

# Independent auditor’s report to the members of Kier Group plc

## Report on the financial statements

### Our opinion

In our opinion:

- Kier Group plc’s Group financial statements and Company financial statements (the “financial statements”) give a true and fair view of the state of the Group’s and of the Company’s affairs as at 30 June 2016 and of the Group’s loss and cash flows for the year then ended;
- the Group financial statements have been properly prepared in accordance with International Financial Reporting Standards (“IFRSs”) as adopted by the European Union;
- the Company financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006 and, as regards the Group financial statements, Article 4 of the IAS Regulation.

### What we have audited

Kier Group plc’s financial statements comprise:

- the Consolidated balance sheet as at 30 June 2016;
- the Company balance sheet as at 30 June 2016;
- the Consolidated income statement and Consolidated statement of comprehensive income for the year then ended;
- the Consolidated cash flow statement for the year then ended;
- the Consolidated statement of changes in equity for the year then ended;
- the Company statement of changes in equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

Certain required disclosures have been presented elsewhere in the Annual Report, rather than in the notes to the financial statements. These are cross-referenced from the financial statements and are identified as audited.

The financial reporting framework that has been applied in the preparation of the Group financial statements is applicable law and IFRSs as adopted by the European Union. The financial reporting framework that has been applied in the preparation of the parent company financial statements is applicable law and United Kingdom Accounting Standards, comprising FRS101 “Reduced Disclosure Framework”, and applicable law (United Kingdom Generally Accepted Accounting Practice).

## Our audit approach

### Overview



- Overall Group materiality: £6.2m (2015: £4.3m) which represents 5% of consolidated profit before tax excluding non-underlying items.
- We conducted audit work across all four of the Group’s divisions, which accounted for 95% of Group revenues.
- Accounting for long-term contracts – including profit recognition, work in progress and provisioning.
- Accounting for and presentation of adjustments to underlying profit.
- Assessment of carrying value of goodwill.
- Valuation of land and properties.

### The scope of our audit and our areas of focus

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) (“ISAs (UK & Ireland)”).

We designed our audit by determining materiality and assessing the risks of material misstatement in the financial statements. In particular, we looked at where the Directors made subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits we also addressed the risk of management override of internal controls, including evaluating whether there was evidence of bias by the Directors that represented a risk of material misstatement due to fraud.

The risks of material misstatement that had the greatest effect on our audit, including the allocation of our resources and effort, are identified as “areas of focus” in the table below. We have also set out how we tailored our audit to address these specific areas in order to provide an opinion on the financial statements as a whole, and any comments we make on the results of our procedures should be read in this context. This is not a complete list of all risks identified by our audit.

# Independent auditor's report to the members of Kier Group plc continued

Area of focus	How our audit addressed the area of focus
<p><b>Valuation of land and properties</b> Refer to page 62 (Risk Management and Audit Committee Report), page 105 (accounting policy) and page 125 (notes).</p> <p>Inventory in the Property and Residential divisions is stated at the lower of cost and net realisable value (i.e. the forecast selling price less the remaining costs to build and sell). An assessment of the net realisable value of inventory is carried out at each balance sheet date and is dependent upon management's estimate of forecast selling prices and build costs (by reference to current prices), which may require significant judgement.</p> <p>The Group holds inventory of £251.9m (2015: £284m) within the Residential division, which comprises the Group's land held for residential development £137.3m (2015: £117m) and residential work in progress £114.6m (2015: £167m) where building work has commenced.</p> <p>We focused our work on those sites with a value of £47.1m (2015: £46.8m) where there is no immediate intention of development as there is a heightened risk that they are valued above their recoverable amount. Therefore a change in the Group's forecast estimate of sales price and build cost could have a material impact on the carrying value of inventories in the Group's financial statements.</p>	<p>We reviewed the property-specific development appraisals supporting the carrying values and challenged the key assumptions underlying these appraisals as follows:</p> <ul style="list-style-type: none"> <li>• We reviewed management's expected build cost per square foot by comparing to the build costs for similar units on other sites and where there were differences, validating explanations against third-party confirmations including quantity surveyor cost estimates, correspondence with suppliers or comparable properties on other sites;</li> <li>• We challenged management on their intention to develop these sites; and</li> <li>• We challenged management's forecast sales prices to supporting third-party evidence from management's external sales agents and by comparing the forecast sales price of a sample of sales prices achieved and the list prices of comparable assets as published by estate agents.</li> </ul> <p>We did not encounter any issues through our audit procedures that indicated the land or properties tested were impaired.</p>
<p><b>Accounting for long-term contracts – including profit recognition, work in progress and provisioning</b> Refer to page 62 (Risk Management and Audit Committee Report) and pages 102 and 103 (accounting policy).</p> <p>The Group has significant long-term contracts in both the Construction and Services divisions. The recognition of profit on construction and long-term services contracts in accordance with IAS 11 is based on the stage of completion of contract activity. This is assessed by reference to the proportion of contract costs incurred for the work performed at the balance sheet date relative to the estimated total costs of the contract at completion.</p> <p>Profit on contracts is a significant risk for our audit because of the judgement involved in preparing suitable estimates of the forecast costs and revenue on contracts. An error in the contract forecast could result in a material variance in the amount of profit or loss recognised to date and therefore also in the current period.</p> <p>These judgements include the expected recovery of costs arising from the following: variations to the contract requested by the customer, compensation events, and claims made against the contractor for delays or other additional costs for which the customer is liable. The inclusion of these amounts in the contract forecast where they are not recoverable could result in a material error in the level of profit or loss recognised by the Group.</p>	<p>We focused our work on those contracts with the greatest estimation uncertainty over the final contract values and therefore profit outcome. These in particular included the forecast position on a major infrastructure project for MTR in Hong Kong where significant judgement regarding final values remains; and long-term environmental contracts in the services division where profitability is impacted by estimated future recycle recovery prices.</p> <p>We challenged the judgements applied in management's forecasts, in particular the key assumptions, which included the expected recovery of variations, claims and compensation events included in the forecast, and the historical financial performance and forecast out-turn against budget of other contracts of a similar nature and size and industry knowledge.</p> <p>We inspected correspondence and meeting minutes with customers concerning variations, claims and compensation events, and obtained third-party assessments of these from legal or technical experts contracted by the Group, if applicable, to assess whether this information was consistent with the estimates made.</p> <p>We inspected selected signed contracts for key clauses to identify relevant contractual mechanisms such as the sharing of cost overruns or efficiencies with the customer, contractual damages and success fees and assess whether these key clauses have been appropriately reflected in the amounts included in the forecasts.</p> <p>We inspected correspondence with insurers relating to recognised insurance claims as well as assessments of these undertaken by the insurers and Group's legal experts where applicable to assess whether this information supported the position taken on the contract.</p> <p>In respect of long-term Environmental Services contracts we challenged the assumptions in the cash flow models surrounding efficiency improvements in the cost base and projected revenues from the sale of recycle.</p> <p>We did not identify any issues where the judgements made were materially inappropriate.</p>

## Area of focus

### Accounting for adjustments to underlying profit

Refer to page 62 (Risk Management and Audit Committee Report), page 102 (accounting policy) and page 109 (notes).

In order to give a better understanding of the underlying performance of the business, management has presented a view of the underlying results of the Group, with separate disclosure of 'non-underlying items' consisting of the following:

- £49.9m of restructuring charges relating to reorganisation and integration costs following the June 2015 acquisition of Mouchel;
- £35.6m of charges in relation to under-performing contracts in Environmental Services;
- £23.1m of costs and charges associated with the closure of the Caribbean business and associated contract losses;
- A £1.7m gain relating to the disposal of Kier FPS Limited ("F&PS") in July 2015;
- £5.0m impairment charges relating to Biogen investment;
- £4.5m of costs associated with the settlement of the Construction Workers Compensation Scheme;
- £23.9m of intangible amortisation and discount unwind on acquired businesses; and
- £5.0m in respect of the write-down of the UK mining business held for sale, presented in discontinued operations.

The determination of which items are classified as 'non-underlying' is subject to judgement and therefore users of the accounts could be misled if amounts are not classified appropriately or presented consistently.

We also considered the risk of one-off gains during the year not being properly identified and therefore presented inappropriately within underlying profit.

## How our audit addressed the area of focus

We considered the appropriateness of the adjustments made to the statutory result before tax to derive underlying performance. In order to do this we considered:

- The Group's accounting policy on exceptional and non-underlying items;
- The application of IFRS, in particular IAS 1; and
- European Securities and Markets Authority ("ESMA") guidelines on alternative performance measures issued on 3 July 2016.

We challenged management on the appropriateness of the classification of each item, being mindful that classification should be balanced between gains and losses, the basis for the classification clearly disclosed and applied consistently from one year to the next.

Our work identified certain items that management had classified as non-underlying which we considered to be more judgemental in nature than others. These included the restructuring charges of £49.9m, Caribbean closure costs of £23.1m and £35.6m charges relating to Environmental Services. Having assessed in detail the nature of the individual components of the restructuring charges, we were satisfied with their presentation as non-underlying and the explanations provided in the financial statements as to their nature.

We assessed the nature of material non-recurring gains during the year impacting the underlying result before tax and challenged management as to whether these should be identified within non-underlying items.

Having considered the nature and quantum of these items, overall we were satisfied that the presentation of non-underlying and exceptional items in the financial statements for the year ended 30 June 2016 is materially appropriate.

# Independent auditor's report to the members of Kier Group plc continued

---

## Area of focus

### Assessment of carrying value of goodwill

Refer to page 62 (Risk Management and Audit Committee Report), page 102 (accounting policy) and pages 120 and 121 (notes).

As detailed in note 12 of the financial statements, the Group's key cash generating units (CGUs) are Construction, Services, Residential and Property. The majority of the Group's goodwill relates to the acquisitions of Mouchel (£314.6m) in June 2015 and May Gurney (£194.7m) in July 2013. The majority (97%) of goodwill recognised from both of these acquisitions is allocated to the Services CGU with the remainder (3%) allocated to the Construction CGU.

Management tests goodwill for impairment annually, with reference to value in use which is measured by the present value of the cash flow forecasts expected to be derived by the respective CGUs.

The services industry continues to experience challenging margins due to increased costs and more competitive pricing in the market. Furthermore there is increased uncertainty over UK market conditions following the result of the EU Referendum. Therefore there is a risk that sufficient cash flows will not be generated within the Services CGU to support the carrying amount of goodwill. Due to their respective sizes, we did not consider the Construction, Property or Residential CGUs to be areas of significant focus.

---

## How our audit addressed the area of focus

As part of our audit procedures, we corroborated the justification of the CGUs defined by management, particularly Services, by reviewing the financial information that management uses to measure the performance of that business. We also tested the principles and integrity of the Group's discounted cash flow model that supports the value in use of the CGUs in order to satisfy ourselves that the methodology applied in the annual impairment assessments was in line with the requirements of IAS36, and that the assumptions underpinning the model were appropriate.

As part of our work:

- we specifically challenged and agreed key inputs such as contract margin and profitability to underlying agreements, our knowledge of the Group and industry and historical outcomes;
- we assessed the other key assumptions management applied in these models (discount rate, growth rate and inflation), remaining sceptical of explanations and obtaining supporting evidence for key assertions, including comparing to available external data where available; and
- we also reviewed management's sensitivity analysis and considered further realistic sensitivity to all key assumptions and underlying cash flows.

We did not identify any issues with management's key assumptions based on our review of supporting evidence, management's and our own sensitivity analysis performed. There was significant headroom calculated by management over the carrying amount of the Services CGU, and therefore we were satisfied that the goodwill is not impaired.

We also tested whether the disclosures were in line with applicable accounting standards and no issues were identified.

---

### How we tailored the audit scope

We tailored the scope of our audit to ensure that we performed sufficient and appropriate level of work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

The Group is structured across four divisions, being Construction, Services, Property and Residential. The Group financial statements are a consolidation of reporting units that make up the four divisions, together with its central services function.

As the majority of the Group's revenues, trading profits and operating assets are in companies incorporated in the UK, we are satisfied that we obtain appropriate audit coverage over the Group's Income statement, Balance sheet and Cash flow statement through our statutory audit work on the UK companies, which is performed at the same time as the audit of the Group. The divisions where we performed our audit work accounted for 95% of Group revenues.

In addition, we performed specified audit procedures in the Construction Overseas businesses in Hong Kong, the Middle East and the Caribbean where our work was focused on particular material contracts where we determined there to be heightened risk of material misstatement.

### Materiality

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

<b>Overall Group materiality</b>	£6.2m (2015: £4.3m)
<b>How we determined it</b>	5% of consolidated profit before tax excluding non-underlying items, as defined by management in note 1 to the financial statements.
<b>Rationale for benchmark applied</b>	Based on our professional judgement, we determined materiality by applying a benchmark of 5% of consolidated profit before tax excluding non-underlying items. We believe that underlying profit before tax is the most appropriate measure as it eliminates any disproportionate effect of exceptional charges and provides a consistent year-on-year basis for our work.

We agreed with the Risk Management Audit Committee that we would report to them misstatements identified during our audit above £0.3 million (2015: £0.2 million) as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

### Going concern

Under the Listing Rules we are required to review the Directors' statement, set out on page 48, in relation to going concern. We have nothing to report having performed our review.

Under ISAs (UK & Ireland) we are required to report to you if we have anything material to add or to draw attention to in relation to the Directors' statement about whether they considered it appropriate to adopt the going concern basis in preparing the financial statements. We have nothing material to add or to draw attention to.

As noted in the Directors' statement, the Directors have concluded that it is appropriate to prepare the financial statements using the going concern basis of accounting. The going concern basis presumes that the Group has adequate resources to remain in operation, and that the Directors intend them to do so, for at least one year from the date the financial statements were signed. As part of our audit we have concluded that the Directors' use of the going concern basis is appropriate.

However, because not all future events or conditions can be predicted, these statements are not a guarantee as to the Group's and parent company's ability to continue as a going concern.

# Independent auditor's report to the members of Kier Group plc continued

## Other reporting requirements

### Consistency of other information

*Companies Act 2006 opinions*

In our opinion:

- 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 information given in the Corporate Governance Statement as set out on page 49 with respect to internal control and risk management systems and about share capital structures is consistent with the financial statements.

### ISAs (UK & Ireland) reporting

*Under ISAs (UK & Ireland) we are required to report to you if we have anything material to add or to draw attention to in relation to:*

<ul style="list-style-type: none"> <li>• Information in the Annual Report is:                             <ul style="list-style-type: none"> <li>– materially inconsistent with the information in the audited financial statements; or</li> <li>– apparently materially incorrect based on, or materially inconsistent with, our knowledge of the Group and parent company acquired in the course of performing our audit; or</li> <li>– otherwise misleading.</li> </ul> </li> </ul>	We have no exceptions to report arising from this responsibility.
<ul style="list-style-type: none"> <li>• the statement given by the Directors on page 48, in accordance with provision C.1.1 of the UK Corporate Governance Code ("the Code"), that they consider the Annual Report taken as a whole to be fair, balanced and understandable and provides the information necessary for members to assess the Group's position and performance, business model and strategy is materially inconsistent with our knowledge of the Group and parent company acquired in the course of performing our audit.</li> </ul>	We have no exceptions to report arising from this responsibility.
<ul style="list-style-type: none"> <li>• the section of the Annual Report on page 59, as required by provision C.3.8 of the Code, describing the work of the Audit Committee does not appropriately address matters communicated by us to the Audit Committee.</li> </ul>	We have no exceptions to report arising from this responsibility.

*Under ISAs (UK & Ireland) we are required to report to you if we have anything material to add or to draw attention to in relation to:*

<ul style="list-style-type: none"> <li>• the Directors' confirmation on page 48 of the Annual Report, in accordance with provision C.2.1 of the Code, that they have carried out a robust assessment of the principal risks facing the Group, including those that would threaten its business model, future performance, solvency or liquidity.</li> </ul>	We have nothing material to add or to draw attention to.
<ul style="list-style-type: none"> <li>• the disclosures in the Annual Report that describe those risks and explain how they are being managed or mitigated.</li> </ul>	We have nothing material to add or to draw attention to.
<ul style="list-style-type: none"> <li>• the Directors' explanation on page 48 of the Annual Report, in accordance with provision C.2.2 of the Code, as to how they have assessed the prospects of the Group, over what period they have done so and why they consider that period to be appropriate, and their statement as to whether they have a reasonable expectation that the Group will be able to continue in operation and meet its liabilities as they fall due over the period of their assessment, including any related disclosures drawing attention to any necessary qualifications or assumptions.</li> </ul>	We have nothing material to add or to draw attention to.

Under the Listing Rules we are required to review the Directors' statement that they have carried out a robust assessment of the principal risks facing the Group and the Directors' statement in relation to the longer-term viability of the Group. Our review was substantially less in scope than an audit and only consisted of making inquiries and considering the Directors' process supporting their statements; checking that the statements are in alignment with the relevant provisions of the Code; and considering whether the statements are consistent with the knowledge acquired by us in the course of performing our audit. We have nothing to report having performed our review.

### Adequacy of accounting records and information and explanations received

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

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- the company financial statements and the part of the Directors' Remuneration Report to be audited are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

## Directors' remuneration

### *Directors' remuneration report – Companies Act 2006 opinion*

In our opinion, the part of the Directors' Remuneration Report to be audited has been properly prepared in accordance with the Companies Act 2006.

### *Other Companies Act 2006 reporting*

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of Directors' remuneration specified by law are not made. We have no exceptions to report arising from these responsibilities.

### **Corporate governance statement**

Under the Companies Act 2006 we are required to report to you if, in our opinion, a corporate governance statement has not been prepared by the parent company. We have no exceptions to report arising from this responsibility.

Under the Listing Rules we are required to review the part of the Corporate Governance Statement relating to ten provisions of the UK Corporate Governance Code. We have nothing to report having performed our review.

### **Responsibilities for the financial statements and the audit**

#### **Our responsibilities and those of the Directors**

As explained more fully in the Directors' Responsibilities Statement set out on page 88, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

#### **What an audit of financial statements involves**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the Group's and the parent company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the Directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the Directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.



**Jonathan Hook (Senior Statutory Auditor)**  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors

London

21 September 2016

# Consolidated income statement

## For the year ended 30 June 2016

	Notes	2016			2015		
		Underlying items <sup>1</sup> £m	Non-underlying items (note 4) £m	Total £m	Underlying items <sup>1</sup> £m	Non-underlying items (note 4) £m	Total £m
<b>Continuing operations</b>							
<b>Revenue</b>							
Group and share of joint ventures	2	4,210.6	–	4,210.6	3,351.2	–	3,351.2
Less share of joint ventures	2	(98.3)	–	(98.3)	(75.3)	–	(75.3)
<b>Group revenue</b>		<b>4,112.3</b>	<b>–</b>	<b>4,112.3</b>	<b>3,275.9</b>	<b>–</b>	<b>3,275.9</b>
Cost of sales		(3,702.0)	–	(3,702.0)	(2,993.0)	–	(2,993.0)
<b>Gross profit</b>		<b>410.3</b>	<b>–</b>	<b>410.3</b>	<b>282.9</b>	<b>–</b>	<b>282.9</b>
Administrative expenses		(277.5)	(137.9)	(415.4)	(201.9)	(42.8)	(244.7)
Share of post-tax results of joint ventures	14	14.2	–	14.2	7.9	–	7.9
Profit on disposal of joint ventures	30d	2.6	–	2.6	14.8	–	14.8
<b>Profit/(loss) from operations</b>	2,3	<b>149.6</b>	<b>(137.9)</b>	<b>11.7</b>	<b>103.7</b>	<b>(42.8)</b>	<b>60.9</b>
Finance income	5	0.8	–	0.8	1.7	–	1.7
Finance costs	5	(25.5)	(2.4)	(27.9)	(19.5)	(3.6)	(23.1)
<b>Profit/(loss) before tax</b>	2	<b>124.9</b>	<b>(140.3)</b>	<b>(15.4)</b>	<b>85.9</b>	<b>(46.4)</b>	<b>39.5</b>
Taxation	9a	(22.5)	26.1	3.6	(16.9)	6.9	(10.0)
<b>Profit/(loss) for the year from continuing operations</b>		<b>102.4</b>	<b>(114.2)</b>	<b>(11.8)</b>	<b>69.0</b>	<b>(39.5)</b>	<b>29.5</b>
<b>Discontinued operations</b>							
Loss for the year from discontinued operations (attributable to equity holders of the parent company)	19	–	(5.0)	(5.0)	(2.2)	(21.8)	(24.0)
<b>Profit/(loss) for the year</b>		<b>102.4</b>	<b>(119.2)</b>	<b>(16.8)</b>	<b>66.8</b>	<b>(61.3)</b>	<b>5.5</b>
<b>Attributable to:</b>							
Owners of the parent		101.6	(119.2)	(17.6)	65.7	(61.3)	4.4
Non-controlling interests		0.8	–	0.8	1.1	–	1.1
		102.4	(119.2)	(16.8)	66.8	(61.3)	5.5
<b>Basic earnings/(loss) per share</b>							
– From continuing operations	11	106.7p	(119.9)p	(13.2)p	96.0p	(55.8)p	40.2p
– From discontinued operations	11	–	(5.3)p	(5.3)p	(3.1)p	(30.8)p	(33.9)p
– Total		106.7p	(125.2)p	(18.5)p	92.9p	(86.6)p	6.3p
<b>Diluted earnings/(loss) per share</b>							
– From continuing operations	11	106.7p	(119.9)p	(13.2)p	95.6p	(55.6)p	40.0p
– From discontinued operations	11	–	(5.3)p	(5.3)p	(3.1)p	(30.8)p	(33.9)p
– Total		106.7p	(125.2)p	(18.5)p	92.5p	(86.4)p	6.1p

<sup>1</sup> Stated before non-underlying items (see note 4).

