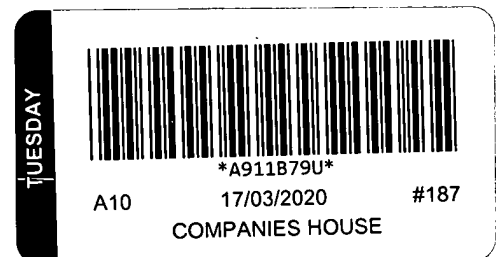


Company registration number: SC089468

Lendlease Construction (Scotland) Limited

Annual Report and Financial Statements

for the year ended 30 June 2019



Lendlease Construction (Scotland) Limited

Contents

Strategic Report	1 to 4
Directors' Report	5
Statement of Directors' Responsibilities	6
Independent Auditors' Report to the Members of Lendlease Construction (Scotland) Limited	7 to 8
Statement of Profit or Loss and Other Comprehensive Income	9
Statement of Financial Position	10
Statement of Changes in Equity	11
Notes to the Financial Statements	12 to 25

Lendlease Construction (Scotland) Limited
Strategic Report for the year ended 30 June 2019

The directors of Lendlease Construction (Scotland) Limited present their report for the financial year ended 30 June 2019.

Business review

The Company's principal activity is as a provider of project solutions in the construction industry in the United Kingdom.

The Company recorded a loss after tax of £2.5m (2018: £3.7m).

The Company finished the year with a net liability position of £12.5m (2018: £9.9m).

Principal risks and uncertainties

The Lendlease risk management approach recognises the nature and level of risk that the Company is willing to accept to achieve its strategic goals and key performance targets. Our approach to risk management is focused on:

- Aligning Board and management to drive informed and consistent decision making;
- Achieving effective and efficient allocation of capital and resources;
- Providing an understanding of risk limits;
- Providing context for the identification, reporting and management of risks; and
- Creating a culture of risk awareness and accountability.

Risk awareness, governance and improvement underpin the Lendlease approach, which has evolved with the business and external market.

Accountability and responsibility for risk governance and management is held at various levels across the Lendlease business including the Board and Board Committees, Group Leadership, Regional Leadership, Business Operations and Specialist Functions such as Corporate Risk and Insurance, Operational Assurance and Performance, and Internal Audit.

Although many of the risk factors influencing the business are macroeconomic, others are particular to our operations. The section following highlights some of the risks and uncertainties that affect the Lendlease Group as whole, although it is not intended to be an extensive analysis of all such risks that exist.

Lendlease Construction (Scotland) Limited

Strategic Report for the year ended 30 June 2019 (continued)

	Description	Mitigation
Health, Safety and Wellbeing	Failure to provide an environment which promotes health, safety and wellbeing impacting our ability to achieve our corporate and social responsibilities.	We are committed to the health, safety and wellbeing of our people. Through our Global Minimum Requirements (GMRs), which include both physical safety and health and wellbeing, we empower our people to operate in a consistent standard across all our operations.
Disruption	Responsiveness to disruption, including digital disruption as well as other new methods and materials emerging in the investment, development and construction sectors.	With the increasing dependence on technology, our strategic intent aims to turn disruption into an opportunity by creating a culture that fosters innovation and focuses on adopting leading edge technologies, to deliver innovative solutions, and generate a competitive point of difference.
Commercial	Commercial performance fails to meet our corporate objectives.	Our capital deployment guidelines mitigate risk and improve performance. Quarterly business reviews assess business operations against approved strategy to drive consistent, focused and risk assessed investment decisions.
Execution	Failure to execute strategy or projects affects our ability to meet our corporate objectives.	Our risk management approach and use of stage gates across our property and construction operations contributes to the mitigation of execution risk. To inform our investment decisions, we use global internal research to develop a house view of property cycles in every region.
Geopolitical	Global and local events or shifts in government policy occurs in the region in which we operate, adversely impacting our ability to achieve strategic objectives. Failure to adequately understand government's mandate, expectations and performance standards.	We are committed to growing our business in sectors that are supported by positive global trends. We are sensitive to geopolitical shifts and concentration risk and coordinate our approach to government to mitigate against sovereign risk.
Regulatory and Counterparty	Non compliance with regulatory and policy requirements by Lendlease or our clients/suppliers. Client, investor, or supply chain ethics fail to meet Lendlease standards. Failure to adequately select, govern, and drive value from counterparties. Failure to comply with government regulations impacts our ability to access government opportunities.	To further improve our culture of compliance, we focus on aligning business priorities with the necessary compliance and assurance measures. We are focused on maintaining an ethical supply chain to ameliorate the risk of material substitution and modern slavery. We have an appetite for relationships with parties who are aligned with our values.

