

Registered No 06364708

Fluor Projects Limited

Annual Report and Financial Statements

31 December 2013



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COMPANIES HOUSE

Fluor Projects Limited

Registered No 06364708

Directors

A G Rees

K E White

Secretary

M J McKee – Resigned 13 May 2013

Auditors

Ernst & Young LLP

1 More London Place

London

SE1 2AF

Registered office

Fluor Centre

140 Pinehurst Road

Farnborough

Hampshire

GU14 7BF

Strategic report

for the year ended 31 December 2013

The directors present their strategic report on the Company for the year ended 31 December 2013

Results

The profit for the year, after taxation, amounted to £3,645,885 (2012 £521,171)

Principal activities

The principal activity of the company continues to be the provision of a variety of engineering and construction services, including design, engineering, procurement, project management, construction and technical support to industrial, commercial and government clients in Portugal and Guinea

Business Review

As the company is part of a group providing integrated world class engineering, procurement, construction, maintenance and project management services, we believe that our business model allows us the opportunity to bring to our clients on a global basis compelling business offerings that combine excellence in execution, safety, cost containment and experience. In that regard, we believe that our business strategies, which are based on certain core competencies: excellence in execution, financial strength, safety, global execution platform, market diversity, client relationship and risk management, provide us with some significant competitive advantages.

The key financial and other performance indicators during the year were as follows -

	2013	2012	Change
	£	£	%
Turnover	90,866,538	374,997,999	(76)%
Profit Before Tax	4,744,604	690,553	587%
Profit After Tax	3,645,885	521,171	600%
Equity Shareholders' Fund	4,524,425	878,540	415%

The turnover has reduced due to the suspension of a major project in quarter one of 2013. The project was terminated in 2014.

The increase in Equity Shareholders' Funds is represented by the current year Profit After Tax. There were no other movements in Equity Shareholders' Funds.

Principal Risk and Uncertainties

The principal risks and uncertainties facing the company are as follows:

Financial Risk Management

The company's activities expose it to a variety of financial risks: foreign currency risk, price risk, credit risk, and liquidity risk.

Various financial instruments, for example trade receivables, trade payables, accruals and prepayments, arise directly from its operations. The company finances its operations through its retained reserves and intercompany borrowings.

Compliance with the company's policies and exposure limits is reviewed periodically.

- Foreign currency risk

The company's revenue and costs are predominately transacted in Euro, with a percentage being transacted in alternative currencies such as the Sterling and US dollars. The company reports in sterling and therefore is subject to the risk of foreign exchange differences arising on translation. The directors of the company continually monitor exchange rates and will, where deemed appropriate, enter into foreign currency forward contracts in order to mitigate any exchange rate risk.

Strategic report (continued)

for the year ended 31 December 2013

- Price risk

The risk is monitored both as part of the tender process for an individual contract and throughout the duration of the contract by reference to regular projections of outturn profitability and effective management of contract variations and claims

- Credit risk

The company's policy is to trade only with recognised, creditworthy third parties. It is the policy of the company that all clients who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis, both at operating unit and company level, with the objective of minimising the company's exposure to bad debts.

Credit risks arising from other financial assets of the company have a maximum exposure equal to the carrying amount of these instruments. Other financial assets consist of cash and cash equivalents.

- Liquidity risk

The company's objective is to maintain a balance between continuing funding and flexibility through the use of intercompany borrowings. The directors continually monitor the company's performance and liquidity profile.

- Competition

Intense competition in the global engineering, procurement and construction industry could reduce our market share and profits. Competition can place downward pressure on our contract prices and profit margins, and may force us to accept contractual terms and conditions that are not normal or customary, thereby increasing the risk that we may have losses on such contracts. Such risks are managed by our core competencies: excellence in execution, financial strength, safety, global execution platform, market diversity, client relationship and risk management.

- Markets

We are vulnerable to the cyclical nature of the markets that we serve. The demand for our services is dependent upon the existence of projects with engineering, procurement, construction and management needs. Capital expenditures by our clients may be influenced by factors such as prevailing prices and expectations about future prices, technological advances, the costs of exploration, production and delivery of product, domestic and international political, military, regulatory and economic conditions and other similar factors. We believe that our ability to assess, understand, gauge and mitigate project risk, especially in difficult locations, gives us the ability to selectively enter into markets or accept projects where we feel we can best manage risks.

On behalf of the board



Director K. WHITE

Date 26/6/14

Directors' report

for the year ended 31 December 2013

The directors present their report and financial statements for the year ended 31 December 2013

Dividends

The directors do not recommend the payment of a dividend (2012 £nil)

Future developments

The company continues to pursue prospects in a number of areas around the world. There are currently no projects in active execution but the directors remain confident that future projects will materialise.