# Consolidated statement of comprehensive income

## For the year ended 30 June 2016

	Notes	2016 £m	2015 £m
<b>(Loss)/profit for the year</b>		<b>(16.8)</b>	5.5
<b>Items that may be reclassified subsequently to the income statement</b>			
Share of joint venture fair value movements on cash flow hedging instruments	14	<b>(0.1)</b>	0.7
Deferred tax on share of joint venture fair value movements on cash flow hedging instruments	9c	–	(0.2)
Fair value gain on cash flow hedging instruments	27	<b>18.5</b>	0.2
Fair value movements on cash flow hedging instruments recycled to the Income Statement	5	<b>(17.7)</b>	–
Deferred tax on fair value movements on cash flow hedging instruments	9c	<b>(0.2)</b>	–
Foreign exchange gains on long-term funding of foreign operations		<b>9.6</b>	0.9
Foreign exchange translation differences		<b>(1.1)</b>	(0.2)
<b>Total items that may be reclassified subsequently to the income statement</b>		<b>9.0</b>	1.4
<b>Items that will not be reclassified to the income statement</b>			
Re-measurement of defined benefit liabilities	8	<b>47.6</b>	(34.0)
Deferred tax (charge)/credit on actuarial gain/losses on defined benefit liabilities	9c	<b>(9.1)</b>	6.8
<b>Total items that will not be reclassified to the income statement</b>		<b>38.5</b>	(27.2)
<b>Other comprehensive income/(loss) for the year</b>		<b>47.5</b>	(25.8)
<b>Total comprehensive income/(loss) for the year</b>		<b>30.7</b>	(20.3)
<b>Attributable to:</b>			
Equity holders of parent		<b>29.9</b>	(21.4)
Non-controlling interests – continuing operations		<b>0.8</b>	1.1
		<b>30.7</b>	(20.3)
<b>Total comprehensive income/(loss) attributable to equity shareholders arises from:</b>			
Continuing operations		<b>34.9</b>	2.6
Discontinued operations		<b>(5.0)</b>	(24.0)
		<b>29.9</b>	(21.4)

# Consolidated statement of changes in equity

## For the year ended 30 June 2016

	Share capital £m	Share premium £m	Capital redemption reserve £m	Retained earnings £m	Cash flow hedge reserve £m	Translation reserve £m	Merger reserve £m	Equity attributable to owners of the parent £m	Non-controlling interests £m	Total equity £m
<b>At 1 July 2014</b>	0.6	73.7	2.7	51.4	(2.9)	(3.6)	184.8	306.7	3.0	309.7
Profit for the year	–	–	–	4.4	–	–	–	4.4	1.1	5.5
Other comprehensive (loss)/income	–	–	–	(27.2)	0.7	0.7	–	(25.8)	–	(25.8)
Dividends paid	–	–	–	(40.2)	–	–	–	(40.2)	(2.3)	(42.5)
Issue of own shares	0.4	334.8	–	–	–	–	–	335.2	–	335.2
Share-based payments	–	–	–	3.4	–	–	–	3.4	–	3.4
Tax on share-based payments	–	–	–	(0.1)	–	–	–	(0.1)	–	(0.1)
Transfers <sup>1</sup>	–	–	–	50.0	–	–	(50.0)	–	–	–
<b>At 30 June 2015</b>	1.0	408.5	2.7	41.7	(2.2)	(2.9)	134.8	583.6	1.8	585.4
(Loss)/profit for the year	–	–	–	(17.6)	–	–	–	(17.6)	0.8	(16.8)
Other comprehensive income	–	–	–	38.5	0.5	8.5	–	47.5	–	47.5
Dividends paid	–	–	–	(54.7)	–	–	–	(54.7)	(0.4)	(55.1)
Issue of own shares	–	9.5	–	–	–	–	–	9.5	–	9.5
Share-based payments	–	–	–	5.6	–	–	–	5.6	–	5.6
<b>At 30 June 2016</b>	<b>1.0</b>	<b>418.0</b>	<b>2.7</b>	<b>13.5</b>	<b>(1.7)</b>	<b>5.6</b>	<b>134.8</b>	<b>573.9</b>	<b>2.2</b>	<b>576.1</b>

<sup>1</sup> See the Company only accounts on page 143.

# Consolidated balance sheet

## At 30 June 2016

	Notes	2016 £m	2015 <sup>1</sup> £m
<b>Non-current assets</b>			
Intangible assets	12	794.6	790.0
Property, plant and equipment	13	99.3	120.9
Investments in and loans to joint ventures	14	129.8	79.4
Deferred tax assets	15	7.3	9.0
Trade and other receivables	18	34.7	31.4
<b>Non-current assets</b>		<b>1,065.7</b>	1,030.7
<b>Current assets</b>			
Inventories	16	675.9	733.7
Trade and other receivables	18	523.0	535.0
Other financial assets	27	18.1	–
Cash and cash equivalents	20	186.7	254.0
<b>Current assets</b>		<b>1,403.7</b>	1,522.7
Assets held for sale as part of a disposal group	19	18.2	193.9
<b>Total assets</b>		<b>2,487.6</b>	2,747.3
<b>Current liabilities</b>			
Finance lease obligations	21	(13.5)	(14.9)
Other financial liabilities	27	(0.2)	–
Trade and other payables	22	(1,379.5)	(1,315.5)
Corporation tax payable		(6.0)	(12.7)
Provisions	23	(22.8)	(18.2)
<b>Current liabilities</b>		<b>(1,422.0)</b>	(1,361.3)
Liabilities held for sale as part of a disposal group	19	(13.7)	(168.0)
<b>Non-current liabilities</b>			
Borrowings	20	(303.2)	(394.8)
Finance lease obligations	21	(12.8)	(25.7)
Other financial liabilities	27	(1.1)	(1.5)
Trade and other payables	22	(13.2)	(11.4)
Retirement benefit obligations	8	(87.8)	(153.6)
Provisions	23	(57.7)	(45.6)
<b>Non-current liabilities</b>		<b>(475.8)</b>	(632.6)
<b>Total liabilities</b>		<b>(1,911.5)</b>	(2,161.9)
<b>Net assets</b>	2	<b>576.1</b>	585.4
<b>Equity</b>			
Share capital	24	1.0	1.0
Share premium		418.0	408.5
Capital redemption reserve		2.7	2.7
Retained earnings		13.5	41.7
Cash flow hedge reserve	24	(1.7)	(2.2)
Translation reserve	24	5.6	(2.9)
Merger reserve	24	134.8	134.8
<b>Equity attributable to owners of the parent</b>		<b>573.9</b>	583.6
Non-controlling interests		2.2	1.8
<b>Total equity</b>		<b>576.1</b>	585.4

<sup>1</sup> Restated for impact of revision to the acquisition accounting of the Mouchel Group, see note 30b to the financial statements.

The financial statements on pages 96 to 142 were approved by the Board of Directors on 21 September 2016 and were signed on its behalf by:

 **Haydn Mursell**  
Director

 **Bev Dew**  
Director

# Consolidated cash flow statement

## For the year ended 30 June 2016

	Notes	2016 £m	2015 £m
<b>Cash flows from operating activities</b>			
(Loss)/profit before tax – continuing operations		<b>(15.4)</b>	39.5
– discontinued operations	19	<b>(11.0)</b>	(25.8)
Non-underlying items	4	<b>127.4</b>	54.5
Net finance cost	5	<b>27.1</b>	21.4
Share of post-tax trading results of joint ventures	14	<b>(14.2)</b>	(7.9)
Normal cash contributions to pension fund in excess of/(less than) pension charge		<b>1.2</b>	(0.1)
Equity settled share-based payments charge	25	<b>5.6</b>	3.4
Amortisation and impairment of intangible assets		<b>27.8</b>	13.6
Other non-cash items		<b>(4.7)</b>	(4.6)
Depreciation charges	13	<b>21.8</b>	28.9
Profit on disposal of joint ventures	30d	<b>(2.6)</b>	(14.8)
Loss on disposal of property, plant and equipment and intangible assets		<b>7.2</b>	2.1
<b>Operating cash flows before movements in working capital</b>		<b>170.2</b>	110.2
Deficit contributions to pension fund		<b>(25.1)</b>	(18.7)
Decrease/(increase) in inventories		<b>57.8</b>	(205.5)
Decrease in receivables		<b>8.7</b>	88.0
Increase in payables		<b>39.7</b>	192.8
Decrease in provisions		<b>(3.7)</b>	(28.3)
Cash inflow from operating activities before non-underlying items		<b>247.6</b>	138.5
Cash outflow from non-underlying items		<b>(83.0)</b>	(18.8)
<b>Cash inflow from operating activities</b>		<b>164.6</b>	119.7
Dividends received from joint ventures	14	<b>2.8</b>	3.5
Interest received		<b>0.8</b>	1.7
Income tax paid		<b>(1.8)</b>	(3.5)
<b>Net cash inflow from operating activities</b>		<b>166.4</b>	121.4
<b>Cash flows from investing activities</b>			
Proceeds from sale of property, plant and equipment		<b>10.6</b>	2.0
Proceeds from sale of joint ventures	30d	<b>20.4</b>	13.9
Purchases of property, plant and equipment		<b>(14.1)</b>	(19.8)
Purchase of intangible assets	12	<b>(38.1)</b>	(22.6)
Divestment/(investment) in assets held for resale		<b>29.8</b>	(12.6)
Acquisition of subsidiaries	30a	–	(262.6)
Investment in joint ventures	14	<b>(61.9)</b>	(35.6)
Cash acquired	30b	–	32.2
<b>Net cash used in investing activities</b>		<b>(53.3)</b>	(305.1)
<b>Cash flows from financing activities</b>			
Issue of shares	24	<b>4.5</b>	334.1
Interest paid		<b>(19.5)</b>	(15.6)
Cash outflow incurred raising finance		<b>(0.6)</b>	(2.6)
Inflow from finance leases on property, plant and equipment	21	<b>3.1</b>	16.9
Inflow from new borrowings		<b>75.8</b>	199.9
Finance lease repayments	21	<b>(17.4)</b>	(32.2)
Repayment of borrowings		<b>(184.5)</b>	(94.0)
Dividends paid to equity holders of the parent		<b>(49.7)</b>	(39.1)
Dividends paid to minority interests		<b>(0.4)</b>	(2.3)
<b>Net cash (used in)/from financing activities</b>		<b>(188.7)</b>	365.1
(Decrease)/increase in cash, cash equivalents and overdraft		<b>(75.6)</b>	181.4
Effect of change in foreign exchange rates		<b>8.3</b>	–
Opening cash, cash equivalents and overdraft		<b>254.0</b>	72.6
<b>Closing cash, cash equivalents and overdraft</b>	20	<b>186.7</b>	254.0

# Notes to the consolidated financial statements

## For the year ended 30 June 2016

### 1 Significant accounting policies

Kier Group plc (the Company) is a public limited company domiciled in the United Kingdom (UK), incorporated in England and Wales and listed on the London Stock Exchange. The Company's registered number is 2708030. The consolidated financial statements of the Company for the year ended 30 June 2016 comprise the Company and its subsidiaries (together referred to as the Group) and the Group's interest in joint arrangements.

The consolidated financial statements were approved by the directors on 21 September 2016.

#### Statement of compliance

The Group's consolidated financial statements have been prepared and approved by the directors in accordance with International Financial Reporting Standards as adopted by the European Union (IFRS) and therefore comply with Article 4 of the EU IAS Regulation and with those parts of the Companies Act 2006 that are applicable to companies reporting under IFRS. The Group has applied all accounting standards issued by the International Accounting Standards Board ('IASB') and interpretations issued by the IFRS Interpretations Committee as adopted by the European Union and effective for accounting periods beginning on 1 July 2015.

The Company has elected to prepare its parent company financial statements in accordance with the FRS101 'Reduced Disclosure Framework'. These are presented on pages 143 to 148.

#### Basis of preparation

The Group has considerable financial resources, long-term contracts and a diverse range of customers and suppliers across its business activities.

After making enquiries, the directors have a reasonable expectation that the Company and the Group have adequate resources to continue in operational existence for the foreseeable future. Accordingly, the directors continue to adopt the going concern basis in preparing the Group's financial statements.

The financial statements are presented in pounds sterling. They have been prepared on the historical cost basis except for derivative financial instruments which are stated at their fair value.

The following new standards and amendments to standards are effective for the financial year ended 30 June 2016 onwards:

- Amendments to IAS19 Defined Benefit Plans: Employee Contributions
- Annual improvements to IFRS 2010-2012 Cycle
- Annual improvements to IFRS 2011-2013 Cycle

The following new standards and amendments to standards have been issued, and will take effect for periods beginning on or after 1 January 2016 other than IFRS9 and IFRS15 which will take effect for periods starting after 1 January 2018 and IFRS16 which will take effect for periods starting after 1 January 2019:

IFRS2 (amendments)	Share Based Payment
IFRS5 (amendments)	Non-current Assets Held for Sale and Discontinued Operations
IFRS7 (amendments)	Financial Instruments: Disclosures
IFRS9	Financial Instruments
IFRS11 (amendments)	Joint arrangements
IFRS12 (amendments)	Disclosure of Interest in Other Entities

IFRS15	Revenue from Contracts with Customers
IFRS16	Leases
IAS1 (amendments)	Presentation of Financial Statements
IAS7 (amendments)	Statement of Cash Flows
IAS12 (amendments)	Income Taxes
IAS16 (amendments)	Property, Plant and Equipment
IAS19 (amendments)	Employee Benefits
IAS38 (amendments)	Intangible Assets

The directors are considering the impact of these new standards and interpretations in future periods.

IFRS15 will replace IAS18 'Revenue' and IAS11 'Construction Contracts'. It will become effective for accounting periods beginning on or after 1 January 2018 and will therefore be applied for the first time to the Group accounts for the year ended 30 June 2019; the IASB has indicated that early adoption will be permitted. The Group has begun a systematic review of all existing major contracts to ensure that the impact and effects of the IFRS15 and IFRS16 are fully understood and changes to the current accounting procedures are highlighted and acted upon in advance of the effective date.

Other than the impact of IFRS15 and IFRS16 as noted above, no significant net impact from the adoption of these new standards is expected. The Group has chosen not to adopt any of the above standards and interpretations earlier than required.

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

#### Basis of consolidation

##### (a) Subsidiaries

The consolidated financial statements comprise the financial statements of the Company and subsidiaries controlled by the Company drawn up to 30 June 2016. Control exists when the Group has direct or indirect power to govern the financial and operating policies of an entity so as to obtain economic benefits from its activities. Subsidiaries are included in the consolidated financial statements from the date that control transfers to the Group until the date that control ceases.

Business combinations are accounted for using the acquisition method as at the acquisition date, which is the date on which control is transferred to the Group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Group takes into consideration potential voting rights that currently are exercisable.

If a business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurements are recognised in profit or loss.

For acquisitions on or after 1 January 2010, the Group measures goodwill at the acquisition date as:

- The fair value of the consideration transferred; plus
- The recognised amount of any non-controlling interests in the acquiree; plus
- If the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- The net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 1 Significant accounting policies continued

When the result is negative, a 'bargain purchase' gain is recognised immediately in the income statement.

Provisional fair values allocated at a reporting date are finalised within 12 months of the acquisition date.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in the income statement. Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred. Any contingent consideration payable is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration are recognised in the income statement unless the contingent consideration is classified as equity, in which case settlement is accounted for within reserves.

Accounting policies of subsidiaries are adjusted where necessary to ensure consistency with those used by the Group. All intra-Group transactions, balances, income and expenses are eliminated on consolidation.

#### (b) Joint arrangements

A joint arrangement is a contractual arrangement whereby the Group undertakes an economic activity that is subject to joint control with third parties.

The Group's interests in joint ventures are accounted for using the equity method. Under this method the Group's share of the profits less losses of joint ventures is included in the consolidated income statement and its interest in their net assets is included in investments in the consolidated balance sheet. Where the share of losses exceeds the Group's interest in the entity and there is no obligation to fund these losses the carrying amount is reduced to nil, following which no further losses are recognised. Interest in the entity is the carrying amount of the investment together with any long-term interests that, in substance, form part of the net investment in the entity.

From time to time the Group undertakes contracts jointly with other parties. These fall under the category of joint operations as defined by IFRS11. In accordance with IFRS11, the Group accounts for its own share of sales, profits, assets, liabilities and cash flows measured according to the terms of the agreements.

#### Goodwill and other intangible assets

Goodwill arising on consolidation represents the excess of the consideration over the Group's interest in the fair value of the identifiable assets and liabilities of a subsidiary.

Goodwill is recognised as an asset and reviewed for impairment at least annually. Any impairment is recognised immediately in the income statement and is not subsequently reversed. Negative goodwill is recognised in the income statement immediately. On disposal of a subsidiary or jointly controlled entity, the attributable carrying amount of goodwill is included in the determination of the profit or loss on disposal.

Other intangible assets which comprise contract rights and computer software are stated at cost less accumulated amortisation and impairment losses. Amortisation is charged to administrative expenses in the income statement on a straight-line basis over the expected useful lives of the assets, which are principally as follows:

Contract rights	Over the remaining contract life
Computer software	3–7 years

Internally generated intangible assets developed by the Group are recognised only if all of the following conditions are met:

- An asset is created that can be identified;
- It is probable that the asset created will generate future economic benefits; and
- The development cost of the asset can be measured reliably.

Other research expenditure is written off in the period in which it is incurred.

#### Non-underlying items<sup>1</sup>

Certain items are presented separately in the consolidated income statement as non-underlying items where, in the judgement of the directors, they need to be disclosed separately by virtue of their nature, size or incidence in order to obtain a clear and consistent presentation of the Group's underlying business performance.

Examples of material items which may give rise to disclosure as non-underlying items include gains or losses on the disposal of businesses, costs of restructuring and reorganisation of existing businesses, integration of newly acquired businesses, asset impairments and acquisition transaction costs and unwind of discounts. They also include reclassification of provisions in respect of such items.

Amortisation of acquired intangible assets is also treated as a non-underlying item so that the underlying profit of the Group can be measured on a comparable basis from period to period.

These are examples, and from time to time it may be appropriate to disclose further items as non-underlying in order to highlight the underlying performance of the Group.

Underlying operating profit is one of the key measures used by the Board to monitor the Group's performance.

<sup>1</sup> Exceptional items.

#### Revenue and profit recognition

Revenue comprises the fair value of the consideration received or receivable, net of value added tax, rebates and discounts and after eliminating sales within the Group. It also includes the Group's proportion of work carried out under jointly controlled operations.

Revenue and profit are recognised as follows:

##### (a) Construction contracts

Revenue arises from increases in valuations on contracts and is normally determined by external valuations. It is the gross value of work carried out for the period to the balance sheet date (including retentions) but excludes claims until they are actually certified.

Profit on contracts is calculated in accordance with accounting standards and industry practice. Industry practice is to assess the estimated final outcome of each contract and recognise the profit based upon the percentage of completion of the contract at the relevant date. The assessment of the final outcome of each contract is determined by regular review of the revenues and costs to complete that contract. Consistent contract review procedures are in place in respect of contract forecasting.

The general principles for profit recognition are as follows:

- Profits on short duration contracts are taken when the contract is complete;
- Profits on other contracts are recognised on a percentage of completion basis when the contract's outcome can be estimated reliably;
- Provision is made for losses incurred or foreseen in bringing the contract to completion as soon as they become apparent;
- Claims receivable are recognised as income when received or certified for payment, except that in preparing contract forecasts to completion, a prudent and reasonable evaluation of claims receivable may be included to mitigate foreseeable losses and only to the extent that there is reasonable certainty of recovery; and
- Variations and compensation events are included in forecasts to completion when it is considered highly probable that they will be recovered.

Percentage completion is normally calculated by taking certified value to date as a percentage of estimated final value, unless the internal value is materially different to the certified value, in which case the internal value is used.

#### (b) Services

Revenue and profit from services rendered, which include facilities management, highways maintenance, street cleaning and recycling, is recognised as and when the service is provided.

Where revenue that has been recognised is subsequently determined not to be recoverable due to a dispute with the client, these amounts are charged against the revenue recognised. Where non-recovery is as a result of inability of a client to meet its obligations, these amounts are charged to administrative expenses.

Unbilled revenue is the difference between the revenue recognised and the amounts actually invoiced to customers. Where invoicing exceeds the amount of revenue recognised these amounts are included in deferred income.

#### (c) Private housing and land sales

Revenue from housing sales is recognised at the fair value of the consideration received or receivable on legal completion, net of incentives. Revenue from land sales and land exchanges is recognised on the unconditional exchange of contracts. Profit is recognised on a site-by-site basis by reference to the expected out-turn result from each site. The principal estimation technique used by the Group in attributing profit on sites to a particular period is the preparation of forecasts on a site-by-site basis. These focus on revenues and costs to complete and enable an assessment to be made of the final out-turn on each site. Consistent review procedures are in place in respect of site forecasting. Provision is made for any losses foreseen in completing a site as soon as they become apparent.

#### (d) Property development

Revenue in respect of property developments is taken on unconditional exchange of contracts on disposal of finished developments. Profit taken is subject to any amounts necessary to cover residual commitments relating to development performance. Provision is made for any losses foreseen in completing a development as soon as they become apparent.

Where developments are sold in advance of construction being completed, revenue and profit are recognised from the point of sale and as the significant outstanding acts of construction and development are completed. If a development is sold in advance

of the commencement of construction, no revenue or profit is recognised at the point of sale. Revenue and profit are recognised in line with the progress on construction, based on the percentage completion of the construction and development work. If a development is sold during construction but prior to completion, revenue and profit are recognised at the time of sale in line with the percentage completion of the construction and development works at the time of sale and thereafter in line with the percentage of completion of the construction and development works.

#### (e) Private Finance Initiative (PFI) service concession agreements

Revenue relating to construction or upgrade services under a service concession agreement is recognised based on the stage of completion of the work performed, consistent with the Group's accounting policy on recognising revenue on construction contracts (see above). Operation or service revenue is recognised in the period in which the services were provided by the Group. When the Group provides more than one service in a service concession agreement, the consideration received is allocated by reference to the relative fair values of the services delivered.

#### Pre-contract costs

Costs associated with bidding for contracts are written off as incurred (pre-contract costs). When it is probable that a contract will be awarded, usually when the Group has secured preferred bidder status, costs incurred from that date to the date of financial close are carried forward in the balance sheet as other receivables.

When financial close is achieved on PFI or Public Private Partnership (PPP) contracts, costs are recovered from the special purpose vehicle and pre-contract costs within this recovery that were not previously capitalised are credited to the income statement, except to the extent that the Group retains a share in the special purpose vehicle. The amount not credited is deferred and recognised over the life of the construction contract to which the costs relate.

#### Property, plant and equipment and depreciation

Depreciation is based on historical or deemed cost, including expenditure that is directly attributable to the acquisition of the items, less the estimated residual value, and the estimated economic lives of the assets concerned. Freehold land is not depreciated. Other tangible assets are depreciated to residual values in equal annual instalments over the period of their estimated economic lives, which are principally as follows:

Freehold land and buildings	25–50 years
Leasehold buildings and improvements	Period of lease
Plant and equipment (including vehicles)	3–12 years

Assets held under finance leases are depreciated over the shorter of the term of the lease or the expected useful life of the asset.