Lendlease Construction (Scotland) Limited

Strategic Report for the year ended 30 June 2019 (continued)

	Description	Mitigation
Corporate Culture	Failure to create and maintain culture which supports Lendlease's core behaviours, principles and values to drive disciplined strategy execution.	Our values drive our approach to business and delivery of long term value. We empower our people to make business decisions that are aligned to our core values and behaviours, principles, and pillars of value. To provide a 'voice of risk', we have separate reporting routes outside those who can influence risk issues through optimism bias.
Cyber/Data Governance/Asset Protection	Failure of cyber resilience and defence systems. Leakage, misappropriation or unauthorised storage of data. Unauthorised control of systems and physical asset infrastructure (i.e. lifts, security, air conditioning).	Physical and data security continue to be key focus areas globally. We invest in preventative technology and education of employees to achieve a sustainable security culture.
Customer	Loss of existing client (including government) relationships, or inability to tailor services to future clients' needs, impacting Lendlease's financial objectives.	Bid leadership training of key employees reinforces understanding of customers' requirements. Recurrent client survey feedback informs our business strategy. A single platform assists in customer data security and aligns customer service across all regions.
Non Scalable Growth	People: inability to attract, retain, and upskill key talent necessary to deliver. Process: lack of scalable processes to support predictable growth.	To deliver the desired level of performance, we continue to invest in growing our core capabilities through active talent management and targeted professional employee development to attract, retain and grow the best people. Our processes are designed to be consistent, scalable and effective.
Corporate and Environmental Sustainability	Failure to comply with regulatory, societal and investor expectations of corporate and environmental sustainability such as climate change and social responsibility.	We are committed to creating the best places and optimising our corporate and environmental sustainability performance (including climate change and social responsibility) through our Sustainability Framework and integrating sustainability considerations into our business strategies.
Business Continuity	Failure to properly plan for and/or appropriately respond to events which may disrupt Lendlease's business.	To achieve organisational resilience, we are committed to operating in a way that supports our business being able to respond to threats and disasters without affecting our core business operations. We continue to invest in learning and development of our people to better prepare them in the event of disruption through training programs and various threat scenario simulations to stress test the plan.

Lendlease Construction (Scotland) Limited

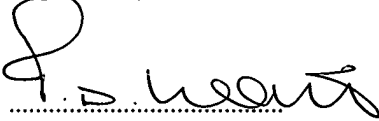
Strategic Report for the year ended 30 June 2019 (continued)

Lendlease continues to monitor potential risks and uncertainties posed from the UK's exit from the EU. In particular, consideration has been given to specific risks relating to the workforce, investors, customers, the security of our supply chain and where possible, mitigating actions are being implemented. We are of the view that the UK, and in particular London, is one of the most resilient economies in the world. While the continuing political uncertainty surrounding Brexit is unsettling, Lendlease believes in the long-term viability of the UK as a place to invest.

Outlook

There has been no indication of likely future developments in the business, nor any event or circumstance since the end of the financial year to the date of this report that would significantly affect the Company.

Approved by the Board on 16 December 2019 and signed on its behalf by:

A handwritten signature in black ink, appearing to read 'P. Leonard', written over a dotted line.

P Leonard
Director

Lendlease Construction (Scotland) Limited

Directors' Report for the Year Ended 30 June 2019

The directors of Lendlease Construction (Scotland) Limited present their report for the financial year ended 30 June 2019.

Directors of the company

The following persons held office as directors of the Company during the financial year and up to the date of this report:

S Gorski

P Leonard

N Martin

C Pettett

Results

The Company's loss after tax for the year was £2.5m (2018: loss of £3.7m).