Going concern

The company's business activities, together with the factors likely to affect its future development, its financial position, financial risk management objectives, details of its financial instruments and its exposures to price, credit, liquidity and foreign currency risk are described on page 2 and 3.

The company has adequate financial resources and is well placed to take up other opportunities in a variety of geographic areas as they arise. As a consequence, the directors believe that the company will manage its business risks successfully despite the current uncertain economic outlook.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

Directors of the company

The directors who served the company during the period 1 January 2013 to the date of this report are shown on page 1. The following directors resigned and were appointed during the period:

D L Gibson – Resigned 10 May 2013

M J McKee – Resigned 13 May 2013

A G Rees – Appointed 10 May 2013

Events after the balance sheet date

Termination notice of a suspended project in Guinea was received in 2014; the impact is reflected in the financial statements.

Financial Risk Management

The company's exposure to financial risk managements are outlined in the Strategic Report on pages 2 and 3.

Disclosure of information to auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, each director has taken all the steps that he/she is obliged to take as a director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

In accordance with section 485 of the Companies Act 2006, a resolution is to be proposed at the Annual General Meeting for reappointment of Ernst & Young LLP as auditor of the company.

By order of the Board



Director **K WHITE**

Date, **26/6/14**

Statement of directors' responsibilities

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FLUOR PROJECTS LIMITED

We have audited the financial statements of Fluor Projects Limited for the year ended 31 December 2013 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Total Recognised Gains and Losses and the related notes 1 to 13. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Statement of directors' responsibilities set out on page 5, 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 International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

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 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. In addition, we read all the financial and non-financial information in the annual report and financial statements 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.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2013 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FLUOR PROJECTS LIMITED (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

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



Nick Gomer (Senior statutory auditor)

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

London

Date 30 June 2014

Profit and loss account

for the year ended 31 December 2013

	Notes	2013 £	2012 £
Turnover	2	90,866,538	374,997,999
Cost of sales		(85,855,604)	(373,541,367)
Gross profit		5,010,934	1,456,632
Administrative expenses		(290,552)	(808,584)
Operating profit	3	4,720,382	648,048
Interest receivable and similar income	5	24,584	50,502
Interest payable and similar charges	6	(362)	(7,997)
Profit on ordinary activities before taxation		4,744,604	690,553
Tax on profit on ordinary activities	7	(1,098,719)	(169,382)
Profit for the financial year	11	3,645,885	521,171

Statement of total recognised gains and losses

for the year ended 31 December 2013

There are no recognised gains or losses other than the profit attributable to the shareholders of the company of £3,645,885 for the year ended 31 December 2013 (2012 £521,171)

Balance sheet

at 31 December 2013

	Notes	2013 £	2012 £
Current assets			
Debtors	8	4,399,620	2,134,245
Cash at bank and in hand		8,204,842	34,457,312
		12,604,462	36,591,557
Creditors: amounts falling due within one year	9	(8,080,037)	(35,713,017)
Net assets		<u>4,524,425</u>	<u>878,540</u>
Capital and reserves			
Called up share capital	10	100	100
Profit and loss account	11	4,524,325	878,440
Equity shareholder's funds	11	<u>4,524,425</u>	<u>878,540</u>

These financial statements were approved by the Board of Directors for issue on 26/6/14 and are signed on their behalf by



Director K WHITE

Notes to the financial statements

at 31 December 2013

1. Accounting policies

Basis of preparation

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards in the United Kingdom and with the Companies Act 2006

Statement of cash flows

The company is a wholly owned subsidiary of Fluor International Limited, whose ultimate parent undertaking is Fluor Corporation. As Fluor Corporation prepares consolidated financial statements, the company has taken advantage of the exemptions provided under FRS 1 (Revised), not to prepare a statement of cash flows

Long-term contracts

Revenue from construction contracts, including long-term services provision contracts, is recognised by reference to the stage of completion of contract activity at the balance sheet date. This is determined by the proportion that contract costs incurred to date bear to the estimated total contract costs. When the outcome of a contract cannot be reliably measured, revenue is recognised only to the extent that contract costs incurred are likely to be recoverable and contract costs are expensed as incurred. Full provision is made for all known or expected losses on all contracts as soon as they are foreseen and is included within creditors as provisions for liabilities and charges.

Variations in contract work, claims and incentive payments are included in revenue from construction contracts when certain criteria are met. Variations are included when the customer has agreed to the variation or acknowledged liability for the variation in principle. Claims are included when negotiations with the customer have reached an advanced stage such that the customer is certain to accept the claim. Incentive payments are included when a contract is sufficiently advanced that it is probable that the performance standards triggering the incentive will be achieved.

The amounts by which recorded turnover are in excess of gross amounts due from customers are classified as "payments received on account" and are separately disclosed within creditors.