#### Leases

Leases in terms of which the Group assumes substantially all of the risks and rewards of ownership are classified as finance leases. On initial recognition the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Other leases are operating leases and the rental charges are charged to the income statement on a straight-line basis over the life of each lease.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 1 Significant accounting policies continued

#### Employee benefits

##### (a) Retirement benefit obligations

For defined contribution pension schemes operated by the Group, amounts payable are charged to the income statement as they fall due.

The Group accounts for defined benefit obligations in accordance with IAS19. Obligations are measured at discounted present value while plan assets are measured at fair value. The operating and financing costs of such plans are recognised separately in the income statement; current service costs are spread systematically over the lives of employees and financing costs are recognised in full in the period in which they arise. Re-measurements of the net defined pension liability, including actuarial gains and losses, are recognised immediately in other comprehensive income.

The net finance cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in finance costs in the income statement.

Where the calculations result in a surplus to the Group, the recognised asset is limited to the present value of any available future refunds from the plan or reductions in future contributions to the plan.

##### (b) Share-based payments

Share-based payments granted but not vested are valued at the fair value of the shares at the date of grant. This affects the Sharesave and Long Term Incentive Plan (LTIP) schemes. The fair value of these schemes at the date of award is calculated using the Black-Scholes model apart from the total shareholder return element of the LTIP which is based on a stochastic model.

The cost to the Group of awards to employees under the LTIP scheme is spread on a straight-line basis over the relevant performance period. The scheme awards to senior employees a number of shares which will vest after three years if particular criteria are met. The cost of the scheme is based on the fair value of the shares at the date the options are granted.

Shares purchased and held in trust in connection with the Group's share schemes are deducted from retained earnings. No gain or loss is recognised within the income statement on the market value of these shares compared with the original cost.

#### Finance income and costs

Interest receivable and payable on bank balances is credited or charged to the income statement as incurred using the effective interest rate method.

Borrowing costs are capitalised where the Group constructs qualifying assets. All other borrowing costs are written off to the income statement as incurred.

Borrowing costs incurred within the Group's jointly controlled entities relating to the construction of assets in PFI and PPP projects are capitalised until the relevant assets are brought into operational use.

Notional interest payable, representing the unwinding of the discount on long-term liabilities, is charged to finance costs.

#### Taxation

Income tax comprises current and deferred tax. Income tax is recognised in the income statement 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 on taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The deferred tax provision is based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

#### Foreign currencies

Transactions denominated in foreign currencies are recorded at the exchange rates in effect when they take place. Resulting foreign currency denominated assets and liabilities are translated at the exchange rates ruling at the balance sheet date. Exchange differences arising from foreign currency transactions are reflected in the income statement.

Items included in the financial statements of each of the Group's subsidiaries are measured using the currency of the primary economic environment in which each entity operates ('the functional currency'). The consolidated financial statements are presented in GBP, which is the Group's presentation currency.

The assets and liabilities of overseas subsidiary undertakings are translated at the rate of exchange ruling at the balance sheet date. Trading profits or losses are translated at average rates prevailing during the accounting period. Differences on exchange arising from the retranslation of net investments in overseas subsidiary undertakings at the year-end rates are recognised in other comprehensive income. All other translation differences are reflected in the income statement.

#### Mining assets

Opencast expenditure incurred prior to the commencement of operating an opencast site is capitalised and the cost less the residual value is depreciated over the 'coaling life' of the site on a coal extraction basis.

The cost of restoration is recognised as a provision as soon as the restoration liability arises. The amount provided represents the present value of the anticipated costs. Costs are charged against the provision as incurred and the unwinding of the discount is included within finance costs. A tangible asset is created for an amount equivalent to the initial provision and depreciated on a coal extraction basis over the life of the asset. Where there is a subsequent change to the estimated restoration costs or discount rate, the present value of the change is recognised as a change in the restoration provision with a corresponding change in the cost of the tangible asset until the asset is fully depreciated when the remaining adjustment is taken to the income statement.

## Inventories

Inventories, including land held for and in the course of development, are valued at the lower of cost and net realisable value. Cost comprises direct materials and, where appropriate, labour and production overheads which have been incurred in bringing the inventories and work in progress to their present location and condition. Cost in certain circumstances also includes notional interest as explained in the accounting policy for finance income and costs. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

Construction work in progress is included within inventories in the balance sheet. It is measured at cost plus profit less losses recognised to date less progress billings. If payments received from customers exceed the income recognised, the difference is included within trade and other payables in the balance sheet.

Land inventory is recognised at the time a liability is recognised; generally after exchange of unconditional contracts.

Property inventory, which represents all development land and work in progress, is included at cost less any losses foreseen in completing and disposing of the development less any amounts received or receivable as progress payments or part disposals. Where a property is being developed, cost includes cost of acquisition and development to date, including directly attributable fees, expenses and finance charges net of rental or other income attributable to the development. Where development property is not being actively developed, net rental income and finance costs are taken to the income statement.

## Assets held for sale

Assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

Assets are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the assets are available for sale in their present condition.

## Share capital

The ordinary share capital of the Company is recorded as the proceeds received, net of directly attributable incremental issue costs.

## Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of a past event, and where it is probable that an outflow will be required to settle the obligation and the amount can be reliably estimated.

## Financial instruments

Financial assets and financial liabilities are recognised in the Group's balance sheet when the Group becomes a party to the contractual provisions of the instrument. The principal financial assets and liabilities of the Group are as follows:

### (a) Trade receivables and trade payables

Given the varied activities of the Group it is not practicable to identify a common operating cycle. The Group has therefore allocated receivables and payables due within 12 months of the balance sheet date to current with the remainder included in non-current.

Trade receivables do not carry interest and are stated at their initial cost reduced by appropriate allowances for estimated irrecoverable amounts.

Trade payables on normal terms are not interest bearing and are stated at their nominal value. Trade payables on extended terms, particularly in respect of land purchases, are discounted and recorded at their present value.

### (b) Cash and cash equivalents

Cash and cash equivalents in the cash flow statement comprise cash at bank and in hand, including bank deposits with original maturities of three months or less, net of bank overdrafts where legal right of set off exists. Bank overdrafts are included within financial liabilities in current liabilities in the balance sheet.

### (c) Bank and other borrowings

Interest-bearing bank and other borrowings are recorded at the fair value of the proceeds received, net of direct issue costs. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted for on an accruals basis in the income statement using the effective interest method and are added to the carrying value of the instrument to the extent that they are not settled in the period in which they arise.

### (d) PFI assets

Under the terms of a PFI or similar project, where the risks and rewards of ownership remain largely with the purchaser of the associated services, the Group's interest in the asset is classified as a financial asset and included at its amortised cost within investment in joint ventures.

### (e) Derivative financial instruments

Derivatives are initially recognised at fair value on the date that the contract is entered into and subsequently re-measured in future periods at their fair value. The method of recognising the resulting change in fair value depends on whether the derivative is designated as a hedging instrument and whether the hedging relationship is effective.

For cash flow hedges the effective part of the change in fair value of these derivatives is recognised directly in other comprehensive income. Any ineffective portion is recognised immediately in the income statement. Amounts accumulated in equity are recycled to the income statement in the periods when the hedged items will affect profit or loss. The fair value of interest rate derivatives is the estimated amount that the Group would receive or pay to terminate the derivatives at the balance sheet date.

If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, the hedge accounting is discontinued prospectively. The cumulative gain or loss previously recognised in equity remains there until the forecast transaction occurs.

The Group enters into forward contracts in order to hedge against transactional foreign currency exposures. In cases where these derivative instruments are significant, hedge accounting is applied as described above. Where hedge accounting is not applied, changes in fair value of derivatives are recognised in the income statement. Fair values are based on observable market prices at the balance sheet date.

### (f) Government grants

Government grant income is recognised at the point that there is reasonable assurance that the Group will comply with the conditions attached to it, and that the grant will be received.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 1 Significant accounting policies continued

#### Accounting estimates and judgements

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are as follows:

##### (a) Revenue and profit recognition

The estimation techniques used for revenue and profit recognition in respect of property development, private housing sales, construction contracts and services contracts require forecasts to be made of the outcome of long-term contracts which require assessments and judgements to be made on the recovery of pre-contract costs, changes in the scope of work, contract programmes, maintenance and defects liabilities and changes in costs.

##### (b) Valuation of land and work in progress

The key judgements and estimates in determining the net realisable value of land and work in progress are:

- An estimation of costs to complete;
- An estimation of the remaining revenues; and
- An estimation of selling costs.

These assessments include a degree of uncertainty and therefore if the key judgements and estimates change unfavourably, write downs of land and work in progress may be necessary.

*(c) Determination of fair values of identifiable net assets on acquisitions* On the acquisition of a business, fair values are attributed to the identifiable assets and liabilities and contingent liabilities unless the fair value cannot be measured reliably, in which case the value is subsumed into goodwill.

##### (d) Defined benefit pension scheme valuations

In determining the valuation of defined benefit pension scheme assets and liabilities, a number of key assumptions have been made. The key assumptions, which are given below, are largely dependent on factors outside the control of the Group:

- Expected return on plan assets;
- Inflation rate;
- Mortality;
- Discount rate; and
- Salary and pension increases.

Details of the assumptions used are included in note 8.

##### (e) Provisions

Provisions are liabilities of uncertain timing or amount and therefore in making a reliable estimate of the amount and timing of liabilities judgement is applied and re-evaluated at each reporting date.

##### (f) Recoverable value of recognised receivables

The recoverability of trade and other receivables is regularly reviewed in the light of available economic information specific to each receivable and provisions are recognised for balances considered to be irrecoverable.

##### (g) Goodwill

Determining whether goodwill is impaired requires an estimation of the value in use of CGUs to which the goodwill has been allocated. The value in use calculation requires an estimate to be made of the timing and amount of future cash flows expected to arise from the CGU and the application of a suitable discount rate

in order to calculate the net present value. Cash flow forecasts for the next three years are based on the Group's budgets and forecasts. Other key inputs in assessing each CGU are revenue growth, operating margin and discount rate. The assumptions are set out in note 12 together with an assessment of the impact of reasonably possible sensitivities.

##### (h) Non-underlying items

Non-underlying items are items of financial performance which the Group believes should be separately identified on the face of the income statement to assist in understanding the underlying financial performance achieved by the Group. Determining whether an item is part of underlying or non-underlying items requires judgement.

A total non-underlying cost of £119.2m after tax was charged to the income statement for the year ended 30 June 2016.

##### (i) Held for sale and discontinued operations

When it is probable that businesses will be sold within one year and they are being actively marketed they meet the criteria to be classified as held for sale. Discontinued operations are businesses or a group of businesses which meet the criteria to be held for sale, have been sold or abandoned, and form a separate major line of business of the Group. Management judgement is applied in assessing the timing of sale to meet the classification criteria.

Details of assets held for sale and discontinued operations are set out in note 19.

##### (j) Taxation

The Group is subject to tax in a number of jurisdictions and judgement is required in determining the overall provision for income taxes. The Group provides for future 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.

Deferred tax liabilities are generally provided for in full and deferred tax assets are recognised to the extent that it is judged probable that future taxable profit will arise against which the temporary differences will be utilised.

### 2 Segmental reporting

The Group operates four divisions: Property, Residential, Construction and Services, which is the basis on which the Group manages and reports its primary segmental information. Corporate includes unrecovered overheads and the charge for defined benefit pension schemes.

Segmental information is based on the information provided to the Chief Executive, together with the Board, who is the chief operating decision maker. The segments are strategic business units which have different core customers and offer different services. The segments are discussed in the Chief Executive's strategic review on pages 6 to 9 and the divisional reviews on pages 32 to 39.

The accounting policies of the operating segments are the same as those described in the summary of significant accounting policies on pages 101 to 106. The Group evaluates segmental information on the basis of profit or loss from operations before non-underlying items, interest and income tax expense. The segmental results that are reported to the Chief Executive include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

## 2 Segmental reporting continued

### Year to 30 June 2016

Continuing operations	Property £m	Residential £m	Construction £m	Services £m	Corporate £m	Group £m
<b>Revenue<sup>1</sup></b>						
Group and share of joint ventures	176.3	352.9	2,025.3	1,656.1	–	<b>4,210.6</b>
Less share of joint ventures	(78.2)	–	(10.3)	(9.8)	–	<b>(98.3)</b>
<b>Group revenue</b>	<b>98.1</b>	<b>352.9</b>	<b>2,015.0</b>	<b>1,646.3</b>	<b>–</b>	<b>4,112.3</b>
<b>Profit</b>						
Group operating profit/(loss)	6.8	20.3	45.7	85.6	(25.6)	<b>132.8</b>
Share of post-tax results of joint ventures	12.0	–	1.7	0.5	–	<b>14.2</b>
Profit on disposal of joint ventures	2.6	–	–	–	–	<b>2.6</b>
<b>Underlying operating profit/(loss)</b>	<b>21.4</b>	<b>20.3</b>	<b>47.4</b>	<b>86.1</b>	<b>(25.6)</b>	<b>149.6</b>
Underlying net finance (costs)/income <sup>2</sup>	(5.4)	(10.2)	1.8	(10.0)	(0.9)	<b>(24.7)</b>
<b>Underlying profit/(loss) before tax</b>	<b>16.0</b>	<b>10.1</b>	<b>49.2</b>	<b>76.1</b>	<b>(26.5)</b>	<b>124.9</b>
<b>Non-underlying items</b>						
Amortisation of intangible assets relating to contract rights	(0.1)	–	(0.4)	(21.0)	–	<b>(21.5)</b>
Non-underlying finance costs	–	–	–	(2.4)	–	<b>(2.4)</b>
Other non-underlying items	(5.3)	(0.8)	(31.1)	(59.5)	(19.7)	<b>(116.4)</b>
<b>Profit/(loss) before tax from continuing operations</b>	<b>10.6</b>	<b>9.3</b>	<b>17.7</b>	<b>(6.8)</b>	<b>(46.2)</b>	<b>(15.4)</b>
<b>Balance sheet</b>						
Total assets excluding cash	177.0	314.6	627.0	539.9	624.2	<b>2,282.7</b>
Liabilities excluding borrowings	(41.7)	(111.8)	(690.5)	(631.7)	(136.6)	<b>(1,612.3)</b>
<b>Net operating assets/(liabilities) excluding assets held for sale<sup>3</sup></b>	<b>135.3</b>	<b>202.8</b>	<b>(63.5)</b>	<b>(91.8)</b>	<b>487.6</b>	<b>670.4</b>
Cash, net of borrowings	(77.2)	(177.2)	277.1	26.7	(148.2)	<b>(98.8)</b>
<b>Net assets/(liabilities) excluding assets held for sale</b>	<b>58.1</b>	<b>25.6</b>	<b>213.6</b>	<b>(65.1)</b>	<b>339.4</b>	<b>571.6</b>
Assets held for sale	–	–	4.5	–	–	<b>4.5</b>
<b>Net assets/(liabilities)</b>	<b>58.1</b>	<b>25.6</b>	<b>218.1</b>	<b>(65.1)</b>	<b>339.4</b>	<b>576.1</b>
<b>Other information</b>						
Inter-segmental revenue <sup>4</sup>	–	8.4	49.1	115.7	17.0	<b>190.2</b>
Capital expenditure	4.9	0.2	2.5	2.3	4.2	<b>14.1</b>
Depreciation of property, plant and equipment	–	(0.3)	(3.0)	(13.6)	(4.9)	<b>(21.8)</b>
Amortisation of computer software	–	–	(0.5)	–	(5.8)	<b>(6.3)</b>
<b>Geographical split of Revenue</b>						
United Kingdom	176.3	352.9	1,774.3	1,547.8	–	<b>3,851.3</b>
Americas	–	–	21.0	–	–	<b>21.0</b>
Middle East	–	–	168.2	–	–	<b>168.2</b>
Far East	–	–	61.8	108.3	–	<b>170.1</b>

<sup>1</sup> Revenue is stated after the exclusion of inter-segmental revenue.

<sup>2</sup> Interest was (charged)/credited to the divisions at a notional rate of 4.0% (2015: 4.0%).

<sup>3</sup> Net operating assets/(liabilities) represent assets excluding cash, borrowings and interest-bearing inter-company loans.

<sup>4</sup> Inter-segmental pricing is determined on an arm's length basis.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 2 Segmental reporting continued

#### Year to 30 June 2015

Continuing operations	Property £m	Residential £m	Construction <sup>6</sup> £m	Services <sup>6</sup> £m	Corporate £m	Group £m
<b>Revenue<sup>1</sup></b>						
Group and share of joint ventures	126.2	257.2	1,732.2	1,235.6	–	<b>3,351.2</b>
Less share of joint ventures	(66.8)	–	(7.8)	(0.7)	–	<b>(75.3)</b>
<b>Group revenue</b>	<b>59.4</b>	<b>257.2</b>	<b>1,724.4</b>	<b>1,234.9</b>	<b>–</b>	<b>3,275.9</b>
<b>Profit</b>						
Group operating profit/(loss)	2.1	11.2	36.6	57.0	(25.9)	<b>81.0</b>
Share of post-tax results of joint ventures	5.8	–	1.8	0.3	–	<b>7.9</b>
Profit on disposal of joint ventures	14.8	–	–	–	–	<b>14.8</b>
<b>Underlying operating profit/(loss)</b>	<b>22.7</b>	<b>11.2</b>	<b>38.4</b>	<b>57.3</b>	<b>(25.9)</b>	<b>103.7</b>
Underlying net finance (costs)/income <sup>2</sup>	(2.5)	(11.0)	8.2	(6.6)	(5.9)	<b>(17.8)</b>
<b>Underlying profit/(loss) before tax</b>	<b>20.2</b>	<b>0.2</b>	<b>46.6</b>	<b>50.7</b>	<b>(31.8)</b>	<b>85.9</b>
<b>Non-underlying items</b>						
Amortisation of intangible assets relating to contract rights	(0.1)	–	(0.4)	(10.7)	–	<b>(11.2)</b>
Non-underlying finance costs	–	–	–	(3.6)	–	<b>(3.6)</b>
Other non-underlying items	–	–	(0.5)	(8.0)	(23.1)	<b>(31.6)</b>
<b>Profit/(loss) before tax from continuing operations</b>	<b>20.1</b>	<b>0.2</b>	<b>45.7</b>	<b>28.4</b>	<b>(54.9)</b>	<b>39.5</b>
<b>Balance sheet<sup>3</sup></b>						
Total assets excluding cash	128.2	320.5	674.7	547.0	629.0	<b>2,299.4</b>
Liabilities excluding borrowings	(24.7)	(59.6)	(741.1)	(587.0)	(186.7)	<b>(1,599.1)</b>
<b>Net operating assets/(liabilities) excluding assets held for sale<sup>4</sup></b>	<b>103.5</b>	<b>260.9</b>	<b>(66.4)</b>	<b>(40.0)</b>	<b>442.3</b>	<b>700.3</b>
Cash, net of borrowings	(73.9)	(243.9)	289.8	(43.9)	(68.9)	<b>(140.8)</b>
<b>Net assets/(liabilities) excluding assets held for sale</b>	<b>29.6</b>	<b>17.0</b>	<b>223.4</b>	<b>(83.9)</b>	<b>373.4</b>	<b>559.5</b>
Assets/(liabilities) held for sale	20.3	–	(7.4)	13.1	(0.1)	<b>25.9</b>
<b>Net assets/(liabilities)</b>	<b>49.9</b>	<b>17.0</b>	<b>216.0</b>	<b>(70.8)</b>	<b>373.3</b>	<b>585.4</b>
<b>Other information</b>						
Inter-segmental revenue <sup>5</sup>	1.9	–	19.3	123.6	14.0	<b>158.8</b>
Capital expenditure	0.1	0.3	2.2	5.9	11.3	<b>19.8</b>
Depreciation of property, plant and equipment	–	(0.1)	(7.7)	(15.0)	(6.1)	<b>(28.9)</b>
Amortisation of computer software	–	–	0.3	(2.6)	(2.5)	<b>(4.8)</b>
<b>Geographical split of Revenue</b>						
United Kingdom	126.2	257.2	1,592.4	1,212.2	–	<b>3,188.0</b>
Americas	–	–	30.5	–	–	<b>30.5</b>
Middle East	–	–	70.2	–	–	<b>70.2</b>
Far East	–	–	39.1	23.4	–	<b>62.5</b>

<sup>1</sup> Revenue is stated after the exclusion of inter-segmental revenue.

<sup>2</sup> Interest was (charged)/credited to the divisions at a notional rate of 4.0%.

<sup>3</sup> Restated for the impact of revision to the acquisition accounting for the Mouchel Group, see note 30b to the financial statements.

<sup>4</sup> Net operating assets/(liabilities) represent assets excluding cash, borrowings and interest-bearing inter-company loans.

<sup>5</sup> Inter-segmental pricing is determined on an arm's length basis.

<sup>6</sup> Restated to reflect the reallocation of Mouchel Consulting from the Services division to the Construction division.

### 3 Profit for the year

Profit/(loss) from operations is stated after charging/(crediting):

	2016 £m	2015 £m
Auditor's remuneration:		
Fees payable for the audit of the parent company and consolidated financial statements	0.2	0.1
Fees payable to the Company's auditor for other services:		
Audit of the Company's subsidiaries, pursuant to legislation	1.2	1.1
Other services	0.2	0.5
Depreciation of property, plant and equipment:		
Owned	15.5	6.0
Finance leases	6.3	16.2
Loss on sale of property, plant and equipment	3.6	2.1
Hire of plant and machinery	110.2	143.9
Operating lease rentals:		
Land and buildings	11.0	11.2
Plant and machinery	28.5	12.7
Research and Development Expenditure Credit receivable	(4.2)	(4.1)

The auditor's remuneration relate to amounts paid to PricewaterhouseCoopers LLP.

A summary of other services provided by PricewaterhouseCoopers LLP during the year is provided on page 61.