Dividends

The directors do not recommend the payment of a dividend (2018: £nil).

Political donations

The Company made no political donations or incurred any political expenditure during the year (2018: £nil).

Financial risk management

Information about the Company's financial risks, the Company's objectives, policies and processes for measuring and managing financial risk are detailed in note to the financial statements.

Research and development

Innovation is part of the Lendlease Group's heritage and is embedded in the approach to business.

Events after the balance sheet date

There were no material events subsequent to the end of the financial year.

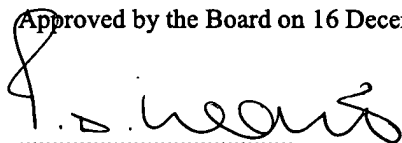
Disclosure of information to the auditor

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

Reappointment of auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

Approved by the Board on 16 December 2019 and signed on its behalf by:



P Leonard
Director

Lendlease Construction (Scotland) Limited

Statement of Directors' Responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), 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 period. 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;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Independent Auditors' Report to the Members of Lendlease Construction (Scotland) Limited

Opinion

We have audited the financial statements of Lendlease Construction (Scotland) Limited (the "Company") for the year ended 30 June 2019, which comprise the Statement of Profit or Loss and Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, and Notes to the Financial Statements, including a summary of significant accounting policies in note 3.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 June 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

The impact of uncertainties due to the UK exiting the European Union on our audit

Uncertainties related to the effects of Brexit are relevant to understanding our audit of the financial statements. All audits assess and challenge the reasonableness of estimates made by the directors, related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the Company's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty of outcomes, with the full range of possible effects unknown. We applied a standardised firm-wide approach in response to that uncertainty when assessing the Company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company and this is particularly the case in relation to Brexit.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model, including the impact of Brexit, and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the Company will continue in operation.

Independent Auditors' Report to the Members of Lendlease Construction (Scotland) Limited (continued)

Matters on which we are required to report by exception

Under the Companies Act 2006, we are required to report to you if, in our opinion:

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

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in the Statement of Directors' Responsibilities set out on page 6, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.


Auditors' responsibilities

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 our opinion in an auditors' report. Reasonable assurance is a high level of assurance, but does not 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 fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.


.....
Ian Griffiths
(Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
United Kingdom
E14 5GL

Date: 18 December 2019

Lendlease Construction (Scotland) Limited

Statement of Profit or Loss and Other Comprehensive Income For the year ended 30 June 2019

	Note	2019 £ 000	2018 £ 000
Revenue	4	344	7,139
Cost of sales		<u>(3,346)</u>	<u>(9,899)</u>
Gross loss		(3,002)	(2,760)
Administrative expenses		<u>(113)</u>	<u>169</u>
Results from operating activities		(3,115)	(2,591)
Finance costs		<u>(899)</u>	<u>(1,073)</u>
Net finance cost		(899)	(1,073)
Loss before tax		(4,014)	(3,664)
Income tax credit	8	<u>1,471</u>	<u>14</u>
Loss after tax		(2,543)	(3,650)
Total comprehensive loss after tax		<u>(2,543)</u>	<u>(3,650)</u>

The above results were derived from continuing operations.

The notes to and forming part of these financial statements are set out on pages 12 to 25.

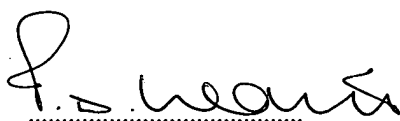
Lendlease Construction (Scotland) Limited

Statement of Financial Position as at 30 June 2019

	Note	2019 £ 000	2018 £ 000
Non current assets			
Trade and other receivables	10	4	4
Deferred tax assets	8	50	47
Total non current assets		54	51
Current assets			
Trade and other receivables	10	5,159	4,036
Inventories	9	2,987	3,192
Current tax assets		880	1,201
Total current assets		9,026	8,429
Total assets		9,079	8,480
Total non current liabilities		-	-
Current liabilities			
Trade and other payables	12	(16,135)	(16,032)
Provisions		(2)	(2)
Bank overdraft		(5,398)	(2,358)
Total current liabilities		(21,535)	(18,392)
Net liabilities		(12,455)	(9,912)
Equity			
Issued capital	11	-	-
Retained earnings		(12,455)	(9,912)
Total equity		(12,455)	(9,912)
Total equity		(12,455)	(9,912)

The notes to and forming part of these financial statements are set out on pages 12 to 25.

