amounts due to fellow Group undertakings	6,030.2	13,836.6
	6,046.0	13,836.6

Amounts due to fellow Group undertakings are unsecured, interest-free and repayable on demand.

The directors consider that the carrying value of the Company's trade and other payables approximates their fair value as there is no material financing element.

8 Share capital

	31 December 2022		31 December 2021	
	Number of shares	£000	Number of shares	£000
Issued and fully paid ordinary shares of £1 each				
At 1 January and at 31 December	1,000	1.0	1,000	1.0

The Company has one class of ordinary shares which carry no right to fixed income.

SNC-LAVALIN TRANSPORT ADVISORY LIMITED
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NOTES TO THE Financial Statements
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

9 Ultimate parent undertaking and controlling party

SNC-Lavalin Group Inc. was the Company's ultimate parent undertaking and controlling party at 31 December 2022. The Company's immediate parent undertaking is Interfleet Holdings Limited. SNC-Lavalin Group Inc. heads the largest and smallest group of undertakings for which Group Financial Statements are drawn up and of which the Company is a member.

SNC-Lavalin Group Inc. is incorporated in Canada, and has its registered office at:

455 Boulevard René-Lévesque West
Montréal
Québec
H2Z 1Z3
KT18 5BW

Copies of the annual report and Financial Statements for SNC-Lavalin Group Inc. are available at www.snc-lavalin.com/en/investors.

Interfleet Holdings Limited is incorporated in England and Wales, and has its registered office at:

Woodcote Grove
Ashley Road
Epsom
Surrey
KT18 5BW
England

Copies of the annual report and Financial Statements for Interfleet Holdings Limited are available from the company secretary at the address above.