### 4 Non-underlying items<sup>1</sup>

	2016 £m	2015 £m
<b>Continuing operations</b>		
Amortisation of intangible contract rights	(21.5)	(11.2)
Acquisition discount unwind	(2.4)	(3.6)
Other non-underlying items:		
Transaction, integration and restructuring costs following the acquisition of the Mouchel Group	(49.9)	(21.9)
Provision relating to Environmental Services recycle costs	(35.6)	-
Provision relating to Biogen investment	(5.0)	-
Provision for closure of Caribbean operations and related contract final accounts	(23.1)	-
Construction Workers Compensation Scheme and related costs	(4.5)	-
Gains/(costs) relating to the disposal of Fleet & Passenger Services	1.7	(3.4)
Costs associated with cessation of the Kier Group final salary pension scheme	-	(6.3)
<b>Total other non-underlying items</b>	<b>(116.4)</b>	<b>(31.6)</b>
<b>Total non-underlying items from continuing operations</b>	<b>(140.3)</b>	<b>(46.4)</b>
Associated tax credit	26.1	6.9
<b>Charged against profit for the year from continuing operations</b>	<b>(114.2)</b>	<b>(39.5)</b>
<b>Discontinued operations</b>		
Assessment of UK Mining provisions (see note 19)	(11.0)	(22.9)
Associated tax credit	6.0	1.1
<b>Non-underlying items from discontinued operations</b>	<b>(5.0)</b>	<b>(21.8)</b>
<b>Charged against profit for the year</b>	<b>(119.2)</b>	<b>(61.3)</b>

<sup>1</sup> Exceptional items.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 4 Non-underlying items<sup>1</sup> continued

Following the acquisition of the Mouchel Group on 8 June 2015 the business has incurred integration and transformation costs in 2016 of £49.9m, primarily related to the reduction in staff numbers and integration of systems. This included the cost of combining the Strategic Highways and Local Authority Highways maintenance businesses and the integration of Mouchel business services operations with Kier's facilities management business. In 2015, £21.9m was spent on the acquisition of Mouchel and the commencement of the restructuring process.

The financial performance of the Environmental Services business has continued to be affected by pressure on recyclate pricing. As a result, a charge of £35.6m has been made reflecting the current year impact of recyclate prices and a provision for all future cash outflows on two environmental contracts of eight and ten years' remaining duration, respectively. In addition a £5m (2015: £nil) charge against the Group's investment in the Biogen joint venture has been made in the year.

A provision for the wind down and closure of the Group's Caribbean construction operations and associated final account positions has been created for £23.1m (2015: £nil).

£4.5m has been provided for the agreed cost to satisfy the Group's share of both claims from, and the administration costs of, the Construction Workers Compensation Scheme (2015: £nil).

Finalisation of the disposal of the Fleet & Passenger Services business on 1 July 2015 resulted in a gain of £1.7m in the year (2015: charge of £3.4m), see note 30(c).

In 2015, £1.1m was incurred in closing the Kier Group final salary scheme with a further £5.2m non-cash curtailment charge being incurred on cessation of the pension scheme.

<sup>1</sup> Exceptional items.

### 5 Finance income and cost – continuing operations

	2016			2015		
	Underlying £m	Non- underlying <sup>2</sup> £m	Total £m	Underlying £m	Non- underlying <sup>2</sup> £m	Total £m
<b>Finance income</b>						
Interest receivable on bank deposits	0.5	–	0.5	0.7	–	0.7
Interest receivable on loans to joint ventures	0.3	–	0.3	1.0	–	1.0
	<b>0.8</b>	–	<b>0.8</b>	1.7	–	1.7
<b>Finance costs</b>						
Interest payable and fees on bank overdrafts and loans	(0.6)	–	(0.6)	(1.0)	–	(1.0)
Interest payable on borrowings	(17.7)	–	(17.7)	(13.7)	–	(13.7)
Interest payable to joint ventures	(0.2)	–	(0.2)	–	–	–
Interest payable on finance leases	(1.4)	–	(1.4)	(2.6)	–	(2.6)
Discount unwind	–	(2.4)	(2.4)	–	(3.6)	(3.6)
Net interest on net defined benefit obligation	(5.6)	–	(5.6)	(2.2)	–	(2.2)
Foreign exchange losses on foreign denominated borrowings	(17.7)	–	(17.7)	–	–	–
Fair value gain on cash flow hedges recycled from Other Comprehensive Income	17.7	–	17.7	–	–	–
	<b>(25.5)</b>	<b>(2.4)</b>	<b>(27.9)</b>	(19.5)	(3.6)	(23.1)
<b>Net finance costs</b>	<b>(24.7)</b>	<b>(2.4)</b>	<b>(27.1)</b>	(17.8)	(3.6)	(21.4)

<sup>2</sup> Unwind of discount in respect of deferred consideration and fair value adjustments made on acquisition.

## 6 Information relating to employees

	Note	2016 No.	2015 No.
Monthly average number of people employed during the year including Executive Directors was:			
United Kingdom		<b>18,354</b>	16,110
Rest of world		<b>2,331</b>	1,821
		<b>20,685</b>	17,931
		<b>£m</b>	<b>£m</b>
Group staff costs are as follows:			
United Kingdom		<b>840.3</b>	681.5
Rest of world		<b>70.1</b>	60.7
		<b>910.4</b>	742.2
Comprising:			
Wages and salaries		<b>803.8</b>	657.5
Social security costs		<b>53.8</b>	37.9
Defined benefit pension scheme costs (2015 includes curtailment charge of £5.2m)		<b>8.9</b>	14.2
Contributions to the defined contribution pension scheme		<b>38.3</b>	29.2
Share-based payments charge	25	<b>5.6</b>	3.4
		<b>910.4</b>	742.2

## 7 Information relating to directors

Information relating to directors' emoluments, pension entitlements, share options and LTIP interests appears in the directors' remuneration report on pages 66 to 85 (inclusive).

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 8 Retirement benefit obligations

The Group operates a number of pension schemes for eligible employees as described below.

#### Kier Group Pension Scheme

This is the principal scheme and includes a defined benefit section and a defined contribution section. The assets of the scheme are held in trust separate from the assets of the Group. The trustees are responsible for investing the assets and delegate day-to-day decisions to independent professional investment managers.

The defined benefit section of the scheme was closed to new entrants on 1 January 2002; existing members continued to accrue benefits for service until the scheme was closed to future accrual on 28 February 2015.

The contributions paid during the year were £15.5m (2015: £24.7m) which included contributions of £15.5m (2015: £15.1m) to fund the past service deficit.

Going forward, contributions will include an allowance for funding the past service deficit identified at the 2013 valuation date. The Group expects to make contributions of £15.5m for funding the past service deficit in the year to 30 June 2017.

The Pension Protection Fund levy is payable in addition to the above contributions.

#### Other defined benefit schemes

##### *Acquired with the May Gurney group*

The May Gurney and TransLinc defined benefit schemes were acquired with May Gurney in the year to 30 June 2014. Both of these defined benefit schemes have closed to future accrual and the sum of the deficit contributions to both plans payable in the period to 30 June 2016 amounted to £1.8m (2015: £0.3m). The assets of the scheme are held in trust separate from the assets of the Group. The trustees are responsible for decisions and holding the assets, and delegate day-to-day decisions to independent professional investment managers.

The TransLinc defined benefit scheme is associated with Kier FPS Limited, which was sold during the financial year (see note 19). The assets and liabilities of the TransLinc defined benefit scheme were transferred out of the pension liability and into assets/liabilities held for sale at the end of the prior year.

An actuarial valuation of the May Gurney scheme was undertaken by the trustees' independent actuaries as at 31 March 2014 using the projected unit method. The market value of the scheme's assets at that date was £62.0m which represented approximately 83% of the benefits that had accrued to members at that date, after allowing for future increases in pensionable salaries. Deficit contributions for the financial year to 30 June 2017 of £1.8m have been agreed with the trustees.

In total, the scheme currently has 372 deferred members and 278 retirees.

##### *Acquired with the Mouchel Group*

The Group acquired a number of defined benefit pension schemes with the Mouchel Group. At acquisition, the aggregate liability of the schemes was £68.6m. The assets of the scheme are held in trust separate from the assets of the Group. The trustees are responsible for decisions and holding the assets, and delegate day-to-day decisions to independent professional investment managers.

These schemes were closed to new entrants in 2001. The 'public sector comparable' parts of the schemes are still open to future accrual, but the remainder was closed to future accrual in 2010. There is a deficit recovery plan in place, requiring deficit contributions of £7.8m in the year to 30 June 2017.

In total, the schemes currently have 58 active members, 2,903 deferred members and 1,361 retirees.

The Mouchel schemes were formally valued by the trustees' independent actuaries as at 31 March 2013 and will need to be valued again in 2016.

#### Other defined contribution schemes

Contributions are also made to a number of other defined contribution arrangements. The Group paid contributions of £32.8m (2015: £29.2m) during the year to these arrangements.

The Group also makes contributions to local government defined benefit pension schemes in respect of certain employees who have transferred to the Group under TUPE transfer arrangements. The Group is unable to identify its share of the underlying assets and liabilities in the schemes on a consistent and reasonable basis and consequently the pension costs for these schemes are treated as if they were defined contribution schemes.

#### IAS19 'Employee Benefits' disclosures

The Group recognises any actuarial gains or losses through the statement of comprehensive income as required under IAS19.

The principal assumptions used by the independent qualified actuaries were:

**Kier Group Pension Scheme**

	<b>2016</b>	2015	2014
	%	%	%
Rate of general increases in pensionable salaries	<b>2.8</b>	3.4	3.3
Rate of increase to pensions in payment liable for Limited Price Indexation	<b>2.8</b>	3.3	3.2
Discount rate	<b>2.8</b>	3.9	4.4
Inflation rate (Retail Price Index (RPI))	<b>2.8</b>	3.4	3.4
Inflation rate (Consumer Price Index (CPI))	<b>1.7</b>	2.3	2.4

The mortality assumptions are that life expectancy from age 60 is currently 27.8 years for a man and 29.7 years for a woman but is expected to increase to 28.9 years for future male and 31.0 years for future female pensioners who retire in 2036.

	<b>2016</b>	2015	2014
	£m	£m	£m
Land	-	-	13.3
Equities, property and other return-seeking assets	<b>684.0</b>	672.5	644.9
PFI assets	-	8.5	7.3
Government bonds, cash, swaps and collateral	<b>381.4</b>	238.4	171.6
<b>Total market value of assets</b>	<b>1,065.4</b>	919.4	837.1
Present value of liabilities	<b>(1,088.9)</b>	(994.6)	(900.2)
<b>Deficit</b>	<b>(23.5)</b>	(75.2)	(63.1)
Related deferred tax asset	<b>4.2</b>	15.0	12.6
<b>Net pension liability</b>	<b>(19.3)</b>	(60.2)	(50.5)

**May Gurney defined benefit schemes**

	<b>2016</b>	2015	2014
	%	%	%
Rate of increase to pensions in payment liable for Limited Price Indexation	<b>2.8</b>	3.3	3.2
Discount rate	<b>2.8</b>	3.9	4.4
Inflation rate (RPI)	<b>2.8</b>	3.4	3.4
Inflation rate (CPI)	<b>1.7</b>	2.3	2.4

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 8 Retirement benefit obligations continued

The mortality assumptions are that life expectancy from age 60 is currently 26.5 years for a man and 28.8 years for a woman but is expected to increase to 28.1 years for future male and 30.5 years for future female pensioners who retire in 2036.

	Value	
	2016 £m	2015 £m
Equities, property and other return-seeking assets	28.7	29.3
Government bonds and cash	43.7	37.1
<b>Total market value of assets</b>	<b>72.4</b>	66.4
Present value of liabilities	(78.4)	(69.9)
<b>Deficit</b>	<b>(6.0)</b>	(3.5)
Related deferred tax asset	1.1	0.7
<b>Net pension liability</b>	<b>(4.9)</b>	(2.8)
<b>Mouchel defined benefit schemes</b>		
	2016 %	2015 %
Rate of general increases in pensionable salaries	2.8	3.4
Discount rate	2.8	3.9
Inflation rate ('RPI')	2.8	3.4
Inflation rate ('CPI')	1.7	2.3

The mortality assumptions are that life expectancy from age 60 is currently 27.3 years for a man and 29.8 years for a woman but is expected to increase to 29.1 years for future male and 31.7 years for future female pensioners who retire in 2036.

	Value	
	2016 £m	2015 £m
Land	16.2	16.1
Equities, property and other return-seeking assets	364.3	277.6
Government bonds, cash, swaps and collateral	42.3	62.6
<b>Total market value of assets</b>	<b>422.8</b>	356.3
Present value of liabilities	(481.1)	(431.2)
<b>Deficit</b>	<b>(58.3)</b>	(74.9)
Related deferred tax asset	10.5	15.0
<b>Net pension liability</b>	<b>(47.8)</b>	(59.9)

Amounts recognised in the financial statements in respect of these defined benefit schemes are as follows:

	2016				2015			
	Kier Group Pension Scheme £m	May Gurney £m	Mouchel £m	Total £m	Kier Group Pension Scheme £m	May Gurney £m	Mouchel £m	Total £m
<b>(Charged)/credited to operating profit in the income statement</b>								
Current service cost	-	-	(0.9)	(0.9)	(5.8)	-	(0.1)	(5.9)
Administration expenses	(0.9)	(0.3)	(1.2)	(2.4)	(0.6)	(0.2)	(0.1)	(0.9)
Past service cost (including curtailments)	-	-	-	-	(5.2)	-	-	(5.2)
Net interest on net defined benefit obligation	(2.7)	(0.1)	(2.8)	(5.6)	(2.2)	0.1	(0.1)	(2.2)
<b>Pension expense recognised in the income statement</b>	<b>(3.6)</b>	<b>(0.4)</b>	<b>(4.9)</b>	<b>(8.9)</b>	<b>(13.8)</b>	<b>(0.1)</b>	<b>(0.3)</b>	<b>(14.2)</b>
<b>Re-measurement in other comprehensive income</b>								
Actual return in excess of that recognised in net interest	145.1	4.5	60.6	210.2	60.4	5.9	-	66.3
Actuarial losses due to changes in financial assumptions	(105.3)	(8.5)	(48.8)	(162.6)	(87.8)	(10.8)	(6.6)	(105.2)
Actuarial gains due to liability experience	-	-	-	-	4.4	0.5	-	4.9
<b>Total amount recognised in full</b>	<b>39.8</b>	<b>(4.0)</b>	<b>11.8</b>	<b>47.6</b>	<b>(23.0)</b>	<b>(4.4)</b>	<b>(6.6)</b>	<b>(34.0)</b>
<b>Changes in the fair value of scheme assets</b>								
Fair value at 1 July	919.4	66.4	356.3	1,342.1	837.1	74.6	-	911.7
Acquired in the year	-	-	-	-	-	-	355.8	355.8
Interest income on scheme assets	35.2	2.6	13.8	51.6	36.6	3.2	0.8	40.6
Re-measurement gains on scheme assets	145.1	4.5	60.6	210.2	60.4	5.9	-	66.3
Contributions by the employer	15.5	1.9	9.7	27.1	24.7	0.3	0.7	25.7
Contributions by scheme participants	-	-	0.3	0.3	-	-	-	-
Net benefits paid out	(48.9)	(2.7)	(16.7)	(68.3)	(38.8)	(3.4)	(0.9)	(43.1)
Administration expenses	(0.9)	(0.3)	(1.2)	(2.4)	(0.6)	(0.2)	(0.1)	(0.9)
Transfer to assets held for resale	-	-	-	-	-	(14.0)	-	(14.0)
<b>Fair value at 30 June</b>	<b>1,065.4</b>	<b>72.4</b>	<b>422.8</b>	<b>1,560.6</b>	<b>919.4</b>	<b>66.4</b>	<b>356.3</b>	<b>1,342.1</b>
<b>Changes in the present value of the defined benefit obligation</b>								
Fair value at 1 July	(994.6)	(69.9)	(431.2)	(1,495.7)	(900.2)	(71.3)	-	(971.5)
Acquired in the year	-	-	-	-	-	-	(424.4)	(424.4)
Current service cost	-	-	(0.9)	(0.9)	(5.8)	-	(0.1)	(5.9)
Interest expense on scheme liabilities	(37.9)	(2.7)	(16.5)	(57.1)	(38.8)	(3.1)	(1.0)	(42.9)
Past service cost	-	-	-	-	(5.2)	-	-	(5.2)
Actuarial losses due to changes in financial assumptions	(105.3)	(8.5)	(48.8)	(162.6)	(87.8)	(10.8)	(6.6)	(105.2)
Actuarial gains due to liability experience	-	-	-	-	4.4	0.5	-	4.9
Contributions by scheme participants	-	-	(0.2)	(0.2)	-	-	-	-
Net benefits paid out	48.9	2.7	16.5	68.1	38.8	3.4	0.9	43.1
Transfer to assets held for resale	-	-	-	-	-	11.4	-	11.4
<b>Fair value at 30 June</b>	<b>(1,088.9)</b>	<b>(78.4)</b>	<b>(481.1)</b>	<b>(1,648.4)</b>	<b>(994.6)</b>	<b>(69.9)</b>	<b>(431.2)</b>	<b>(1,495.7)</b>
<b>Amounts included in the balance sheet</b>								
Fair value of scheme assets	1,065.4	72.4	422.8	1,560.6	919.4	66.4	356.3	1,342.1
Net present value of the defined benefit obligation	(1,088.9)	(78.4)	(481.1)	(1,648.4)	(994.6)	(69.9)	(431.2)	(1,495.7)
<b>Net deficit</b>	<b>(23.5)</b>	<b>(6.0)</b>	<b>(58.3)</b>	<b>(87.8)</b>	<b>(75.2)</b>	<b>(3.5)</b>	<b>(74.9)</b>	<b>(153.6)</b>
Related deferred tax asset	4.2	1.1	10.5	15.8	15.0	0.7	15.0	30.7
<b>Net pension liability</b>	<b>(19.3)</b>	<b>(4.9)</b>	<b>(47.8)</b>	<b>(72.0)</b>	<b>(60.2)</b>	<b>(2.8)</b>	<b>(59.9)</b>	<b>(122.9)</b>

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 8 Retirement benefit obligations continued

History of experience gains and losses for defined benefit schemes in aggregate:

	2016 £m	2015 £m	2014 £m	2013 £m	2012 £m
Fair value of scheme assets	1,560.6	1,342.1	911.7	966.6	883.1
Net present value of the defined benefit obligation	(1,648.4)	(1,495.7)	(971.5)	(1,016.3)	(940.9)
<b>Net deficit</b>	<b>(87.8)</b>	(153.6)	(59.8)	(49.7)	(57.8)
Related deferred tax asset	15.8	30.7	11.9	11.4	13.9
<b>Net pension liability</b>	<b>(72.0)</b>	(122.9)	(47.9)	(38.3)	(43.9)
Difference between expected and actual return on scheme assets	210.2	66.3	44.0	45.7	(6.1)
Experience gains/(losses) on scheme liabilities	-	4.9	8.7	0.7	(42.9)

The Group made no contributions in excess of the scheduled deficit payments to the Kier Group Pension Scheme in the period (2015: £3.3m).

### Pension sensitivity

The following tables show the change in surplus/(deficit) arising from a change in the significant actuarial assumptions used to determine the retirement benefits obligations:

Kier Group Pension Scheme:	2016		2015	
	+0.25%/+1 year £m	-0.25%/-1 year £m	+0.25%/+1 year £m	-0.25%/-1 year £m
Discount rate (+/-0.25%)	43.7	(46.4)	45.7	(45.7)
Inflation rate (+/-0.25%)	(41.6)	40.7	(31.0)	31.0
Increase in life expectancy (+/-1 year)	(32.9)	32.9	(33.2)	33.2

Mouchel Group pension schemes:	2016		2015	
	+0.25%/+1 year £m	-0.25%/-1 year £m	+0.25%/+1 year £m	-0.25%/-1 year £m
Discount rate (+/-0.25%)	20.8	(22.2)	19.4	(19.4)
Inflation rate (+/-0.25%)	(22.1)	20.8	(17.0)	17.0
Increase in life expectancy (+/-1 year)	(13.1)	13.1	(10.8)	10.8

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period and may not be representative of the actual change, which is based on a change in a key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the same method used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analyses did not change compared with the previous period.

## 9 Taxation

### (a) Recognised in the income statement

	2016			2015		
	Underlying items <sup>1</sup> £m	Non-underlying items (note 4) £m	Total £m	Underlying items <sup>1</sup> £m	Non-underlying items (note 4) £m	Total £m
<b>Current tax expense</b>						
UK corporation tax	22.3	(21.8)	0.5	5.1	(2.9)	2.2
Adjustments in respect of prior years	3.5	–	3.5	10.0	–	10.0
<b>Total current tax</b>	<b>25.8</b>	<b>(21.8)</b>	<b>4.0</b>	15.1	(2.9)	12.2
<b>Deferred tax expense</b>						
Origination and reversal of temporary differences	1.6	(4.3)	(2.7)	12.6	(4.0)	8.6
Adjustments in respect of prior years	(4.9)	–	(4.9)	(10.4)	–	(10.4)
Rate change effect on deferred tax	–	–	–	(0.4)	–	(0.4)
<b>Total deferred tax</b>	<b>(3.3)</b>	<b>(4.3)</b>	<b>(7.6)</b>	1.8	(4.0)	(2.2)
<b>Total tax charge/(credit) in the income statement</b>	<b>22.5</b>	<b>(26.1)</b>	<b>(3.6)</b>	16.9	(6.9)	10.0
<b>Reconciliation of effective tax rate</b>						
Profit/(loss) before tax	124.9	(140.3)	(15.4)	85.9	(46.4)	39.5
Add: tax on joint ventures included above	0.4	–	0.4	0.3	–	0.3
<b>Adjusted profit/(loss) before tax</b>	<b>125.3</b>	<b>(140.3)</b>	<b>(15.0)</b>	86.2	(46.4)	39.8
Income tax at UK corporation tax rate of 20.0% (2015: 20.75%)	25.1	(28.1)	(3.0)	17.9	(9.6)	8.3
Non-deductible expenses	0.6	2.3	2.9	0.1	2.7	2.8
Effect of change in UK corporation tax rate	–	–	–	(0.4)	–	(0.4)
Profit on disposal of Fleet & Passenger Services	–	(0.3)	(0.3)	–	–	–
Capital gains not taxed	(0.5)	–	(0.5)	(0.3)	–	(0.3)
Utilisation of tax losses	(1.0)	–	(1.0)	–	–	–
Effect of tax rates in foreign jurisdictions	0.1	–	0.1	0.3	–	0.3
Adjustments in respect of prior years	(1.4)	–	(1.4)	(0.4)	–	(0.4)
<b>Total tax (including joint ventures)</b>	<b>22.9</b>	<b>(26.1)</b>	<b>(3.2)</b>	17.2	(6.9)	10.3
Tax on joint ventures	(0.4)	–	(0.4)	(0.3)	–	(0.3)
<b>Group tax charge/(credit)</b>	<b>22.5</b>	<b>(26.1)</b>	<b>(3.6)</b>	16.9	(6.9)	10.0

<sup>1</sup> Stated before non-underlying items (see note 4).