These statements were approved by the Board on 16 December 2019 and were signed on its behalf by:



P Leonard

Director

Company Registration Number: SC089468

Lendlease Construction (Scotland) Limited

Statement of Changes in Equity for the year ended 30 June 2019

	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 July 2017	-	(6,262)	(6,262)
Total comprehensive income			
Loss for the year	-	(3,650)	(3,650)
Total comprehensive income	-	(3,650)	(3,650)
At 30 June 2018	-	(9,912)	(9,912)

	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 July 2018	-	(9,912)	(9,912)
Total comprehensive income			
Loss for the year	-	(2,543)	(2,543)
Total comprehensive income	-	(2,543)	(2,543)
At 30 June 2019	-	(12,455)	(12,455)

The notes to and forming part of these financial statements are set out on pages 12 to 25.

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019

1 General information

Lendlease Construction (Scotland) Limited (the "Company") is a private company limited by share capital incorporated and domiciled in Scotland. The company registration number is SC089468.

The address of its registered office is:

33 Bothwell Street

Glasgow

Lanarkshire

G2 6NL

Scotland

The principal activity is as a provider of project solutions in the construction industry.

2 Basis of preparation

Basis of preparation

The financial statements have been prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework*.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

In the transition to FRS 101 from Adopted IFRS, the Company has made no measurement and recognition adjustments.

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

2 Basis of preparation (continued)

In the financial statements, the Company has taken advantage of the following disclosure exemptions available under FRS 101:

- IAS 7: Preparing a cash flow statement and related notes;
- IAS 8: The listing of new or revised standards that have not been adopted (and information about the likely impact);
- IFRS 7: Financial instruments and financial risk disclosures;
- IAS 1: Disclosures in respect of capital management;
- IFRS 13: Fair value measurement disclosures;
- IAS 24: Disclosure of related party transactions entered into between members of the group, providing the any subsidiaries party to the transaction are wholly owned;
- IAS 24: Disclosure of compensation for key management personnel and amounts incurred by an entity for the provision of key management personnel services that are provided by a separate management entity.

As the consolidated financial statements of Lendlease Europe Holdings Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- IFRS 2 Share Based Payments in respect of group settled share based payments;
- Certain disclosures required by IAS 36 Impairment of assets in respect of the impairment of goodwill and indefinite life intangible assets;
- Disclosures required by IFRS 5 Non-current Assets Held for Sale and Discontinued Operations in respect of the cash flows of discontinued operations;
- Certain disclosures required by IFRS 3 Business Combinations in respect of business combinations undertaken by the Company; and
- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

Amounts are presented in pounds sterling, with all values rounded to the nearest thousand pounds unless otherwise indicated.

Significant accounting policies

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

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

2 Basis of preparation (continued)

Changes in accounting policy

New standards, interpretations and amendments effective

The following standards have been applied for the first time from 1 July 2018:

IFRS 15 Revenue from Contracts with Customers

From 1 July 2018 the Company adopted IFRS 15 Revenue from Contracts with Customers and consequential amendments. IFRS 15 provides a new model for recognising revenue earned from a contract with a customer. IFRS 15 is based on the principle that revenue is recognised when control of a good or service is transferred to a customer.

The Company utilised the cumulative approach to transition to IFRS 15, therefore comparatives have not been restated. Comparatives continue to be accounted for in accordance with the Company's previous accounting policies outlined in the 30 June 2018 financial statements.

The Company has assessed that all contracts where goods and services have been transferred in accordance with IAS 11 Construction Contracts, IAS 18 Revenue and related interpretations at 1 July 2018 are considered completed contracts, and therefore have not been retrospectively adjusted. There has been no material financial impact as a result of adopting IFRS 15 and therefore no adjustments to opening retained earnings. New disclosures have been included where required. Changes to disclosures include reclassification of prior period balances to align the presentation of comparative information to the new disclosure requirements.