The amounts by which recorded turnover are in excess of payments on account are classified as "amounts recoverable on contracts" and are separately disclosed within debtors.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the exception that deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantially enacted at the balance sheet date.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction or at the contracted rate if the transaction is covered by a forward foreign currency contract. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date or if appropriate at the forward contract rate. All differences are taken to the profit and loss account.

Notes to the financial statements

at 31 December 2013

2 Turnover

Turnover represents the invoiced amount of goods sold and services provided (stated net of value added tax) and, in the case of long-term contracts, the value of the work done during the year

Turnover is attributable to one continuing activity, which is the provision of engineering and construction services including design, engineering, procurement, project management, construction and technical support to industrial, commercial and government clients. All of the turnover generated this year relates to work undertaken in Europe and Africa £90,866,538 (2012 £374,997,999)

3. Operating profit

This is stated after charging

	2013 £	2012 £
Auditors' remuneration – audit services	4,444	3,500
Foreign exchange losses	60,565	552,527

4. Staff costs and directors' remuneration

The company did not employ any staff during the year (2012 nil). No director received any remuneration during the year (2012 £nil)

5. Interest receivable and similar income

	2013 £	2012 £
Interest receivable on bank deposits	24,584	50,502

6. Interest payable and similar charges

	2013 £	2012 £
Bank and other interest	362	7,997

Notes to the financial statements

at 31 December 2013

7. Tax charge on ordinary activities

(a) The tax charge is as follows

	2013 £	2012 £
<i>UK Corporation tax</i>		
UK Corporation tax on profit for year	1,103,121	169,186
Adjustments in respect of previous years	14,422	196
	<u>1,117,543</u>	<u>169,382</u>
<i>Foreign tax</i>		
Current year	(18,824)	-
Current tax charge (see note 7(b))	<u>1,098,719</u>	<u>169,382</u>

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is different from the standard rate of corporation tax in the UK of 23.25% (2012: 24.5%). The differences are reconciled below

	2013 £	2012 £
Profit on ordinary activities before tax	<u>4,744,604</u>	<u>690,553</u>
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 23.25% (2012: 24.5%)	1,103,121	169,186
Effects of		
Adjustments in respect of previous years	14,422	196
Adjustments in respect of previous years – foreign tax	(18,824)	-
Total current tax charge (note 7(a))	<u>1,098,719</u>	<u>169,382</u>

(c) Factors affecting future tax charge

The main rate of UK corporation tax reduced from 24% to 23% from 1 April 2013. Further reductions in the main rate of corporation tax to 21% from 1 April 2014 and 20% from 1 April 2015, were substantively enacted (and enacted) in July 2013, so these are the substantively enacted (and enacted) tax rates at 31 December 2013 that have been reflected in the company's financial statements as at this date.

As at 31 December 2013 there were unrelieved foreign taxes amounting to £562,172 (2012: £574,914).

Notes to the financial statements

at 31 December 2013

8. Debtors

	2013 £	2012 £
Trade debtors	4,393,378	581,778
Amounts recoverable on contracts	-	829,045
Other debtors	6,242	4,744
Corporation tax	-	718,678
	<u>4,399,620</u>	<u>2,134,245</u>

9. Creditors: amounts falling due within one year

	2013 £	2012 £
Bank overdraft	-	418,896
Trade creditors	93,905	168,903
Payments received on account	6,603,184	19,736,600
Amounts owed to fellow subsidiary undertakings	1,098,288	14,888,556
VAT payable	-	183,491
Corporation tax	252,280	-
Accruals	32,380	316,571
	<u>8,080,037</u>	<u>35,713,017</u>

Amounts owed to fellow group undertakings have no specified terms of settlement and are therefore considered current

10. Share capital

Authorised, allotted, called up and fully paid

	2013 No	2012 No	2013 £	2012 £
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

11. Reconciliation of shareholder's fund and movement on reserves

	Share capital £	Profit and loss account £	Share- holder's funds £
At 1 January 2013	100	878,440	878,540
Profit for the financial year	-	3,645,885	3,645,885
At 31 December 2013	<u>100</u>	<u>4,524,325</u>	<u>4,524,425</u>

Notes to the financial statements

at 31 December 2013

12. Related party transactions

The company has taken advantage of the exemption in FRS 8 paragraph 3c not to disclose transactions with other companies which meet the criteria that all subsidiary undertakings which are party to the transactions are wholly owned by the ultimate controlling party

13. Parent undertakings and controlling party

The company's immediate parent undertaking is Fluor International Limited, registered in England and Wales. Its registered office is Fluor Centre, 140 Pinehurst Road, Farnborough, Hampshire, GU14 7BF.

The smallest and largest group of undertakings of which the company is a member and for which group financial statements are prepared is Fluor Corporation, a company incorporated in the USA. A copy of Fluor Corporation group financial statements can be obtained from 6700 Las Colinas Boulevard, Irving, Texas 75039, USA.