The Company and its subsidiaries are based predominantly in the UK and are subject to UK corporation tax. The Group does not have an aggressive tax policy and since 1 July 2012 Kier has not entered into any tax avoidance schemes which were or should have been notified under the Disclosure of Tax Avoidance Scheme rules.

The tax charge before non-underlying items and amortisation of contract rights of £22.5m (2015: £16.9m) shown in the table above equates to an effective tax rate of 18% (2015: 20%) on adjusted profit before tax of £125.3m (2015: £86.2m). This effective rate is lower than the standard rate of corporation tax of 20.0% (2015: 20.75%) due to a number of items shown in the table above. The non-deductible expenses mainly relate to acquisition costs on Mouchel and permanent differences on provisions.

In accordance with UK tax legislation, capital gains arising on disposal of certain investments, including some of the joint ventures disposed of during the year, are not subject to tax. Tax relief on expenses not recognised in the income statement includes the impact of the tax deduction received in respect of the cost of shares exercised under the Group's employee Save As You Earn Scheme and LTIP.

The net credit adjustment of £1.4m in respect of prior years' results arises from differences between the estimates of taxation included in the previous year's financial statements and the actual tax liabilities calculated in the tax returns submitted to and agreed by HMRC.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 9 Taxation continued

#### (b) Recognised in the cash flow statement

The cash flow statement shows payments of £1.8m during the year (2015: £3.5m).

#### (c) Recognised in the statement of comprehensive income

	2016 £m	2015 £m
<b>Deferred tax expense (including effect of change in tax rate)</b>		
Share of fair value movements on joint venture cash flow hedging instruments	–	0.2
Fair value movements on cash flow hedging instruments	<b>0.2</b>	–
Actuarial gains/(losses) on defined benefit pension schemes	<b>9.1</b>	(6.8)
<b>Total tax charge/(credit) in the statement of comprehensive income</b>	<b>9.3</b>	(6.6)

#### (d) Factors that may affect future tax charges

Changes to the UK corporation tax rates were announced in the Chancellor's Budget on 16 March 2016. The change announced is to reduce the main rate to 17% from 1 April 2020.

Changes to reduce the UK corporation tax rate to 19% from 1 April 2017 and to 18% from 1 April 2020 had already been substantially enacted on 26 October 2015.

As the change to 17% had not been substantively enacted at the balance sheet date their effects are not included in these financial statements. The overall effect of that change, if it had applied to the deferred tax balance at the balance sheet date, would be to reduce the deferred tax asset by an additional £0.2m with £0.7m being credited to the income statement and £0.9m being charged directly to the statement of comprehensive income.

The deferred tax balance as at the year end has been recognised at 18%.

#### (e) Tax losses

At the balance sheet date the Group has unused tax losses of £172.5m (2015: £177.3m) available for offset against future profits. A deferred tax asset has been recognised in respect of £23.3m (2015: £43.2m) of income tax losses.

No deferred tax asset has been recognised in respect of the remaining losses due to the unpredictability of future profit streams against which these losses could be offset. Under present tax legislation, these losses may be carried forward indefinitely.

### 10 Dividends

Amounts recognised as distributions to owners of the parent in the year:

	2016 £m	2015 £m
Final dividend for the year ended 30 June 2015 of 36.0 pence (2014: 39.6 pence)	<b>34.2</b>	27.0
Interim dividend for the year ended 30 June 2016 of 21.5 pence (2015: 19.2 pence)	<b>20.5</b>	13.2
	<b>54.7</b>	40.2

The proposed final dividend of 43.0 pence (2015: 36.0 pence) bringing the total dividend for the year to 64.5 pence (2015: 55.2 pence) had not been approved at the balance sheet date and so has not been included as a liability in these financial statements. The dividend totalling circa £40.7m will be paid on 2 December 2016 to shareholders on the register at the close of business on 30 September 2016. A scrip dividend alternative will be offered.

## 11 Earnings per share

A reconciliation of profit and earnings/(loss) per share, as reported in the income statement, to underlying profit and earnings per share is set out below. The adjustments are made to illustrate the impact of non-underlying items.

	2016		2015	
	Basic £m	Diluted £m	Basic £m	Diluted £m
<b>Earnings/(loss)</b>				
<b>Continuing operations</b>				
Earnings/(loss) (after tax and minority interests), being net profits/(losses) attributable to equity holders of the parent	(12.6)	(12.6)	28.4	28.4
<b>Impact of non-underlying items net of tax:</b>				
Amortisation of intangible assets – net of tax credit of £3.9m (2015: £2.3m)	17.6	17.6	8.9	8.9
Acquisition discount unwind <sup>1</sup> – net of tax credit of £0.4m (2015: £0.7m)	2.0	2.0	2.9	2.9
Other non-underlying items – net of tax credit of £21.8m (2015: £3.9m)	94.6	94.6	27.7	27.7
<b>Earnings from continuing operations</b>	<b>101.6</b>	<b>101.6</b>	67.9	67.9
<b>Discontinued operations</b>				
Earnings/(loss) (after tax and non-controlling interests), being net loss attributable to equity holders of the parent	(5.0)	(5.0)	(24.0)	(24.0)
Other non-underlying items – net of tax credit of £6.0m (2015: £1.1m)	5.0	5.0	21.8	21.8
<b>Earnings from discontinued operations</b>	<b>-</b>	<b>-</b>	(2.2)	(2.2)
	million	million	million	million
<b>Weighted average number of shares used for earnings per share</b>	<b>95.2</b>	<b>95.2</b>	70.7	71.0
<b>Earnings/(loss) per share</b>				
<b>Continuing operations</b>	pence	pence	pence	pence
Earnings/(loss) (after tax and minority interests), being net profits attributable to equity holders of the parent	(13.2)	(13.2)	40.2	40.0
<b>Impact of non-underlying items net of tax:</b>				
Amortisation of intangible assets	18.5	18.5	12.6	12.5
Acquisition discount unwind	2.1	2.1	4.0	4.1
Other non-underlying items	99.3	99.3	39.2	39.0
<b>Earnings from continuing operations</b>	<b>106.7</b>	<b>106.7</b>	96.0	95.6
<b>Discontinued operations</b>				
Earnings/(loss) (after tax and minority interests), being net profits attributable to equity holders of the parent	(5.3)	(5.3)	(33.9)	(33.9)
Other non-underlying items	5.3	5.3	30.8	30.8
<b>Earnings/(loss) from discontinued operations</b>	<b>-</b>	<b>-</b>	(3.1)	(3.1)
<b>Total earnings/(loss) per share</b>				
<b>Statutory</b>	<b>(18.5)</b>	<b>(18.5)</b>	6.3	6.1
<b>Underlying</b>	<b>106.7</b>	<b>106.7</b>	92.9	92.5

<sup>1</sup> Unwind of discount in respect of deferred consideration and fair value adjustments made on acquisition.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 12 Intangible assets

	Goodwill <sup>2</sup> £m	Intangible contract rights £m	Computer software <sup>1</sup> £m	Total £m
<b>Cost</b>				
<b>At 30 June 2014</b>	208.6	144.5	9.0	<b>362.1</b>
Additions	–	0.9	21.7	<b>22.6</b>
Acquired	315.4	141.0	4.2	<b>460.6</b>
Disposals	(1.2)	0.7	(0.3)	<b>(0.8)</b>
<b>At 30 June 2015</b>	522.8	287.1	34.6	<b>844.5</b>
Additions	–	0.6	37.5	<b>38.1</b>
Disposals	–	(0.8)	(4.7)	<b>(5.5)</b>
<b>At 30 June 2016</b>	<b>522.8</b>	<b>286.9</b>	<b>67.4</b>	<b>877.1</b>
<b>Amortisation</b>				
<b>At 30 June 2014</b>	–	(36.0)	(2.3)	<b>(38.3)</b>
Charge for the year	–	(11.2)	(4.8)	<b>(16.0)</b>
Disposals	–	(0.2)	–	<b>(0.2)</b>
<b>At 30 June 2015</b>	–	(47.4)	(7.1)	<b>(54.5)</b>
Charge for the year	–	(21.5)	(6.3)	<b>(27.8)</b>
Disposals	–	–	1.6	<b>1.6</b>
Impairment	–	(1.8)	–	<b>(1.8)</b>
<b>At 30 June 2016</b>	–	<b>(70.7)</b>	<b>(11.8)</b>	<b>(82.5)</b>
<b>Net book value</b>				
<b>At 30 June 2016</b>	<b>522.8</b>	<b>216.2</b>	<b>55.6</b>	<b>794.6</b>
At 30 June 2015	522.8	239.7	27.5	790.0

<sup>1</sup> £42.0m is under construction and not being amortised (2015: £19.6m).

<sup>2</sup> Restated for impact of revision to the acquisition accounting of the Mouchel Group, see note 30b to the financial statements.

Goodwill mainly relates to the acquisition of MRBL Limited (£314.6m), May Gurney Integrated Services PLC (£194.7m), Kier Partnership Homes Limited (£5.2m), Pure Recycling Limited (£4.8m), Beco Limited (£2.6m) and Southdale (£0.8m). These balances have been subject to an annual impairment review based upon the projected profits of each cash generating unit ('CGU').

The cost of contract rights primarily relates to:

- The acquisition of the businesses and assets of the construction and business services operations of Sheffield City Council (£21.3m), Harlow Council (£0.8m), Stoke-on-Trent City Council (£1.9m) and North Tyneside Council (£7.2m). These contracts are in partnership with the respective councils that have retained a participatory ownership interest and the rights for a minority share in the profits. These profit shares are reflected in the income statement as minority interests. The amounts for the year to 30 June 2016 are: Harlow Council £0.1m (2015: £0.6m), Stoke-on-Trent City Council £0.5m (2015: £0.3m) and North Tyneside Council £0.2m (2015: £0.2m);
- The acquisition of Pure Recycling Limited (£2.0m) and Stewart Milne (£1.0m);
- The acquisition of a commercial refuse collections business from Wealdon District Council (£3.6m);
- The acquisition of May Gurney Integrated Services plc (£106.7m); and
- The acquisition of MRBL Limited (Mouchel Group) (£141.0m).

Contract rights on May Gurney and Mouchel are amortised on a straight-line basis over the expected total contract duration. All other contract rights are amortised on a straight-line basis over the remaining contract life.

Carrying amounts of goodwill and intangible contract rights by CGU

	2016			2015 <sup>1,2</sup>		
	Goodwill £m	Intangible contract rights £m	Total £m	Goodwill £m	Intangible contract rights £m	Total £m
Property	0.1	0.6	0.7	0.1	0.6	0.7
Residential	6.0	–	6.0	6.0	–	6.0
Construction	12.5	5.7	18.2	12.5	3.8	16.3
Services	504.2	209.9	714.1	504.2	235.3	739.5
	<b>522.8</b>	<b>216.2</b>	<b>739.0</b>	522.8	239.7	762.5

<sup>1</sup> Restated for impact of revision to the acquisition accounting of the Mouchel Group, see note 30b to the financial statements.

<sup>2</sup> Prior year comparatives have been restated to reflect the reallocation of Mouchel Consulting from the Services division to the Construction division.

For impairment testing purposes the goodwill has been allocated to the above four CGUs. The recoverable amount of the goodwill and intangibles has been determined based on value in use calculations. The calculations use cash flow projections based on the Group's forecasts, approved by management, covering a three-year period.

The resulting cash flows are discounted to present value, with the discount rate used in the value in use calculations based on the Group's weighted average cost of capital, adjusted as necessary to reflect the risk associated with the assets being tested.

The key assumptions in the value in use calculations are the forecast revenues and gross margins during the forecast period and the discount rates applied to future cash flows. Cash flows for periods beyond those forecast have a terminal growth rate assumption applied.

Significant headroom exists in all CGUs and management considers that any reasonably possible change in the key assumptions would not lead to an impairment being recognised.

#### Services CGU

A revenue growth rate of 2% and a fixed operating margin of 5% have been applied to the Services CGU cash flows into perpetuity. These assumptions are in line with current trading and current forecasts of UK GDP growth rate. The pre-tax discount rate used is 9.3% (2015: 10.0%).

Based on the value in use calculation, these assumptions derived a recoverable amount for the Services CGU that is £401m above the carrying value of CGU assets.

The Services CGU impairment review is sensitive to changes in the key assumptions: discount rate, revenue growth rate and the operating margin, although management do not consider that any reasonable possible change in any single assumption would give rise to an impairment of the carrying value of goodwill and intangibles. The assumptions would have to change as follows for any single assumption change to bring headroom down to £nil:

- Discount rate – increase from 9.3% to 13.0%;
- Growth rate – reduce from positive 2% to negative 3.9%; and
- Underlying operating margin – reduce from 5% to 2.6%.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 13 Property, plant and equipment

	Land and buildings £m	Plant and equipment <sup>1</sup> £m	Mining £m	Total <sup>1</sup> £m
<b>Cost</b>				
<b>At 1 July 2014</b>	71.8	235.6	51.9	<b>359.3</b>
Acquired	0.6	6.5	–	<b>7.1</b>
Additions	1.1	18.7	–	<b>19.8</b>
Disposals	(1.6)	(12.1)	(0.2)	<b>(13.9)</b>
Currency realignment	–	0.5	–	<b>0.5</b>
Transfer to assets held for resale	(0.7)	(119.1)	(51.7)	<b>(171.5)</b>
<b>At 1 July 2015</b>	71.2	130.1	–	<b>201.3</b>
Acquired	–	–	–	<b>–</b>
Additions	7.1	7.0	–	<b>14.1</b>
Disposals	(11.0)	(21.0)	–	<b>(32.0)</b>
Currency realignment	(0.2)	1.3	–	<b>1.1</b>
<b>At 30 June 2016</b>	<b>67.1</b>	<b>117.4</b>	<b>–</b>	<b>184.5</b>
<b>Accumulated depreciation</b>				
<b>At 30 June 2014</b>	(12.3)	(121.0)	(33.6)	<b>(166.9)</b>
Charge for the year – continuing operations	(2.4)	(22.2)	–	<b>(24.6)</b>
– discontinued operations	–	–	(4.3)	<b>(4.3)</b>
Disposals	0.7	8.9	–	<b>9.6</b>
Currency realignment	–	(0.4)	–	<b>(0.4)</b>
Transfer to assets held for resale	0.5	67.8	37.9	<b>106.2</b>
<b>At 30 June 2015</b>	(13.5)	(66.9)	–	<b>(80.4)</b>
Charge for the year	(1.8)	(20.0)	–	<b>(21.8)</b>
Disposals	0.3	17.6	–	<b>17.9</b>
Currency realignment	–	(0.9)	–	<b>(0.9)</b>
<b>At 30 June 2016</b>	<b>(15.0)</b>	<b>(70.2)</b>	<b>–</b>	<b>(85.2)</b>
<b>Net book value</b>				
<b>At 30 June 2016</b>	<b>52.1</b>	<b>47.2</b>	<b>–</b>	<b>99.3</b>
At 30 June 2015	57.7	63.2	–	120.9

<sup>1</sup> Restated for impact of revision to the acquisition accounting of the Mouchel Group, see note 30b to the financial statements.

The net book value of plant and equipment includes an amount of £18.6m (2015: £24.4m) in respect of assets held under finance leases (see note 21).

## 14 Investments in and loans to joint ventures

### (a) Movements in year

	2016 £m	2015 £m
<b>Investment in joint ventures</b>		
At 1 July	79.4	40.9
Acquired	–	0.4
Additions	62.9	35.6
Loan repayments	(1.0)	–
Disposals	(17.8)	(2.4)
Impairment	(5.0)	–
Share of:		
Operating profit	14.6	8.2
Finance costs	–	–
Taxation	(0.4)	(0.3)
Post-tax results of joint ventures	14.2	7.9
Dividends received	(2.8)	(3.5)
Items recognised directly in other comprehensive income:		
Fair value movements in cash flow hedging instruments	(0.1)	0.7
Deferred tax on fair value movements in cash flow hedging instruments	–	(0.2)
<b>At 30 June</b>	<b>129.8</b>	<b>79.4</b>

### (b) Analysis of investment and loans

	2016 £m	2015 £m
<b>Non-current assets</b>		
Property, plant and equipment	101.5	75.5
Deferred tax assets	(0.1)	0.1
Other non-current assets	18.9	26.3
<b>Non-current assets</b>	<b>120.3</b>	<b>101.9</b>
<b>Current assets</b>		
Cash and trade receivables	202.2	91.6
<b>Current assets</b>	<b>202.2</b>	<b>91.6</b>
<b>Total assets</b>	<b>322.5</b>	<b>193.5</b>
<b>Current liabilities</b>		
Trade and other payables – current	(6.1)	(50.1)
Income tax payable	–	(0.5)
Borrowings – current	(22.6)	(1.0)
<b>Current liabilities</b>	<b>(28.7)</b>	<b>(51.6)</b>
<b>Non-current liabilities</b>		
Borrowings	(226.1)	(95.5)
Financial instruments	(0.6)	–
<b>Non-current liabilities</b>	<b>(226.7)</b>	<b>(95.5)</b>
<b>Total liabilities</b>	<b>(255.4)</b>	<b>(147.1)</b>
<b>Net external assets</b>	<b>67.1</b>	<b>46.4</b>
Loans provided to joint ventures	62.7	33.0
<b>Total investments in and loans to joint ventures</b>	<b>129.8</b>	<b>79.4</b>

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 14 Investments in and loans to joint ventures continued

The Group has provided guarantees to support borrowing facilities of joint ventures as follows:

	2016			2015		
	Borrowing facility £m	Guarantees £m	Drawn at 30 June £m	Borrowing facility £m	Guarantee £m	Drawn at 30 June £m
Kier Sydenham LP	45.0	7.5	45.0	45.8	7.5	45.8
Biogen (UK) Limited	11.0	11.0	11.0	22.0	17.0	15.0
Kier Reading LLP	18.3	8.0	17.2	16.0	8.0	16.0
Kier Hammersmith Limited	24.1	24.1	12.8	21.5	21.5	3.5
Kier Trade City LLP	23.8	11.1	11.7	19.0	2.9	0.6
Fore UK 1B LP	19.3	19.3	19.3	19.3	19.3	5.2
Tri-link 140 LLP	5.5	5.5	5.5	–	–	–
Kier Foley Street LLP	54.3	5.0	38.9	–	–	–
	<b>201.3</b>	<b>91.5</b>	<b>161.4</b>	143.6	76.2	86.1

Other than as disclosed above the liabilities of the joint ventures are without recourse to the Group. Details of the Group's interests in joint ventures are given on page 141.

### 15 Deferred tax

The following are the major deferred tax assets and liabilities recognised by the Group and movements thereon during the current and prior reporting year:

	Intangible <sup>1</sup> assets £m	Property, plant and equipment £m	Short-term temporary differences £m	Retirement benefit obligations £m	Tax losses <sup>1</sup> £m	Total £m
<b>At 1 July 2014</b>	(20.3)	4.7	2.6	11.9	2.9	<b>1.8</b>
Acquired	(28.2)	9.7	0.2	13.7	–	<b>(4.6)</b>
Credited/(charged) to income statement	1.4	2.7	(3.4)	(1.7)	2.2	<b>1.2</b>
Transfers	–	–	1.4	–	–	<b>1.4</b>
Research and Development Expenditure Credit	–	–	2.5	–	–	<b>2.5</b>
Credited directly to comprehensive income	–	–	–	6.8	–	<b>6.8</b>
Share-based payments charged to equity	–	–	(0.1)	–	–	<b>(0.1)</b>
<b>At 30 June 2015</b>	(47.1)	17.1	3.2	30.7	5.1	<b>9.0</b>
Acquired	–	–	–	–	–	–
Credited/(charged) to income statement	8.7	8.3	(0.1)	(5.8)	(0.9)	<b>10.2</b>
Transfers	–	–	(2.6)	–	–	<b>(2.6)</b>
Credited directly to comprehensive income	–	–	(0.2)	(9.1)	–	<b>(9.3)</b>
<b>At 30 June 2016</b>	<b>(38.4)</b>	<b>25.4</b>	<b>0.3</b>	<b>15.8</b>	<b>4.2</b>	<b>7.3</b>

<sup>1</sup> Restated for impact of revision to the acquisition accounting of the Mouchel Group, see note 30b to the financial statements.

Deferred tax assets and liabilities are attributed to temporary differences relating to the following:

	Assets		Liabilities		Total	
	2016 £m	2015 £m	2016 £m	2015 £m	2016 £m	2015 £m
Property, plant and equipment	25.7	20.2	(0.3)	(3.1)	25.4	17.1
Intangible assets	–	–	(38.4)	(47.1)	(38.4)	(47.1)
Inventories	0.5	2.4	–	–	0.5	2.4
Payables	2.6	7.7	(4.6)	(8.7)	(2.0)	(1.0)
Retirement benefit obligations	15.8	30.7	–	–	15.8	30.7
Share-based payments	1.8	1.8	–	–	1.8	1.8
Tax losses	4.2	5.1	–	–	4.2	5.1
<b>Total</b>	<b>50.6</b>	<b>67.9</b>	<b>(43.3)</b>	<b>(58.9)</b>	<b>7.3</b>	<b>9.0</b>
Set-off tax	(43.3)	(58.9)	43.3	58.9	–	–
<b>Net tax assets</b>	<b>7.3</b>	<b>9.0</b>	<b>–</b>	<b>–</b>	<b>7.3</b>	<b>9.0</b>

### 16 Inventories

	2016 £m	2015 <sup>1</sup> £m
Raw materials and consumables	15.4	23.6
Construction contracts in progress (note 17)	184.8	159.7
Land and work in progress held for development	276.9	343.4
Other work in progress	198.8	207.0
	<b>675.9</b>	<b>733.7</b>

### 17 Construction contracts

Contracts in progress at the balance sheet date comprise contract costs incurred plus recognised profits less losses of £10,926.8m (2015: £7,984.1m), less progress billings received and receivable of £11,088.3m (2015: £8,224.6m).