See below for details on impact on adoption of the new standard:

Revenue	Recognition in previous reporting periods	Recognition under IFRS 15
Construction and Development services	Revenue was recognised in proportion to the stage of completion of the transaction measured by reference to contract costs incurred to date as a percentage of total forecast contract costs.	Revenue continues to be recognised over time on a percentage of completion basis by reference to contract costs incurred to date as a percentage of total forecast contract costs.

None of the other standards, interpretations and amendments which are effective for periods beginning after 1 July 2018 and which have not been adopted early, are expected to have a material effect on the financial statements.

Going concern

The financial statements have been prepared on the going concern basis which the directors believe to be appropriate. The Company is dependent for its working capital on funds provided to it by Lendlease Europe Holdings Limited (LLEH), the Company's ultimate UK parent entity. LLEH has indicated its intention to continue to make available financial support for twelve months from the signing date of these financial statements, or earlier, to such period when either LLEH or the Company ceases to be part of the group headed by LLEH, to enable the Company to trade, and not to call for settlement of amounts owing to LLEH where to do so would place the Company in an insolvent position. As with any company placing reliance on other group entities for financial support, the directors of LLEH acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

2 Basis of preparation (continued)

Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements that comply with IFRS requires management to make judgements, estimates and assumptions which can affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. These estimates and underlying assumptions are reviewed on an ongoing basis and revisions are recognised prospectively. Accounting judgements that have the most significant effects on reported amounts and further information about estimated uncertainties are highlighted in the relevant accounting policy in note 3.

3 Accounting policies

Revenue recognition

Provision of services

Revenue from the provision of services is recognised in the Statement of Profit or Loss over time as services are rendered. The transaction price depicts the amount of consideration to which the Company expects to be entitled in exchange for transferring the services.

Employee benefits

Employee benefits are expensed as the related service by the employee is provided and includes both equity and cash based payment transactions. Employee benefits are recognised in the Statement of Profit or Loss net of recoveries.

Incentive plans

For cash bonuses, the Company recognises an accrued liability for the amount expected to be paid. This is based on formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments.

Defined contribution pension obligation

Employees of the Company are entitled to benefits on retirement from the Company's pension scheme. The majority of employees are party to a defined contribution plan and receive fixed contributions from the Company. A defined contribution plan is a pension plan under which fixed contributions are paid into a separate entity and the Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

The contributions are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as an asset to the extent that a cash refund or a deduction in future payments is available.

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

3 Accounting policies (continued)

Defined benefit pension obligation

The Company participates in a group pension scheme providing benefits based on final pensionable pay. A defined benefit plan is a pension plan that defines the amount of pension benefit an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The Company is unable to identify its share of the underlying assets and liabilities of the scheme on a consistent and reasonable basis and therefore, as required by IAS 19 'Employee Benefits', accounts for the scheme as if it were a defined contribution scheme. As a result, the amount charged to the Statement of Comprehensive Income represents the contributions payable to the scheme in respect of the accounting period.

Full disclosure of the pension accounting in the Lend Lease UK Pension Scheme is provided in the financial statement of the immediate parent company, Lendlease Construction Holdings (Europe) Limited.

Operating leases

Payments made under operating leases are charged to the Statement of Profit or Loss on a straight line basis over the term of the lease.

Finance income and costs

Finance costs include interest, amortisation of discounts or premiums relating to borrowings and amortisation of costs incurred in connection with the arrangement of new borrowings facilities. Costs incurred in connection with the arrangement of borrowings are capitalised and amortised over the life of the borrowings. Finance costs are expensed immediately as incurred unless they relate to acquisition and development of qualifying assets. Qualifying assets are assets that take more than six months to prepare for their intended use or sale. Finance costs related to qualifying assets are capitalised.

Interest receivable and interest payable is recognised in the Statement of Profit or Loss as it accrues, using the effective interest method.

Taxation

Income tax on the profit or loss for the period comprises current and deferred tax. Income tax is recognised in the Statement of Profit or Loss, except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable or receivable on the taxable income for the financial year, using applicable tax rates (and tax laws) at the Statement of Financial Position date, and any adjustment to tax payable in respect of previous financial years. The current tax payable or receivable includes amounts awaiting settlement of group relief with other Lendlease Europe Holdings Limited subsidiary entities.

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

3 Accounting policies (continued)

Deferred tax is the expected tax payable or receivable in future periods as a result of past transactions or events and is calculated by comparing the accounting balance sheet to the tax balance sheet. Temporary differences are provided for any differences in the carrying amounts of assets and liabilities between the accounting and tax balance sheets. Temporary differences are not provided for on the initial recognition of assets or liabilities that affect neither accounting nor taxable profit and differences relating to investments in subsidiaries to the extent that they are not likely to reverse in the foreseeable future.

Measurement of deferred tax is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using applicable tax rates and laws at the reporting date.

Recognition of deferred tax assets is only to the extent it is probable that future taxable profits will be available so as the related tax asset will be realised. Deferred tax assets may include deductible temporary differences, unused tax losses and unused tax credits.

Management considers the estimation of future taxable profits to be an area of estimation uncertainty as a change in any of the assumptions used in budgeting and forecasting would have an impact on the future profitability of the Company. Forecasts and budgets form the basis of future profitability to support the carrying value of deferred tax assets.

Presentation of deferred tax assets and liabilities can be offset if there is a legally enforceable right to offset current tax liabilities and assets, they relate to income taxes levied by the same tax authority, and they are intended to be settled on a net basis or realised simultaneously.

Foreign currency transactions and balances

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (the functional currency).

Foreign currency transactions are translated into British pounds using the exchange rate on the date of the transactions. Assets and liabilities denominated in foreign currencies are translated to British pounds at balance date. Foreign exchange gains or losses resulting are recognised in the Statement of Profit or Loss for monetary assets and liabilities such as receivables and payables, except for qualifying cash flow hedges that are recognised in other comprehensive income.

Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, bank overdrafts and other short term highly liquid investments that are readily convertible to known amounts of cash within three months and which are subject to an insignificant risk of changes in value. Bank overdrafts (if applicable) are shown as a current liability on the Statement of Financial Position.

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

3 Accounting policies (continued)

Trade and other receivables

Trade and other receivables are non derivative financial assets with fixed or determinable payments that are not equity securities. They arise when the Company provides money, goods or services directly to a debtor with no intention of trading the receivable.

Trade and other receivables are carried at amortised cost using the effective interest method, which applies the interest rate that discounts estimated future cash receipts over the term of the receivables. Cash flows relating to short term trade and other receivables are not discounted if the effect of discounting is immaterial. The discount, if material, is then recognised as finance income over the remaining term.

The Company assesses provision for impairment of the receivables based on expected loss, if material. The Company considers reasonable and supportable information that is relevant and reliable. This includes both quantitative and qualitative information and analysis, based on the Company's historical impairment experience, credit assessment of customers and any relevant forward-looking information. The amount of provision is recognised in the Statement of Profit or Loss.

Retentions receivable on construction contracts represent deposits held by the Company until the satisfaction of conditions specified in the contract are rectified.

Inventories

Construction contract assets

The gross amount of work in progress consists of costs attributable to work performed, including recoverable pre contract and project bidding costs and emerging profit after providing for any foreseeable losses. In applying the accounting policies on providing for these losses accounting judgement is required.

Work in progress is presented as part of inventories for all contracts in which costs incurred plus recognised profits exceed progress billings. If progress billings and recognised losses exceed costs incurred plus recognised profits, then the difference is presented in trade and other payables as a construction contract liability.

Trade and other payables

Trade and other payables

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether or not billed to the Company. Trade and other payables are settled in the normal course of business. Trade and other payables are carried at amortised cost using the effective interest method, which applies the interest rate that discounts estimated future cash outflows over the term of the trade and other payables. Cash flows relating to short term trade and other payables are not discounted if the effect of discounting is immaterial. The discount, if material, is then recognised as a finance cost over the remaining term.

Construction contract liabilities

Construction contracts where the total progress billings issued to customers (together with foreseeable losses if applicable) on a project exceed the costs incurred to date plus recognised profit on the contract are recognised as a liability.

Retentions

Retentions are amounts payable for the purpose of security and for the provision of defects in accordance with contract terms. Release of retention amounts are in accordance with contractual terms.