The net balance is analysed into assets and liabilities as follows:

	2016 £m	2015 £m
Inventories – construction contracts in progress	184.8	159.7
Trade and other payables – gross amounts due to customers (note 22)	(346.3)	(400.2)
	<b>(161.5)</b>	<b>(240.5)</b>

### 18 Trade and other receivables

	2016 £m	2015 <sup>1</sup> £m
<b>Current:</b>		
Trade receivables	213.4	241.5
Construction contract retentions	81.2	56.8
Amounts receivable from joint ventures	7.8	20.3
Other receivables	78.5	91.1
Prepayments and accrued income	135.4	107.0
Other taxation and social security	6.7	18.3
	<b>523.0</b>	<b>535.0</b>
<b>Non-current:</b>		
Construction contract retentions	25.5	21.5
Other receivables	9.2	9.9
	<b>34.7</b>	<b>31.4</b>

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 19 Non-current assets held for sale and discontinued operations

At the prior year end, the assets and liabilities of Kier FPS Limited (F&PS), Kier Minerals Limited (KML) and the Group's interests in two of its property ventures, Kier Catterick Limited (KCL) and Justice Support Services (Norfolk and Suffolk) Holdings Limited (JSS) were held for sale. During the year, F&PS and JSS were sold – see Note 30. The sale of the assets held by KCL was also completed during the year.

The assets and liabilities of KML remain classified as held for sale and discontinued. Discussions to sell were well advanced at the year end and the Group has made a strategic decision to exit from its UK mining operations, which constitute a separate major line of business for the Group. KML is expected to be sold during the year ended 30 June 2017.

#### (a) Assets of disposal group classified as held for sale

	<b>2016</b>	2015
	<b>KML £m</b>	<b>Total £m</b>
Property, plant and equipment	<b>5.0</b>	<b>5.0</b>
Other intangibles	–	–
Inventory	<b>3.6</b>	<b>3.6</b>
Other current assets	<b>9.6</b>	<b>9.6</b>
<b>Total</b>	<b>18.2</b>	<b>18.2</b>

#### (b) Liabilities of disposal group classified as held for sale

	<b>2016</b>	2015
	<b>KML £m</b>	<b>Total £m</b>
Trade and other payables	<b>(5.0)</b>	<b>(5.0)</b>
Other current liabilities	–	–
Provisions	<b>(8.7)</b>	<b>(8.7)</b>
<b>Total</b>	<b>(13.7)</b>	<b>(13.7)</b>
<b>Net assets held for sale</b>	<b>4.5</b>	<b>4.5</b>

#### (c) Result of discontinued operations

Analysis of the result of the UK Mining operations and the result recognised on the re-measurement of the associated assets is as follows:

	<b>2016</b>	2015
	<b>£m</b>	<b>£m</b>
Revenue	–	20.6
Operating costs	–	(22.5)
<b>Operating loss</b>	–	(1.9)
Finance costs	–	(1.0)
<b>Underlying loss before tax</b>	–	(2.9)
Tax	–	0.7
<b>Underlying loss after tax of discontinued operations</b>	–	(2.2)
Creation of provisions in respect of re-measurement of net assets of discontinued activities to realisable value	<b>(11.0)</b>	(22.9)
Tax	<b>6.0</b>	1.1
Loss after tax recognised on the re-measurement of net assets of discontinued activities to realisable value	<b>(5.0)</b>	(21.8)
<b>Loss for the year from discontinued operations</b>	<b>(5.0)</b>	(24.0)

The Group's UK Mining operations were classified as discontinued in the year ended 30 June 2015, those results included a non-underlying provision of £22.9m reflecting the Group's assessment of the realisable value of the UK Mining operations. During the year ended 30 June 2016, the operations generated revenues of £3.6m. A further assessment of realisable value has resulted in an additional non-underlying charge of £11m, before the impact of a tax credit of £6m.

## (d) Cash flows from discontinued operations

	2016 £m	2015 £m
Operating cash flows	(33.0)	1.3
Investing cash flows	-	(1.2)
Financing cash flows	(0.4)	(0.2)
<b>Total cash flows</b>	<b>(33.4)</b>	<b>(0.1)</b>

**20 Cash, cash equivalents and borrowings**

	2016 £m	2015 £m
Cash and cash equivalents – bank balances and cash in hand	186.7	254.0
Borrowings due within one year	-	-
Borrowings due after one year	(303.2)	(394.8)
Impact of cross-currency hedging	17.7	-
<b>Net borrowings</b>	<b>(98.8)</b>	<b>(140.8)</b>

Cash and cash equivalents include £85.9m (2015: £78.6m) being the Group's share of cash and cash equivalents held by joint operations, £52.1m (2015: £67.3m) of cash that cannot be offset against other Group bank balances and £nil of restricted cash (2015: £0.2m).

Cash and cash equivalents are subject to Group-wide cash pooling arrangements. On a gross basis, cash and cash equivalents were £1,263.2m (2015: £1,595.6m) and overdrafts were £1,076.5m (2015: £1,341.6m).

Information on borrowings is detailed in note 27.

**21 Finance lease obligations**

	2016			2015		
	Future minimum lease payments £m	Interest £m	Present value of minimum lease payments £m	Future minimum lease payments £m	Interest £m	Present value of minimum lease payments £m
<b>At 1 July</b>	<b>42.6</b>	<b>(2.0)</b>	<b>40.6</b>	92.4	(5.4)	87.0
New obligations	3.6	(0.5)	3.1	17.7	(0.8)	16.9
Repayments	(18.5)	1.1	(17.4)	(34.8)	2.6	(32.2)
Transferred to assets held for sale	-	-	-	(32.7)	1.6	(31.1)
<b>At 30 June</b>	<b>27.7</b>	<b>(1.4)</b>	<b>26.3</b>	42.6	(2.0)	40.6

Finance lease liabilities are payable as follows:

	2016			2015		
	Future minimum lease payments £m	Interest £m	Present value of minimum lease payments £m	Future minimum lease payments £m	Interest £m	Present value of minimum lease payments £m
Less than one year	14.4	(0.9)	13.5	15.9	(1.0)	14.9
Between two and five years	13.3	(0.5)	12.8	26.7	(1.0)	25.7
<b>At 30 June</b>	<b>27.7</b>	<b>(1.4)</b>	<b>26.3</b>	42.6	(2.0)	40.6

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 22 Trade and other payables

	2016 £m	2015 <sup>1</sup> £m
<b>Current:</b>		
Trade payables	430.8	437.9
Sub-contract retentions	54.5	52.9
Construction contract balances	346.3	400.2
Other taxation and social security	61.6	53.5
Other payables	102.1	77.1
Accruals and deferred income	354.4	254.5
Payments received on account	29.8	39.4
	<b>1,379.5</b>	<b>1,315.5</b>
<b>Non-current:</b>		
Trade payables	1.1	1.5
Sub-contract retentions	12.1	9.5
Accruals and deferred income	–	0.4
	<b>13.2</b>	<b>11.4</b>

<sup>1</sup> Restated for impact of revision to the acquisition accounting of the Mouchel Group, see note 30b to the financial statements.

### 23 Provisions

	2016			2015 <sup>1</sup>			
	Insurance claims £m	Other provisions £m	Total £m	Insurance claims £m	Restoration of mining sites £m	Other provisions <sup>1</sup> £m	Total £m
<b>At 1 July</b>	<b>22.3</b>	<b>41.5</b>	<b>63.8</b>	17.4	17.8	48.5	83.7
Charged/(credited) to income statement	<b>13.5</b>	<b>14.4</b>	<b>27.9</b>	5.9	–	(10.3)	(4.4)
Acquired	–	–	–	5.2	–	19.0	24.2
Utilised	<b>(11.0)</b>	<b>(5.3)</b>	<b>(16.3)</b>	(8.3)	(7.7)	(15.2)	(31.2)
Unwinding of discount	–	<b>2.8</b>	<b>2.8</b>	–	0.8	3.6	4.4
Transfers	<b>0.8</b>	<b>1.5</b>	<b>2.3</b>	2.1	(10.9) <sup>2</sup>	(4.1)	(12.9)
<b>At 30 June</b>	<b>25.6</b>	<b>54.9</b>	<b>80.5</b>	22.3	–	41.5	63.8

<sup>2</sup> Transfer to Assets held for sale (see note 19).

Insurance provisions are in respect of legal and other disputes in various Group companies.

Mining provisions represent the cost of restoration of opencast mining activities; this provision has been transferred to the disposal group (see note 19) as the Group is in the process of exiting from its UK mining operations.

Other provisions primarily represent contractual obligations on cessation of certain contracts and fair value provisions.

It is anticipated that the amounts provided will be utilised as follows:

	<b>2016</b>	2015 <sup>1</sup>
	<b>£m</b>	£m
Due within one year	<b>22.8</b>	18.2
Due after one year	<b>57.7</b>	45.6
	<b>80.5</b>	63.8

Due to the nature of the provision for insurance claims, the timing of any potential future outflows in respect of these liabilities is uncertain.

Future outflows in respect of other provisions are expected to occur over the next 11 years.

## 24 Share capital and reserves

### Share capital

The share capital of the Company comprises:

	<b>2016</b>		2015	
	<b>Number</b>	<b>£m</b>	Number	£m
Issued and fully paid ordinary shares of 1 pence each	<b>96,067,463</b>	<b>1.0</b>	95,159,247	1.0

During the year 372,607 shares were issued as a scrip dividend alternative at a premium of £5.0m and 535,609 shares under the Sharesave Scheme at a premium of £4.5m.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

### Cash flow hedge reserve

This reserve comprises the effective portion of the cumulative net change in the fair value of the cash flow hedging instruments related to hedged transactions that have not yet occurred, together with any related deferred tax.

### Translation reserve

This reserve comprises the cumulative difference on exchange arising from the retranslation of net investments in overseas subsidiary undertakings. In accordance with the transitional provisions of IFRS1, this reserve was set to nil at 1 July 2004.

### Merger reserve

The merger reserve arose on the shares issued at a premium to acquire May Gurney on 8 July 2013.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 25 Share-based payments

Options and awards over the Company's ordinary shares at 30 June 2016 were as follows:

Date of grant	Sharesave Scheme 3 May 2013	Sharesave Scheme 31 Oct 2014	Sharesave Scheme 31 Oct 2015	LTIP 2014 award 21 Oct 2013	LTIP 2015 award 22 Oct 2014	LTIP 2016 award 22 Oct 2015	Total
Awards outstanding at 30 June 2016							
– directors	1,072	1,550	3,137	74,374	131,678	210,163	<b>421,974</b>
– employees	175,289	621,341	1,206,854	515,367	734,921	1,059,973	<b>4,313,745</b>
	<b>176,361</b>	<b>622,891</b>	<b>1,209,991</b>	<b>589,741</b>	<b>866,599</b>	<b>1,270,136</b>	<b>4,735,719</b>
Exercise price (pence)	839	1,159	1,147	nil	nil	nil	

#### Sharesave Scheme

1,338,394 options were granted in the year (2015: 762,213). Options under the Sharesave Scheme are all equity settled.

The weighted average market price of Kier Group plc shares at the date of exercise of options was 1,124 pence (2015: 1,377 pence).

#### Long Term Incentive Plan

Awards made under the scheme are normally able to vest following the third anniversary of the date of the grant. Vesting may be in full or in part (with the balance of the award lapsing) and is subject to the Group achieving specific performance targets. Awards under the LTIP are all equity settled.

The awards which are taken as shares are intended to be satisfied from the following shares held by the Kier Group 1999 Employee Benefit Trust and May Gurney Group Trustees Ltd Employee Share Ownership Plan Trust rather than from the issue of new shares. These shares are accounted for as a deduction from retained earnings.

	2016		2015	
	Number of shares	Value £m	Number of shares	Value £m
At 1 July	<b>681,503</b>	<b>7.4</b>	736,792	9.3
Acquired as a consequence of the rights issue	–	–	122,575	–
Issued in satisfaction of awards and other schemes	<b>(129,262)</b>	<b>(1.2)</b>	–	–
Issued in satisfaction of deferred bonus schemes	<b>(26,072)</b>	<b>(0.3)</b>	(177,864)	(1.9)
<b>At 30 June</b>	<b>526,169</b>	<b>5.9</b>	681,503	7.4

The market value of these shares at 30 June 2016 was £5.5m (2015: £9.7m). The dividends on these shares have been waived.

A description of these schemes and the terms and conditions of each scheme are included in the directors' remuneration report on pages 66 to 85.

### Value of share schemes

The fair value per option granted has been calculated using the following assumptions. These calculations are based on the Black-Scholes model for all options apart from the total shareholder return (TSR) element of the LTIP which is based on a stochastic model.

#### Sharesave Scheme

Date of grant	3 May 2013	31 October 2014	31 October 2015
Share price at grant (pence)	1,187	1,490	1,377
Exercise price (pence)	839	1,159	1,147
Option life (years)	3.0	3.0	3.0
Expected volatility	27.2%	27.1%	22.9%
Dividend yield	5.6%	4.8%	4.7%
Risk-free interest rate	0.4%	1.1%	0.9%
Value per option (pence)	139.5	160.1	222.6

#### Long Term Incentive Plan

Date of grant	21 October 2013 (EPS element)	21 October 2013 (TSR element)	22 October 2014 (EPS element)	22 October 2014 (TSR element)	22 October 2015 (EPS element)	22 October 2015 (TSR element)
Share price at grant (pence)	1,797	1,797	1,519	1,519	1,388	1,388
Exercise price	nil	nil	nil	nil	nil	nil
Option life (years)	3.0	3.0	3.0	3.0	3.0	3.0
Expected volatility	n/a	28.6%	n/a	24.6%	n/a	23.3%
Dividend yield	3.8%	3.8%	4.7%	4.7%	4.8%	4.8%
Risk-free interest rate	n/a	0.8%	n/a	1.0%	n/a	0.7%
Value per option (pence)	1,281.9	1,092.1	1,053.0	604.8	1,203.7	801.0

The value per option represents the fair value of the option less the consideration payable.

The fair value of the TSR element incorporates an assessment of the number of shares that will be awarded, as the performance conditions are market conditions under IFRS2 'Share-based Payment'.

The performance conditions of the EPS element are non-market conditions under IFRS2. The fair value therefore does not include an assessment of the number of shares that will be awarded. Instead the amount charged for this element is based on the fair value factored by a 'true-up' for the number of awards that are expected to vest.

The expected volatility is based on historical volatility over the last three years. The risk-free rate of return is the yield on zero-coupon UK Government bonds of a term consistent with the assumed option life.

£5.6m relating to share-based payments has been recognised in the income statement as employee costs (2015: £3.4m). Included in other payables is an amount of £0.8m (2015: £0.3m) relating to provisions for employer's national insurance.

A reconciliation of option movements is shown below:

	2016		2015	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
<b>Outstanding at 1 July</b>	<b>3,897,744</b>	<b>405.8p</b>	2,743,955	404.3p
Forfeited	(1,190,953)	569.5p	(662,477)	632.5p
Exercised	(666,626)	795.4p	(291,651)	591.9p
Granted	2,695,554	278.3p	1,326,442	575.9p
Impact of rights issue	-	-	781,475	-
<b>Outstanding at 30 June</b>	<b>4,735,719</b>	<b>476.8p</b>	3,897,744	405.8p
Exercisable at 30 June	176,361	839.0p	-	-

The options outstanding at 30 June 2016 have a weighted average remaining contractual life of 1.84 years (2015: 1.32 years).

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 26 Guarantees and contingent liabilities

There are contingent liabilities in respect of performance bonds, guarantees and claims under contracting and other arrangements, including joint operations and joint ventures, entered into in the normal course of business.

Following recent changes in sentencing guidelines relating to breaches of safety, health and environmental legislation and regulation, the Directors considered whether it would be appropriate to include an additional provision in the financial statements relating to such breaches. However, the Directors concluded that it was not currently possible to estimate with reasonable accuracy the amount of such a provision.

### 27 Financial instruments

#### Capital risk management

The Group's capital management objectives are: to ensure the Group's ability to continue as a going concern; to optimise the capital structure in order to minimise the cost of capital; and to maintain a strong balance sheet to support business development and tender qualification. The four operating divisions of the Group have complementary capital characteristics, with the Construction division, and to a lesser extent the Services division, generating a net cash surplus, whilst the Property and Residential divisions require net capital to fund developments. The Group's capital management strategy is to use a blend of capital types with different risk, return and maturity profiles to support the operating divisions and deliver the Group's capital management objectives. The Group's overall capital risk management strategy remains unchanged from 2015.

The capital structure of the Group comprises: equity, consisting of share capital, share premium, retained earnings and other reserves as disclosed in the consolidated statement of changes in equity; and cash, cash equivalents and borrowings as disclosed in note 20 and described further below. The Group forecasts and monitors short, medium and longer-term capital needs on a regular basis and adjusts its capital structure as required through the payment of dividends to shareholders, the issue of new share capital and the increase or repayment of borrowings. All investment decisions are made with regard to the Group's weighted average cost of capital and typically a pre-tax annualised return of at least 15% is required to ensure such investments are value enhancing for shareholders.

#### Financial risk management

Financial risk management is an integral part of the way the Group is managed. In the course of its business, the Group is exposed primarily to credit risk, market risk and liquidity risk. The overall aim of the Group's financial risk management policies is to minimise any potential adverse effects on financial performance and net assets.

The Group's treasury team manages the principal financial risks within policies and operating limits approved by the Board. The treasury function is not a profit centre and does not enter into speculative transactions. Derivative financial instruments are used to hedge exposure to fluctuations in interest and exchange rates.

#### Credit risk

Credit risk arises on financial instruments such as trade receivables, short-term bank deposits and interest rate and currency hedges.

Policies and procedures exist to ensure that customers have an appropriate credit history. The Group's most significant clients are public or regulated industry entities which generally have high credit ratings or are of a high credit quality due to the nature of the client.

Short-term bank deposits and hedging transactions are executed only with highly credit-rated authorised counterparties based on ratings issued by the major ratings agencies. Counterparty exposure positions are monitored regularly so that credit exposures to any one counterparty are within predetermined limits. At the balance sheet date there were no significant concentrations of credit risk.

Trade and other receivables included in the balance sheet are stated net of a bad debt provision which has been estimated by management following a review of individual receivable accounts. There is no Group-wide rate of provision and provision made for debts that are overdue is based on prior default experience and known factors at the balance sheet date. Receivables are written off against the bad debt provision when management considers that the debt is no longer recoverable.

An analysis of the provision held against trade receivables is set out below:

	2016 £m	2015 <sup>1</sup> £m
<b>Provision as at 1 July</b>	<b>14.3</b>	2.3
Acquired in the year	–	11.9
Charged to the income statement	<b>5.7</b>	0.1
<b>Provision as at 30 June</b>	<b>20.0</b>	14.3

<sup>1</sup> Restated for impact of revision to the acquisition accounting of the Mouchel Group, see note 30b to the financial statements.

There were £88.4m (2015: £109.1m) of trade receivables that were overdue at the balance sheet date that have not been provided against, of which £43.2m (2015: £64.2m) had been received by the end of August 2016. There are no indications as at 30 June 2016 that the debtors will not meet their payment obligations in respect of the amount of trade receivables recognised in the balance sheet that are overdue and unprovided. The proportion of trade receivables at 30 June 2016 that were overdue for payment was 41.7% (2015: 45.1%). Credit terms vary across the Group; the average age of trade receivables was as follows:

Construction	19 days (2015: 22 days)
Services	12 days (2015: 23 days)

Overall, the Group considers that it is not exposed to significant credit risk.

## Market risk

### Interest rate risk

The Group has borrowing facilities to finance short-term working capital requirements and term loans to finance medium-term capital requirements, which carry interest at floating rates, at a margin over LIBOR. The Group's borrowings, after the effect of derivatives, can be analysed as follows:

	2016 £m	2015 £m
Fixed rate	276.2	182.7
Variable rate	30.0	214.9
Cost of raising finance	(3.0)	(2.8)
	<b>303.2</b>	<b>394.8</b>

In addition, a number of the Group's joint ventures have entered into interest rate swaps where there is significant interest rate risk.

### Foreign currency risk

The Group operates primarily within the UK such that its exposure to currency risk is not considered to be significant. Where significant foreign currency exposures are identified, these are hedged using forward foreign exchange contracts or swaps.

### Liquidity risk

The Group's policy on liquidity risk is to ensure that sufficient borrowing facilities are available to fund operations without the need to carry significant net debt over the medium term. The Group's principal borrowing facilities are provided by a syndicate of relationship banks in the form of unsecured committed borrowing facilities. The amount of committed borrowing facilities available to the Group is reviewed regularly and is designed to exceed forecast peak gross debt levels.

### Derivative financial instruments

During 2013 Kier Group plc entered into three cross-currency swaps to hedge the currency risk on a US dollar denominated loan, nominal value US\$28m. During 2014 Kier Group plc entered into four cross-currency swaps to hedge the currency risk on a US dollar denominated loan, nominal value US\$116m. During 2016 Kier Group plc entered into two cross-currency swaps to hedge the currency risk on a Euro denominated loan, nominal value €20m, and three interest rate swaps to hedge the interest rate risk on a GBP denominated loan, nominal value £58.5m. These swaps continue to meet the criteria for hedge accounting.

The following table indicates the periods in which the cash flows associated with cash flow hedges are expected to occur, how those cash flows will impact the income statement and the fair value of the related hedging instruments:

	Fair value £m	Expected cash flows				
		Total £m	0-1 years £m	1-2 years £m	2-5 years £m	More than 5 years £m
<b>Continuing operations</b>						
Cross-currency swaps: asset						
Gross settled inflows		163.0	5.2	5.2	15.2	137.4
Gross settled outflows		(140.3)	(4.6)	(4.6)	(13.5)	(117.6)
	18.1	<b>22.7</b>	<b>0.6</b>	<b>0.6</b>	<b>1.7</b>	<b>19.8</b>
Interest rate swaps: liability						
Net settled	(1.1)	(0.9)	(0.2)	(0.3)	(0.4)	-

In addition to the above, a number of the Group's PFI and property joint ventures have entered into interest rate derivatives as a means of hedging interest rate risk. Interest-bearing debts and associated interest rate derivatives within these joint ventures have a typical term of between 25 and 30 years and are without recourse to the Group. At 30 June 2016 the aggregate amount outstanding on these interest-bearing debts against which interest rate derivatives are held is £121.9m (2015: £123.4m). The Group's share of the total net fair value liability of these interest rate derivatives at 30 June 2016 amounted to £8.0m (2015: £22.0m) which, together with the related deferred tax asset of £1.4m (2015: £4.4m), have met the criteria for hedge accounting.

These derivatives are classified as level 2. The prices of derivative transactions have been derived from proprietary models used by the joint ventures' bank counterparties using mid-market mark to market valuations for trades between the joint ventures and those counterparties at the close of business on 30 June 2016.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 27 Financial instruments continued

#### Financial assets

#### Loans and receivables at amortised cost, cash and cash equivalents:

	2016 £m	2015 <sup>1</sup> £m
Cash and cash equivalents	186.7	254.0
Trade and other receivables (including £34.7m due after more than one year) – excluding prepayments	422.3	459.4
Loans to joint ventures	62.7	33.0
	<b>671.7</b>	<b>746.4</b>

<sup>1</sup> Restated for impact of revision to the acquisition accounting of the Mouchel Group, see note 30b to the financial statements.

#### Financial liabilities – analysis of maturity dates

At 30 June 2016 the Group had the following financial liabilities together with the maturity profile of their contractual cash flows:

				Continuing operations	Discontinued operations
	Trade and other payables <sup>1,2</sup> £m	Borrowings £m	Finance lease obligations £m	Total £m	Derivative financial instruments £m
<b>30 June 2016</b>					
<b>Carrying value</b>	<b>1,301.3</b>	<b>303.2</b>	<b>26.3</b>	<b>1,630.8</b>	–
<b>Contractual cash flows</b>					
Less than one year	1,288.1	40.8	14.4	1,343.3	–
One to two years	13.2	10.3	10.0	33.5	–
Two to three years	–	10.3	3.0	13.3	–
Three to four years	–	34.8	0.3	35.1	–
Four to five years	–	67.7	–	67.7	–
Over five years	–	194.9	–	194.9	–
	<b>1,301.3</b>	<b>358.8</b>	<b>27.7</b>	<b>1,687.8</b>	–
<b>30 June 2015</b>					
Carrying value	1,234.1	394.8	40.6	1,669.5	0.4

#### Contractual cash flows

Less than one year	1,222.7	13.0	15.9	1,251.6	0.4
One to two years	11.4	42.8	17.0	71.2	–
Two to three years	–	12.4	7.0	19.4	–
Three to four years	–	12.5	2.1	14.6	–
Four to five years	–	221.6	0.6	222.2	–
Over five years	–	167.1	–	167.1	–
	<b>1,234.1</b>	<b>469.4</b>	<b>42.6</b>	<b>1,746.1</b>	<b>0.4</b>

<sup>2</sup> Trade and other payables excludes deferred consideration, deferred income, taxes and social security and payments on account.

There is no material difference between the carrying value and fair value of the Group's financial assets and liabilities, other than for derivative financial instruments.

The Group's derivatives are classified as level 2. The prices of derivative transactions have been derived from proprietary models used by the company's bank counterparties using mid-market mark to market valuations for trades between the company and those counterparties at the close of business on 30 June 2016.

## Borrowings and borrowing facilities

The Group has the following unsecured committed facilities after the effect of derivatives:

- Revolving credit facility of £380.0m, at a margin over LIBOR, due for renewal in June 2020, £nil drawn at 30 June 2016 (2015: £185.0m);
- One term loan at a margin over LIBOR, £30.0m repayable January 2017, fully drawn at 30 June 2016, £30.0m (2015: £30.0m);
- Four loan notes, principal amounts of £45.0m, US\$28.0m, £47.0m and US\$116.0m, with fixed coupons of between 4.1% and 4.9%, repayable in four repayments, December 2019, December 2022, November 2021 and November 2024, fully drawn at 30 June 2016, £182.7m at hedged rates (2015: £182.7m);
- Two loan notes, principal amounts of €10.0m and €10.0m, with fixed coupons of between 1.5% and 2.1%, repayable in May 2021 and May 2023, fully drawn at 30 June 2016 £15.7m at hedged rates (2015: £nil); and
- One loan note, principal amount of £58.5m at a margin over LIBOR with maturity date May 2021, fully drawn at 30 June 2016 (2015: £nil).

In addition the Group has an unsecured overdraft of £45.0m (2015: £45.0m), at a margin over LIBOR, repayable on demand, £nil drawn at 30 June 2016 (2015: £nil) and a bank loan of £1.6m (2015: £nil).

The committed facilities are subject to certain covenants linked to the Group's financing structure, specifically regarding the ratios of debt to EBITDA, interest cover, and consolidated net worth. The Group has complied with these covenants throughout the period.

Included within borrowings are capitalised loan fees of £3.0m (2015: £2.8m).

The derivative financial instrument (fuel price forward contracts) for discontinued operations matured during the year and was £nil at 30 June 2016 (2015: current liabilities of £0.4m).

## 28 Financial and capital commitments

	2016 £m	2015 £m
Commitments for capital expenditure	7.9	6.3
Commitments for equity and subordinate debt in joint ventures	9.8	16.3
	<b>17.7</b>	22.6

The total of future minimum lease payments under non-cancellable operating lease rentals are payable as follows:

	2016		2015	
	Property £m	Plant and machinery £m	Property £m	Plant and machinery £m
Within one year	8.8	10.1	10.1	22.1
Between one and five years	21.7	70.1	25.2	32.1
Over five years	22.9	2.0	20.0	7.0
	<b>53.4</b>	<b>82.2</b>	55.3	61.2

The Group leases properties and vehicles for operational purposes. Property leases vary considerably in length up to a maximum period beyond 30 June 2016 of 13 years. Vehicle leases typically run for a period of four years. No leases include contingent rentals.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 29 Related parties

#### Identity of related parties

The Group has a related party relationship with its joint ventures, key management personnel and pension schemes in which its employees participate.

#### Transactions with key management personnel

The Group's key management personnel are the executive and non-executive directors as identified in the directors' remuneration report on pages 66 to 85 (inclusive).

In addition to their salaries, the Group also provides non-cash benefits to directors and contributes to their pension arrangements as disclosed on page 76. Key management personnel also participate in the Group's share option programme (see note 25).

Key management personnel compensation comprised:

	2016 £m	2015 £m
Emoluments as analysed in the directors' remuneration report	4.9	3.3
Termination payments	–	0.2
Employer's national insurance contributions	0.7	0.5
Total short-term employment benefits	5.6	4.0
Share-based payment charge	0.8	0.3
	<b>6.4</b>	<b>4.3</b>

#### Transactions with pension schemes

Details of transactions between the Group and pension schemes in which its employees participate are detailed in note 8.

#### Transactions with joint ventures

	2016 £m	2015 £m
Staff and associated costs	–	1.8
Management services	3.0	0.7
Interest on loans to joint ventures	0.3	1.0
	<b>3.3</b>	<b>3.5</b>

Amounts due from/(to) joint ventures are analysed below:

	2016 £m	2015 £m
Saudi Comedat Company Limited	(0.4)	(2.2)
Staffordshire Property Partnership	–	0.1
Kier Trade City Holdco 1 LLP	10.3	7.4
Kier Reading Holdco 1 LLP	15.0	14.6
3 Sovereign Square Holdings 1 LLP	3.0	1.8
Salford Village Limited	–	2.0
Biogen Holdings Limited	–	3.8
Kier Hammersmith Holdco Limited	–	6.2
Watford Health Campus Partnership LLP	–	0.1
Tri-link 140 Holdings LLP	1.4	(0.8)
Kier Foley Street LLP	20.9	–
Blue3 (London) (Holdings) Limited	2.1	–
Kier (Newcastle) Investment Limited	4.8	–
Lysander Student Properties Investments Limited	3.3	–
Blue3 (Staffs) Holding Limited	2.3	–
	<b>62.7</b>	<b>33.0</b>

### 30 Acquisitions and disposals

#### (a) Summary of consideration paid and payable in respect of acquisitions

There were no amounts paid or payable in respect of acquisitions in the year. The amounts paid in the previous period are shown below:

	North Tyneside Council £m	Mouchel £m	Southdale £m	Total £m
<b>Balance payable at 30 June 2014</b>	1.0	–	–	<b>1.0</b>
Acquisition of Mouchel (note 30b)	–	260.6	–	<b>260.6</b>
Acquisition of Southdale	–	–	1.0	<b>1.0</b>
Paid during the year to 30 June 2015	(1.0)	(260.6)	(1.0)	<b>(262.6)</b>
<b>Balance payable at 30 June 2015</b>	–	–	–	<b>–</b>

#### (b) Revision to acquisition accounting on Mouchel Group

On 8 June 2015 the Group purchased the entire share capital of MRBL Limited (“Mouchel”) for a total consideration of £260.6m. Mouchel is an international infrastructure and business services group and the acquisition positions Kier as a sector leader in the growing UK highways maintenance and management market.

Due to the proximity of the acquisition of Mouchel to the 2015 year end, a provisional assessment was made of the fair value of the net liabilities acquired of £40.7m. These provisional assessments were finalised in 2016, leading to the recognition of additional goodwill of £13.3m.

The reconciliation of the provisional goodwill recognised to the revised goodwill recognised is shown below:

	Provisional fair value to the Group £m	Amendments £m	Revised fair value to the Group £m
Intangible assets	145.2	–	<b>145.2</b>
Property, plant and equipment	7.4	(0.3)	<b>7.1</b>
Investment in joint ventures	0.4	–	<b>0.4</b>
Deferred tax assets	(2.3)	(2.3)	<b>(4.6)</b>
Inventories	76.7	(4.1)	<b>72.6</b>
Trade and other receivables	49.3	(0.3)	<b>49.0</b>
Cash and cash equivalents	32.2	–	<b>32.2</b>
Trade and other payables	(156.4)	(1.2)	<b>(157.6)</b>
Borrowings	(94.0)	–	<b>(94.0)</b>
Corporation tax payable	(11.5)	–	<b>(11.5)</b>
Retirement benefit obligations	(68.6)	–	<b>(68.6)</b>
Provisions	(19.1)	(5.1)	<b>(24.2)</b>
	(40.7)	(13.3)	<b>(54.0)</b>
Goodwill	301.3	<b>13.3</b>	<b>314.6</b>
<b>Total assets acquired</b>	<b>260.6</b>	–	<b>260.6</b>

Satisfied by:

<b>Cash consideration</b>	<b>260.6</b>	–	<b>260.6</b>
---------------------------	--------------	---	--------------

The movements in the fair value of net assets and goodwill acquired were primarily due to the continued assessment of contract positions changing as a result of additional information becoming available regarding the position at the acquisition date of 8 June 2015. There was no change to consideration or total assets acquired.

As the adjustments to the provisional amounts recognised in 2015 are within the measurement period, prior year comparatives have been restated by the amounts included in the table above.

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### 30 Acquisitions and disposals continued

#### (c) Disposal of Kier FPS Limited

On 1 July 2015, the group disposed of its investment in F&PS. Disposal costs of £3.4m had been incurred in the year to 30 June 2015, and a gain of £1.7m has been recognised in the year to 30 June 2016. The net loss on disposal is therefore £1.7m.

	<b>£m</b>
<b>Loss recognised to 30 June 2015</b>	<b>(3.4)</b>
Net sale proceeds	17.4
Cost of disposal	(2.3)
Net assets disposed of	(13.4)
<b>Profit on sale in the year to 30 June 2016</b>	<b>1.7</b>
<b>Overall loss on disposal</b>	<b>(1.7)</b>

#### (d) Disposal of investments in Joint Ventures

During the year the Group, through its subsidiary Kier Project Investment Limited, disposed of its interests in Justice Support Services (Norfolk and Suffolk) Holdings Limited (a subsidiary), Salford Village Limited (a joint venture), and part of its interest in Kier (Newcastle) Investment Limited.

The property division typically uses joint ventures to structure transactions, and the Group considers disposals of such vehicles to be underlying trading which are in the underlying course of business. JSS was previously held by the Group as a joint venture and the remaining equity was acquired in previous years in order to facilitate the sales process.

The disposal proceeds can be reconciled to the profit on disposal as follows:

	<b>2016 £m</b>	2015 £m
Sale proceeds	<b>20.4</b>	18.7
Book value of net assets	<b>(15.5)</b>	(2.4)
Intangible assets	–	(1.2)
Sale costs	<b>(2.3)</b>	(0.3)
<b>Profit on disposal</b>	<b>2.6</b>	14.8

### 31 Subsidiaries and other undertakings

The subsidiaries included in the consolidated financial statements as at 30 June 2016 are listed below. Unless indicated otherwise, these undertakings are wholly owned and incorporated in England and Wales.

#### Subsidiaries

2020 Liverpool Limited	Kier Integrated (Trustees) Limited
2020 Oldham Limited	Kier International (Investments) Limited
2020 Sefton Limited	Kier International Limited
2020 St Helens Limited	Kier Islington Limited
2020 Wirral Limited	Kier Jamaica Development Limited
Absolute Forbury Limited	Kier (Kent) PSP Limited
Absolute Property Limited	Kier Land Limited
Absolute Swindon Limited	Kier Limited <sup>5</sup>
A C Chesters & Son Limited	Kier Living Limited <sup>5</sup>
Allison Homes Eastern Limited	Kier London Limited
Atkins Odlin Consulting Engineers Limited	Kier (Malaysia) Sdn. Bhd. (incorporated in Malaysia)
Ayton Asphalte Company Limited	Kier Midlands Limited
Balaam Wood Management Company Limited	Kier Minerals Limited
Bellwinch Homes Limited	Kier Mining Investments Limited
Bellwinch Homes (Western) Limited	Kier Mortimer Limited
Bellwinch Limited	Kier National Limited
Brazier Construction Limited	Kier North East Limited
Building & Construction Company Limited	Kier North Tyneside Limited <sup>4</sup> (80%)
Caribbean Construction Company Limited (incorporated in Jamaica)	Kier (NR) Limited
Caxton Integrated Services Holdings Limited	Kier Overseas (Fifteen) Limited
Clearbox Limited (75%)	Kier Overseas (Four) Limited
Connect 21 Community Limited	Kier Overseas (Fourteen) Limited
Constantine Place (Longstanton) Management Company Limited	Kier Overseas (Nine) Limited
Construcciones Kier Panama SA (incorporated in Panama)	Kier Overseas (Nineteen) Limited
Coombe Project Management Limited	Kier Overseas (Seventeen) Limited
Dudley Coles Limited	Kier Overseas (Six) Limited
ECT Engineering Limited	Kier Overseas (Twelve) Limited
Elsea Park Bourne Management Company Limited	Kier Overseas (Twenty-Four) Limited
Engineered Products Limited	Kier Overseas (Twenty-Three) Limited
FDT Associates Ltd	Kier Overseas (Two) Limited
FDT Contracts Ltd	Kier Partnership Homes Limited
FDT (Holdings) Ltd	Kier Plant Limited
Full Circle Educational Services Limited	Kier Professional Services Limited
Gas 300 Limited	Kier Project Investment Limited
Genica Limited	Kier Property Developments Limited
HBS Facilities Management Limited	Kier Property Limited
Heatherwood (Thetford) Management Company Limited	Kier Property Management Company Limited
Hedra Group Limited	Kier Recycling CIC Limited
Hedra Scotland Limited (incorporated in Scotland)	Kier Scotland Limited (incorporated in Scotland)
Henry Jones Construction Limited	Kier Services Limited
Henry Jones Limited	Kier Sheffield LLP <sup>4</sup> (80.1%)
Hugh Bourn Developments (Wragby) Limited (in liquidation)	Kier South East Limited
IEI Limited	Kier (Southampton) Development Limited
Instal Consultants MP Limited	Kier (Southampton) Investment Limited
Javelin Construction Company Limited	Kier Southern Limited
J L Kier & Company Limited	Kier Stoke Limited <sup>4</sup> (80.1%)
J L Kier & Company (London) Limited	Kier Sydenham Limited
Kier Asset Partnership Services Limited	Kier Thurrock Limited
Kier Benefits Limited	Kier UKSC LLP
Kier Build Limited	Kier Ventures Limited
Kier Building Limited	Kier Ventures UKSC Limited
Kier Business Services Limited	Kier Whitehall Place Limited
Kier Caribbean and Industrial Limited	Kier York Street LLP
Kier (Catterick) Limited	KM Docklands Hotel Limited
Kier CB Limited	Land Aspects Limited
Kier Commercial Investments Limited	Lazenby & Wilson Limited
Kier Commercial UKSC Limited	Liferange Limited
Kier Construction Limited	Marriott Limited
Kier Construction Limited (incorporated in St Kitts and Nevis)	Mayflower Park Management Company Limited
Kier Construction SA (incorporated in Haiti)	MGWSP Essex Limited
Kier Developments Limited	Michco 210 Limited
Kier Energy Solutions Limited	MKB Resourcing Limited
Kier Engineering Services Limited	Morrell-Ixworth Limited
Kier Facilities Services Limited	Moss Construction Northern Limited
Kier Fleet Services Limited	Moss Construction Southern Limited
Kier Group AESOP Trustees Limited <sup>5</sup>	Mouchel Dormant Holdings Limited
Kier Group Trustees Limited <sup>5</sup>	Mouchel Engineering Consultants Private Limited (incorporated in India)
Kier Harlow Limited <sup>4</sup> (80.1%)	Mouchel Ewan Limited
Kier Highways Limited	Mouchel Finance & Treasury Holdings Limited
Kier Homes Caledonia Limited	Mouchel Finance Limited
Kier Homes Northern Limited	Mouchel Gas 301 Limited
Kier Infrastructure and Overseas Limited	Mouchel Gas 302 Limited
Kier Insurance Management Services Limited	Mouchel Holdings Limited
Kier Integrated Services (Building) Limited	Mouchel Insurance Ltd (99.99%) (incorporated in Guernsey)
Kier Integrated Services (Estates) Limited	Mouchel International (Jersey) Ltd (incorporated in Jersey)
Kier Integrated Services Group Limited	Mouchel International Limited (incorporated in Hong Kong)
Kier Integrated Services (Holdings) Limited	Mouchel Ireland Ltd (incorporated in Ireland)
Kier Integrated Services Limited	Mouchel Limited
Kier Integrated Services (Regional) Limited	Mouchel Management Consulting Limited
Kier Integrated Services (Technical Services) Limited	Mouchel Middle East Limited (incorporated in Hong Kong)
	Mouchel Parkman Ewan Associates Limited
	Mouchel Parkman Ewan Services Limited

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### Subsidiaries continued

Mouchel Parkman GB Limited  
Mouchel Parkman LDA Limited  
Mouchel Parkman Metro Limited  
Mouchel Parkman (NI) Limited (incorporated in Northern Ireland)  
Mouchel Parkman Property Management Limited  
Mouchel Parkman ServiGroup Limited  
Mouchel Parkman ServiRail Construction Projects Limited  
Mouchel Parkman ServiServices Limited  
Mouchel Parkman ServiWays Limited  
Mouchel Pty Ltd (incorporated in Australia)  
Mouchel Rail Limited  
Mouchel Rail No. 2 Limited  
Mouchel South Africa Pty Limited (49%) (incorporated in South Africa)  
Mouchel Traffic Support Limited  
Mouchel Trustee Limited  
MPHBS Limited  
MRBL Limited  
Newbury King & Co Limited  
New Learning Limited  
Norfolk Community Recycling Services Limited  
Parkman Botswana (Pty) Limited (99%) (incorporated in Botswana)  
Parkman Consultants Limited  
Parkman Consulting Engineers  
Parkman Group Professional Services Limited  
Parkman Holdings Limited  
Parkman Kenya Limited (incorporated in Kenya)  
Parkman Nigeria Limited (incorporated in Nigeria)  
Parkman Scotland Limited (incorporated in Scotland)  
Parkman South East Limited  
PCE Holdings Limited  
PFI Street Lighting Limited  
Pure Buildings Limited  
Pure Recycling Warwick Limited  
Riley Builders Limited  
Robert Marriott Group Limited  
Saudi Kier Construction Limited (incorporated in Saudi Arabia)  
Sea Place Management Limited  
Senturion (BidCo) Limited  
Senturion Group Limited  
Senturion (MidCo) Limited  
Senturion Trustees Limited  
Social Power (Harlow) Holdings Limited  
Social Power (Harlow) Limited  
T Cartledge Limited  
Tempsford Cedars Limited  
Tempsford Holdings Limited<sup>5</sup>  
Tempsford Insurance Company Limited<sup>5</sup> (incorporated in Guernsey)  
Tempsford Oaks Limited<sup>5</sup>  
T H Construction Limited  
T J Brent Limited  
Traffic Support EBT Limited  
Tudor Homes (East Anglia) Limited  
Turriff Contractors Limited (incorporated in Scotland)  
Turriff Group Limited (incorporated in Scotland)  
Turriff Smart Services Limited (incorporated in Scotland)  
Twigden Homes Limited  
Twigden Homes Southern Limited  
Underground Moling Services Limited (incorporated in Scotland)  
Usherlink Limited  
Wallis Builders Limited  
Wallis Limited  
Wallis Western Limited  
W & C French (Construction) Limited  
William Moss Civil Engineering Limited  
The William Moss Group Limited  
Wygate Management Company Limited