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

3 Accounting policies (continued)

Provisions

Provisions are recognised in the Statement of Financial Position when the Company has a legal or construction obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, when appropriate, the risks specific to the liability. Management considers the determination of the likelihood and magnitude of an outflow of resources an area of estimation uncertainty.

Dividends

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

4 Revenue

The analysis of the Company's revenue for the year from continuing operations is as follows:

	2019 £ 000	2018 £ 000
Provision of services	344	7,139
Total revenue	344	7,139

5 Employees

The aggregate payroll costs (including directors' remuneration) were as follows:

	2019 £ 000	2018 £ 000
Wages and salaries	(644)	(1,296)
Social security costs	(73)	(100)
Other pension costs	(60)	(86)
Total staff costs	(777)	(1,482)

The payroll costs were recharged from Lendlease Construction (Europe) Limited to the Company. The average number of persons employed by Lendlease Construction (Europe) Limited and recharged to the Company (including directors) during the year was as follows:

	2019 No.	2018 No.
Number of employees	9	11

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

6 Directors' remuneration

The Directors of the Company were all directly employed by Lendlease Construction (Europe) Limited.

Any qualifying services in respect of the Company are considered to be incidental and part of the directors' overall management services for the above entity. The Directors' remuneration for the current year and prior year is included in the financial statements of the above entity.

7 Auditors' remuneration

	2019 £ 000	2018 £ 000
Audit of financial statements	<u>(8)</u>	<u>(10)</u>

The auditors' remuneration has been borne by a fellow group undertaking.

8 Taxation

Tax credited in the Statement of Profit or Loss

	2019 £ 000	2018 £ 000
Current tax		
Current year	879	-
Adjustments for prior years	<u>589</u>	<u>127</u>
Total current tax	<u>1,468</u>	<u>127</u>
Deferred tax		
Origination and reversal of temporary differences	(116)	(11)
Change in tax rate	12	(5)
Adjustments for prior years	<u>107</u>	<u>(97)</u>
Total deferred tax	<u>3</u>	<u>(113)</u>
Total income tax credit	<u>1,471</u>	<u>14</u>

The tax on profit before tax for the year is higher than the standard rate of corporation tax in the UK (2018 - higher than the standard rate of corporation tax in the UK) of 19% (2018 - 19%).

The differences are reconciled below:

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

8 Taxation (continued)

	2019 £ 000	2018 £ 000
Loss before tax	(4,014)	(3,664)
Income tax using the domestic corporation tax rate 19% (2018: 19%)	763	696
Adjustments for prior year tax claim	696	31
Exempt income	-	1
Increase from tax losses for which no deferred tax asset was recognised	-	(709)
Deferred tax relating to changes in tax rates	12	(5)
Total income tax credit	1,471	14

The effective rate of taxation will vary as a result of any prior year tax claims and the utilisation of tax losses brought forward. A reduction in the corporate tax rate to 17% (effective from 1 April 2020) was substantively enacted on 15 September 2016. This will reduce the company's future current tax charge accordingly. The Company's profits for the accounting period are taxed at a statutory rate of 19% (2018: 19%).

Deferred tax

Deferred tax assets and liabilities are attributable to the following:

2019	Asset £ 000
Financial assets	-
Property, plant and equipment	47
Unused tax losses recognised	-
Net defined benefit plans	-
Provisions	-
Other items	-
Accruals	3
	<u>50</u>
2018	Asset £ 000
Financial assets	-
Property, plant and equipment	47
Unused tax losses recognised	-
Net defined benefit plans	-
Provisions	-
Other items	-
Accruals	-
	<u>47</u>

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

8 Taxation (continued)

Deferred tax movement during the year:

	At 1 July 2018 £ 000	Recognised in income £ 000	At 30 June 2019 £ 000
Financial assets	-	-	-
Property, plant and equipment	47	-	47
Unused tax losses recognised	-	-	-
Net defined benefit plans	-	-	-
Provisions	-	-	-
Other items	-	-	-
Accruals	-	3	3
Net tax assets/(liabilities)	47	3	50

Deferred tax movement during the prior year:

	At 1 July 2017 £ 000	Recognised in income £ 000	At 30 June 2018 £ 000
Financial assets	-	-	-
Property, plant and equipment	52	(5)	47
Unused tax losses recognised	-	-	-
Net defined benefit plans	-	-	-
Provisions	109	(109)	-
Other items	-	-	-
Accruals	-	-	-
Net tax assets/(liabilities)	161	(114)	47

There are £4,481,528 of unused tax losses (2018 - £8,212,796) for which no deferred tax asset is recognised in the statement of financial position.

9 Inventories

	30 June 2019 £ 000	30 June 2018 £ 000
Current		
Construction contract assets ¹	2,987	3,192
Total current inventories	2,987	3,192

1. As a result of the adoption of IFRS 15 Revenue from Contracts with Customers, the description has been changed from Construction work in progress to Construction contract assets.

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

10 Trade and other receivables

	Note	30 June 2019 £ 000	30 June 2018 £ 000
Current			
Trade receivables		-	394
Amounts owing from related parties		1,111	401
Retentions		422	3,032
Other receivables		3,626	209
Total current		5,159	4,036
Non current			
Other receivables		4	4
Total trade and other receivables		5,163	4,040

Trade receivables disclosed above include amounts that are past due at the end of the reporting period for which an allowance for impairment has not been recognised because there has not been a significant change in credit quality and the amounts are still considered to be recoverable. 'Past due' is defined under accounting standards to mean any amount outstanding for one or more days after the contractual due date.

Age of trade receivables that are past due but not impaired

	30 June 2019 £ 000	30 June 2018 £ 000
More than 90 days	-	7
Total trade receivables past due but not impaired	-	7

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

11 Issued capital

Allotted, called up and fully paid shares

	2019		2018	
	No.	£	No.	£
Ordinary A Shares of £1 each	100	100	100	100

Rights, preferences and restrictions

Ordinary shares have the following rights, preferences and restrictions:

The holder of ordinary shares have the right to receive declared dividends from the Company and are entitled to one vote per share at meetings of the Company.

12 Trade and other payables

	30 June 2019 £ 000	30 June 2018 £ 000
Current		
Trade payables	(18)	(273)
Amounts due to related parties	(12,814)	(12,753)
Construction contract liabilities ¹	(80)	(386)
Retentions	(1,144)	(1,700)
Unearned income ^{2,4}	(1,176)	-
Accrued expenses	(763)	(763)
Other payables	(140)	(157)
Current trade and other payables	(16,135)	(16,032)

1. As a result of the adoption of IFRS 15 Revenue from Contracts with Customers, the June 2018 description has been changed from Construction revenue - amounts due to customers to Construction contract liabilities.

13 Contingencies

There are outstanding claims and exposures that arise in the normal course of business. There is significant uncertainty as to whether a future liability will arise in respect to these items. The amount of liability, if any, that may arise, cannot be measured reliably at this time. The directors are of the opinion that all known liabilities have been brought to account and that adequate provision has been made for any anticipated losses.

Lendlease Construction (Scotland) Limited

Notes to the Financial Statements for the year ended 30 June 2019 (continued)

14 Parent and ultimate parent undertaking

The Company's immediate parent is Lendlease Construction Holdings (Europe) Limited.

The ultimate parent is Lendlease Corporation Limited.

Relationship between entity and parents

The parent of the largest group in which these financial statements are consolidated is Lendlease Corporation Limited, incorporated in Australia.

The address of Lendlease Corporation Limited is:

Level 14 Tower Three
International Towers Sydney
Exchange Place
300 Barangaroo Avenue
Barangaroo NSW 2000

The consolidated financial statements of that group may be obtained from www.lendlease.com.

The parent of the smallest group in which these financial statements are consolidated is Lendlease Europe Holdings Limited, incorporated in England and Wales.

The address of Lendlease Europe Holdings Limited is:

20 Triton Street
Regent's Place
London NW1 3BF

The consolidated financial statements of that group may be obtained from:

The Registrar of Companies
Companies House
Crown Way
Maindy, Cardiff.

15 Subsequent events

There has been no event or circumstance since the balance sheet date that would significantly affect the Company.