Joint ventures	Interest held		Interest held
<b>Property</b>			
2020 Knowsley Limited	80.1%	Lysander Student Properties Limited <sup>9</sup>	50%
3 Sovereign Square Holdings 1 LLP	50%	Lysander Student Properties Operations Limited <sup>9</sup>	50%
3 Sovereign Square Holdings 2 LLP	50%	Magnetic Limited	75%
3 Sovereign Square LLP	50%	Penda Limited	50%
AK Student Living Limited <sup>9</sup>	50%	Premier Inn Kier Limited	50%
Alliance Community Partnership Limited (incorporated in Scotland)	10%	Rosewood Energy Limited	50%
Biogen Bryn Pica Limited	50%	Solum Regeneration (Bishops) LLP	50%
Biogen Gwriad Limited	26%	Solum Regeneration Epsom (GP Subsidiary) Limited	50%
Biogen Holdings Limited <sup>3</sup> (Ordinary, Preferred Ordinary and Preference)	50%	Solum Regeneration Epsom (GP) Limited	49.55%
Biogen Limited	50%	Solum Regeneration (Epsom) Limited Partnership	50%
Biogen (UK) Limited	50%	Solum Regeneration Epsom (Residential) LLP	50%
Biogen Waen Limited	27.5%	Solum Regeneration (Guildford) LLP	50%
Black Rock Devco LLP	50%	Solum Regeneration (Haywards) LLP	50%
Black Rock Holdco 1 LLP	50%	Solum Regeneration (Kingswood) LLP	50%
Black Rock Holdco 2 LLP	50%	Solum Regeneration (Maidstone) LLP	50%
DownerMouchel Services Pty Limited (incorporated in Australia)	50%	Solum Regeneration (Redhill) LLP	50%
Dragon Lane Holdings 1 LLP	50%	Solum Regeneration (Surbiton) LLP	50%
Dragon Lane Holdings 2 LLP	50%	Solum Regeneration (Tanner) LLP	50%
Dragon Lane LLP	50%	Solum Regeneration (Tonbridge) LLP	50%
Engage Lambeth Limited	52%	Solum Regeneration (Twickenham) LLP	50%
Fore UK 1B LP	29%	Solum Regeneration (Wembley) LLP	50%
Greenfinch Limited	50%	Transcend Property Limited	50%
Kent LEP 1 Limited	80%	Tri-Link 140 Holdings 1 LLP	50%
Kier Foley Street Holdco 1 LLP	90%	Tri-Link 140 Holdings 2 LLP	50%
Kier Foley Street Holdco 2 LLP	90%	Tri-Link 140 LLP	50%
Kier Foley Street LLP	90%	Watford Health Campus Partnership LLP	50%
Kier Hammersmith Holdco Limited	50%	Winsford Devco LLP	50%
Kier Hammersmith Limited	50%	Winsford Holdings 1 LLP	50%
Kier (Newcastle) Investment Limited	75%	Winsford Holdings 2 LLP	50%
Kier Reading Holdco 1 LLP	90%		
Kier Reading Holdco 2 LLP	90%	Long-term concession holdings under the Private Finance Initiative	
Kier Reading LLP	90%	Blue 3 (London) (Holdings) Limited	50%
Kier Sydenham GP Holdco Limited	50%	Blue 3 (London) Limited	50%
Kier Sydenham GP Limited	50%	Blue 3 (Staffs) (Holdings) Limited	80%
Kier Sydenham LP	50%	Blue 3 (Staffs) Limited	80%
Kier Sydenham Nominee Limited	50%	Evolution (Woking) Holdings Limited	50%
Kier Trade City Holdco 1 LLP	90%	Evolution (Woking) Limited	50%
Kier Trade City Holdco 2 LLP	90%		
Kier Trade City LLP	90%		
Kier Warth Limited	50%		
Kingswood Devco Holdings 1 LLP	50%		
Kingswood Devco Holdings 2 LLP	50%		
Kingswood Devco LLP	50%		
Lambeth Learning Partnership (PSP) Limited	65%		
Lysander Student Properties Investments Limited <sup>9</sup>	50%		
<b>Services</b>		<b>Construction</b>	
Hackney Schools for the Future Limited	40%	Besix-Kier Dabhol Societe anonyme (incorporated in Belgium) (in liquidation)	40%
Mouchel Babcock Education Investments Limited	50%	Kier Construction LLC (incorporated in UAE)	49%
Mouchel Babcock Education Services Limited	50%	Kier Dubai LLC (incorporated in UAE)	49%
Mouchel IRE Limited (incorporated in Ukraine)	50%	Kier Graham Defence Limited	50%
Network Information Services Limited	50%	Rathenraw Limited (incorporated in Northern Ireland)	50%
Team Van Oord Limited	25%	Saudi Comedat Company Limited (incorporated in Saudi Arabia) (sold 13 July 2016)	25%
The Impact Partnership (Rochdale Borough) Limited	80.1%		
The Unity Partnership Limited	66.7%		
Tor2 Limited (PSP Shares) <sup>3</sup>	80.1%		
VinciMouchel Limited	50%		

# Notes to the consolidated financial statements

## For the year ended 30 June 2016 continued

### Joint operations

UK		International	
Crossrail Contracts 300/410/435	a joint arrangement between Kier Infrastructure and Overseas Limited, BAM Nuttall Limited and Ferrovial Agroman (UK) Limited	The following joint operations, in which the Group participation is between 30% and 65%, operate overseas in the territory indicated:	
Crossrail Contracts 501/511	a joint arrangement between Kier Infrastructure and Overseas Limited and BAM Nuttall Limited	DPDP-6003 Residential Project (Bluwaters)	a joint arrangement between Kier Infrastructure and Overseas Limited and Al Shafar General Contracting Co LLC
Deephams	a joint arrangement between Kier Infrastructure and Overseas Limited, J Murphy & Sons Limited, and Aecom Limited	MTRC Contract 824	a joint arrangement between Kier Infrastructure and Overseas Limited and Kaden Construction Limited
Hercules	a joint arrangement between Kier Construction Limited, Kier Living Limited and Balfour Beatty	MTRC Contract 901	a joint arrangement between Kier Infrastructure and Overseas Limited, Laing O'Rourke Hong Kong Limited and Kaden Construction Limited
Hinkley Point C	a joint arrangement between Kier Infrastructure and Overseas Limited and BAM Nuttall Limited	Saadiyat Rotana Hotel and Resort Complex	a joint arrangement between Kier Infrastructure and Overseas Limited and Ali and Sons Contracting Co LLC
KCD	a joint arrangement between Kier MG Limited and Clancy Docwra Limited		
KMI Plus	a joint arrangement between Kier Infrastructure and Overseas Limited, J Murphy & Sons Limited, Interserve Project Services Limited and Mouchel Limited		
KMI Water	a joint arrangement between Kier Infrastructure and Overseas Limited, J Murphy & Sons Limited and Interserve Project Services Limited		
Mersey Gateway	a joint arrangement between Kier Infrastructure and Overseas Limited, Samsung C&T ECUK Limited and FCC Construccion S.A.		
Smart Motorways	a joint arrangement between Kier Infrastructure and Overseas Limited and Carillion Construction Limited		

### Notes:

- <sup>1</sup> Each entity is incorporated in the United Kingdom, unless indicated otherwise.
- <sup>2</sup> The share capital of all entities is wholly owned and held indirectly by Kier Group plc unless indicated otherwise.
- <sup>3</sup> For entities that are not wholly owned, the shares held indirectly by Kier Group plc are ordinary shares unless indicated otherwise.
- <sup>4</sup> The Group has entered into partnership agreements with Harlow Council, North Tyneside Council, Sheffield City Council and Stoke-on-Trent City Council whereby the respective councils have a participating ownership interest and receive a minority share of the profits of Kier Harlow Limited, Kier North Tyneside Limited, Kier Sheffield LLP and Kier Stoke Limited.
- <sup>5</sup> Shares held directly by Kier Group plc.
- <sup>6</sup> Joint operations are contracted agreements to co-operate on a specific project which is an extension of the Group's existing business. Joint ventures are ongoing businesses carrying on their own trade.
- <sup>7</sup> Interests in the above joint ventures are held by subsidiary undertakings.
- <sup>8</sup> The joint ventures where the Group has an interest in excess of 50% are still considered joint ventures as the Group still has joint control.
- <sup>9</sup> From 2 September 2016 the Group's interest in the entity was 100%.

# Company balance sheet

## At 30 June 2016

	Notes	2016 £m	2015 <sup>1</sup> £m
<b>Fixed assets</b>			
Investment in subsidiaries	5	170.9	165.3
Amounts due from subsidiary undertakings		712.2	732.3
		<b>883.1</b>	897.6
<b>Current assets</b>			
Debtors	6	1.7	3.3
Other financial assets	8	18.1	–
Cash and cash equivalents		118.4	248.0
		<b>138.2</b>	251.3
<b>Current liabilities</b>			
Creditors – amounts falling due within one year	7	(11.5)	(26.9)
Other financial liabilities	8	(1.1)	(1.5)
		<b>(12.6)</b>	(28.4)
<b>Net current assets</b>		<b>125.6</b>	222.9
<b>Total assets less current liabilities</b>		<b>1,008.7</b>	1,120.5
<b>Non-current liabilities</b>			
Creditors – amounts falling due after more than one year	7	(301.6)	(394.8)
<b>Net assets</b>		<b>707.1</b>	725.7
<b>Shareholders' funds</b>			
Share capital	9	1.0	1.0
Share premium		418.0	408.5
Merger reserve		134.8	134.8
Capital redemption reserve		2.7	2.7
Cash flow hedge reserve		(0.6)	(1.2)
Profit and loss account		151.2	179.9
<b>Total shareholders' funds</b>		<b>707.1</b>	725.7

<sup>1</sup> Restated for the adoption of FRS101 – see note 1.

The financial statements on pages 143 to 148 were approved by the Board of Directors on 21 September 2016 and were signed on its behalf by:



**Haydn Mursell**  
Director



**Bev Dew**  
Director

# Company statement of changes in equity

## For the year ended 30 June 2016

	Share capital £m	Share premium £m	Merger reserve £m	Capital redemption reserve £m	Profit and loss account £m	Cash flow hedge reserve £m	Total £m
<b>At 1 July 2014<sup>2</sup></b>	0.6	73.7	184.8	2.7	57.6	(1.3)	<b>318.1</b>
Profit for the year	–	–	–	–	109.8	–	<b>109.8</b>
Other comprehensive income	–	–	–	–	–	0.1	<b>0.1</b>
Dividends paid	–	–	–	–	(40.2)	–	<b>(40.2)</b>
Issue of own shares	0.4	334.8	–	–	–	–	<b>335.2</b>
Transfers <sup>1</sup>	–	–	(50.0)	–	50.0	–	–
Share-based payments	–	–	–	–	3.4	–	<b>3.4</b>
Purchase of own shares	–	–	–	–	(0.7)	–	<b>(0.7)</b>
<b>At 30 June 2015<sup>2</sup></b>	<b>1.0</b>	<b>408.5</b>	<b>134.8</b>	<b>2.7</b>	<b>179.9</b>	<b>(1.2)</b>	<b>725.7</b>
Profit for the year	–	–	–	–	20.0	–	<b>20.0</b>
Other comprehensive income	–	–	–	–	–	0.6	<b>0.6</b>
Dividends paid	–	–	–	–	(54.7)	–	<b>(54.7)</b>
Issue of own shares	–	9.5	–	–	–	–	<b>9.5</b>
Share-based payments	–	–	–	–	5.6	–	<b>5.6</b>
Purchase of own shares	–	–	–	–	0.4	–	<b>0.4</b>
<b>At 30 June 2016</b>	<b>1.0</b>	<b>418.0</b>	<b>134.8</b>	<b>2.7</b>	<b>151.2</b>	<b>(0.6)</b>	<b>707.1</b>

<sup>1</sup> The Group restructured its ownership of Kier Integrated Services (Holdings) Limited to Kier Limited for a nil profit loss, for which it was paid £50.0m from free cash and entered into a long-term loan for the balance of consideration. As a consequence £50.0m of the merger reserve was transferred to retained earnings.

<sup>2</sup> Restated for the adoption of FRS101 – see notes 1 and 10.

Included in the profit and loss account is the balance on the share scheme reserve which comprises the investment in own shares of £3.4m (2015: £3.7m) and a credit balance on the share scheme reserve of £10.2m (2015: £7.4m).

Details of the shares held by the Kier Group 1999 Employee Benefit Trust and of the share based payment scheme are included in note 25 to the consolidated financial statements.

# Notes to the Company financial statements

## For the year ended 30 June 2016

### 1 Accounting policies

The principal accounting policies are summarised below. They have been applied consistently throughout the year and the preceding year.

#### Basis of preparation

The financial statements have been prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' ('FRS101') and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Kier Group plc is a company incorporated in the United Kingdom under the Companies Act. The address of the registered office is given on page 150.

The Company meets the definition of a qualifying entity under FRS100 'Application of Financial Reporting Requirements'. Accordingly in the year ended 30 June 2016, the Company has changed its accounting framework from UK Generally Accepted Accounting Practice ('GAAP') to FRS101. In doing so, the Company has applied the requirements of IFRS 1.6-33 and related appendices, but has taken advantage of the exemption in FRS101 (September 2015) not to present a third statement of financial position. These financial statements were prepared in accordance with FRS101 as issued by the Financial Reporting Council. The prior year financial statements were restated for material adjustments on adoption of FRS101 in the current year. For more information see note 10.

The Company's financial statements are included in the Kier Group plc consolidated financial statements for the year ended 30 June 2016. As permitted by Section 408 of the Companies Act 2006, the Company has not presented its own profit and loss account.

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS101.

- The requirement of paragraphs 45(b) and 46 to 52 of IFRS 'Share Based Payment'
- The requirements of IFRS 7 'Financial Instruments: Disclosures'
- The requirements of paragraphs 91 to 99 of IFRS13 'Fair Value Measurement'
- The requirement in paragraph 38 of IAS1 'Presentation of Financial Statements' to present comparative information in respect of paragraph 79(a)(iv) of IAS1
- The requirement of paragraphs 10(d), 10a(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D and 111 of IAS1 'Presentation of Financial Statements'
- The requirements of paragraphs 134 to 136 of IAS1 'Presentation of Financial Statements'
- The requirements of IAS7 'Statement of Cash Flows'
- The requirements of paragraphs 30 and 31 of IAS8 'Accounting Policies, Changes in Accounting Estimates and Errors'
- The requirement of paragraphs 17 and 18A of IAS24 'Related Party Disclosures'
- The requirements in IAS24 'Related party disclosures' to disclose related party transaction entered into between two or more members of a group
- The requirements of paragraphs 134(d) to 134(f) and 135(c) to 135(e) of IAS36 'Impairment of Assets'

These financial statements are separate financial statements. The Company is exempt from the preparation of consolidated financial statements because it is included in the Annual Report and Financial Statements of the Group.

Where required, equivalent disclosures are given in the Annual Report and Financial Statements of the Group as shown in note 1 to 10.

#### Adoption of new and revised standards

As explained above, the Company has adopted FRS101 for the first time in the current year. The impact of the adoption is shown in note 10.

#### Going concern

The directors have made enquiries and have a reasonable expectation that the Company has adequate resources to continue in existence for the foreseeable future. For this reason, they adopt the going concern basis in preparing the financial statements.

#### Fixed asset investments

Investments in subsidiary undertakings are included in the balance sheet at cost less any provision for impairment.

#### Taxation

Income tax comprises current and deferred tax. Income tax is recognised in the income statement 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 on taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The deferred tax provision is based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

# Notes to the Company financial statements

## For the year ended 30 June 2016 continued

### 1 Accounting policies continued

#### Financial instruments

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument. The principal financial assets and liabilities of the Company are as follows:

##### (a) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand, including bank deposits with original maturities of three months or less, net of bank overdrafts where legal right of set off exists. Bank overdrafts are included within financial liabilities in current liabilities in the balance sheet.

##### (b) Bank and other borrowings

Interest-bearing bank and other borrowings are recorded at the fair value of the proceeds received, net of direct issue costs. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted for on an accruals basis in the income statement using the effective interest method and are added to the carrying value of the instrument to the extent that they are not settled in the period in which they arise.

##### (c) Derivative financial instruments

Derivatives are initially recognised at fair value on the date that the contract is entered into and subsequently re-measured in future periods at their fair value. The method of recognising the resulting change in fair value depends on whether the derivative is designated as a hedging instrument and whether the hedging relationship is effective.

For cash flow hedges the effective part of the change in fair value of these derivatives is recognised directly in other comprehensive income. Any ineffective portion is recognised immediately in the income statement. Amounts accumulated in equity are recycled to the income statement in the periods when the hedged items will affect profit or loss. The fair value of interest rate derivatives is the estimated amount that the Company would receive or pay to terminate the derivatives at the balance sheet date.

If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, the hedge accounting is discontinued prospectively. The cumulative gain or loss previously recognised in equity remains there until the forecast transaction occurs.

The Company enters into forward contracts in order to hedge against transactional foreign currency exposures. In cases where these derivative instruments are significant, hedge accounting is applied as described above. Where hedge accounting is not applied, changes in fair value of derivatives are recognised in the income statement. Fair values are based on quoted market prices at the balance sheet date.

#### Share-based payments

Share-based payments granted but not vested are valued at the fair value of the shares at the date of grant. This affects the Sharesave and Long Term Incentive Plan ('LTIP') schemes. The fair value of these schemes at the date of award is calculated using the Black-Scholes model apart from the total shareholder return element of the LTIP which is based on a stochastic model.

The cost to the Company of awards to employees under the LTIP scheme is spread on a straight-line basis over the relevant performance period. The scheme awards to senior employees a number of shares which will vest after three years if particular criteria are met. The cost of the scheme is based on the fair value of the shares at the date the options are granted.

Shares purchased and held in trust in connection with the Company's share schemes are deducted from retained earnings. No gain or loss is recognised within the income statement on the market value of these shares compared with the original cost.

#### Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company accounting policies which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates are based on historical experience and the factors that are considered to be relevant. Actual results may differ from those estimates.

The estimates are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised.

There are no critical judgements, apart from those involving estimates, that the directors have made in the process of applying the Company's accounting policies and that have a significant effect on the amounts recognised in the financial statements.

They key assumptions and a key source of estimation uncertainty at the balance sheet date that has a significant risk of carrying a material adjustment to the carrying amount within the next financial year is:

#### Impairment of investment in subsidiaries

Determining whether the Company's investments in subsidiaries have been impaired requires estimations of the investments' value in use. The value in use calculations require the entity to estimate the future cash flows expected to arise from investments. The carrying amount of the investment in subsidiaries at the balance sheet date was £170.9m (2015: £165.3m). No impairment losses have been recognised.

## 2 Profit for the year

As permitted by section 408 of the Companies Act 2006, the Company has elected not to present its own profit and loss account for the year. The profit for the year was £20.0m (2015: £109.8m).

The auditor's remuneration for audit services to the Company was £0.1m (2015: £0.1m).

## 3 Information relating to directors and employees

Information relating to directors' emoluments, pension entitlements, share options and LTIP interests appears in the directors' remuneration report on pages 66 to 85. The Company has no employees other than the directors.

## 4 Dividends

Details of the dividends paid by the Company are included in note 10 to the consolidated financial statements.

## 5 Fixed assets – investments

	£m
Cost and net asset value at 30 June 2015	165.3
<b>Cost and net asset value at 30 June 2016</b>	<b>170.9</b>

Detail of the Company's subsidiaries at 30 June 2016 are provided in note 31 to the consolidated financial statements.

## 6 Debtors

	2016 £m	2015 <sup>1</sup> £m
Other debtors	0.2	1.6
Deferred tax	1.5	1.7
	<b>1.7</b>	<b>3.3</b>

<sup>1</sup> Restated for the adoption of FRS101 – see note 1.

## 7 Creditors

	2016 £m	2015 £m
<b>Amounts falling due within one year:</b>		
Amounts due to subsidiary undertakings	–	23.2
Corporation tax	8.9	2.6
Other creditors	2.6	1.1
	<b>11.5</b>	<b>26.9</b>
<b>Amounts falling due after more than one year:</b>		
Borrowings	<b>301.6</b>	394.8

Further details on borrowings are included in note 27 to the consolidated financial statements.

# Notes to the Company financial statements

## For the year ended 30 June 2016 continued

### 8 Derivative financial instruments

During 2013 the Company entered into three cross-currency swaps to hedge the currency risk on a US dollar denominated loan, nominal value US\$28m. During 2014 the Company entered into four cross-currency swaps to hedge the currency risk on a US dollar denominated loan, nominal value US\$116m. During 2016 the Company entered into two cross-currency swaps to hedge the currency risk on a Euro denominated loan, nominal value €20m, and three interest rate swaps to hedge the interest rate risk on a GBP denominated loan, nominal value £58.5m. These swaps continue to meet the criteria for hedge accounting and as a result have been recognised directly in equity.

The following table indicates the periods in which the cash flows associated with cash flow hedges are expected to occur, how those cash flows will impact the income statement and the fair value of the related hedging instruments:

	Fair value £m	Total £m	Expected cash flows			
			0–1 years £m	1–2 years £m	2–5 years £m	More than 5 years £m
Cross-currency swaps: asset						
Gross settled inflows		163.0	5.2	5.2	15.2	137.4
Gross settled outflows		(140.3)	(4.6)	(4.6)	(13.5)	(117.6)
	18.1	<b>22.7</b>	<b>0.6</b>	<b>0.6</b>	<b>1.7</b>	<b>19.8</b>
Interest rate swaps: liability						
Net settled	(1.1)	(0.9)	(0.2)	(0.3)	(0.4)	–

### 9 Share capital

Details of the share capital of the Company are included in note 24 to the consolidated financial statements.

### 10 Explanation of transition to FRS101

This is the first year that the Company has presented its financial statements under FRS101. The last financial statements under UK GAAP were for the period ended 30 June 2015 and the date of transition to FRS101 was therefore 1 July 2014.

The following disclosures are required in the year of transition.

### Reconciliation of equity

	At 30 June 2015 £m	At 1 July 2014 £m
<b>Total equity as previously reported</b>	<b>726.9</b>	<b>319.4</b>
Revaluation of derivative financial instruments	(1.5)	(1.6)
Deferred tax on revaluation of derivative financial instruments	0.3	0.3
<b>Equity as restated under FRS101</b>	<b>725.7</b>	<b>318.1</b>

# Financial record (unaudited)

## Continuing operations

Year ended 30 June	2016 £m	2015 £m	2014 £m	2013 £m	2012 £m
Revenue: Group and share of joint ventures	<b>4,210.6</b>	3,351.2	2,937.8	1,958.3	2,039.0
Less share of joint ventures	<b>(98.3)</b>	(75.3)	(30.9)	(39.8)	(38.7)
<b>Group revenue</b>	<b>4,112.3</b>	3,275.9	2,906.9	1,918.5	2,000.3
<b>Profit</b>					
Group operating profit <sup>1</sup>	<b>132.8</b>	81.0	79.6	41.9	52.8
Share of post-tax results of joint ventures	<b>14.2</b>	7.9	1.6	0.9	1.3
<b>Profit on disposal of joint ventures</b>	<b>2.6</b>	14.8	6.1	9.8	6.7
<b>Underlying operating profit<sup>1</sup></b>	<b>149.6</b>	103.7	87.3	52.6	60.8
<b>Underlying net finance costs<sup>1</sup></b>	<b>(24.7)</b>	(17.8)	(13.6)	(6.7)	(2.5)
<b>Underlying profit before tax<sup>1</sup></b>	<b>124.9</b>	85.9	73.7	45.9	58.3
Amortisation of intangible assets relating to contract rights	<b>(21.5)</b>	(11.2)	(10.8)	(3.4)	(3.4)
Non-underlying finance costs	<b>(2.4)</b>	(3.6)	(5.3)	(1.3)	(2.3)
Other non-underlying items	<b>(116.4)</b>	(31.6)	(42.2)	(17.0)	(3.6)
<b>Profit before tax</b>	<b>(15.4)</b>	39.5	15.4	24.2	49.0
Underlying basic earnings per share <sup>1</sup>	<b>106.7p</b>	96.0p	87.5p	78.9p	107.4p
Dividend per share	<b>64.5p</b>	55.2p	57.6p	54.3p	52.7p
<b>At 30 June</b>					
<b>Shareholders' funds (£m)</b>	<b>576.1</b>	585.4	309.7	158.3	154.2
<b>Net assets per share</b>	<b>600.0p</b>	615.2p	447.8p	317.5p	317.4p

<sup>1</sup> Stated before non-underlying items (see note 4 to the consolidated financial statements).