

Registration number: 02757907

Costain Civil Engineering Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2018



Costain Civil Engineering Limited

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Costain Civil Engineering Limited

Company Information

Directors	A Wyllie M D Hunter T A Wood
Company secretary	T A Wood
Registered office	Costain House Vanwall Business Park Maidenhead Berkshire SL6 4UB
Independent auditor	PricewaterhouseCoopers LLP 1 Embankment Place London WC2N 6RH

Costain Civil Engineering Limited

Directors' Report for the Year Ended 31 December 2018

The directors present their report and the audited financial statements for the year ended 31 December 2018.

Directors of the company

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

A Wyllie

M D Hunter

T A Wood - Company secretary and director

Principal activity

The principal activity of the company is investment holding.

Dividends

The directors recommended a payment of a dividend of £10.0 million paid during the year (2017: £12.5 million).

Business review

Fair review of the business

The company recorded a profit for the year of £10.0 million (2017: £12.5 million), with net assets of £4.3m (2017: £4.2m).

The Company's parent company, Costain Group PLC, has provided it with an undertaking that for at least 12 months from the date of approval of these financial statements, it will make available such funds as they are needed by the Company and in particular will not seek repayment of the amounts made available.

This should enable the Company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on other Group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue, although at the date of approval of these financial statements, they have no reason to believe that it will not do so. The accounting policies set out below have, unless otherwise stated, been applied consistently to all years presented in these financial statements.

Disclosure of information to the auditor

The directors confirm that, so far as they are aware, there is no relevant audit information (as defined in Section 418 of the Companies Act 2006) of which the company's external auditor is unaware and that each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's external auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

Reappointment of auditor

The auditor PricewaterhouseCoopers LLP is deemed to be reappointed under section 487(2) of the Companies Act 2006.

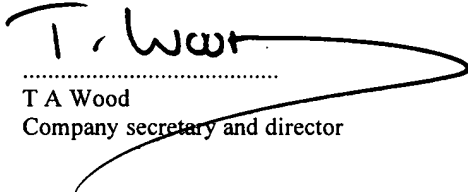
Small companies provision statement

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies, therefore the company has taken the exemption from the requirement to present a strategic report.

Costain Civil Engineering Limited

Directors' Report for the Year Ended 31 December 2018 (continued)

Approved by the Board on 18 April 2019 and signed on its behalf by:


.....
T A Wood
Company secretary and director

Costain Civil Engineering Limited

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", 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;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for 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.

Independent Auditor's Report to the Members of Costain Civil Engineering Limited

Report on the audit of the financial statements

Opinion

In our opinion, Costain Civil Engineering Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 December 2018; the Profit and Loss Account, the Statement of Comprehensive Income, the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

Independent Auditor's Report to the Members of Costain Civil Engineering Limited (continued)

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion on, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' Report we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities set out on page 4, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

**Independent Auditor's Report to the Members of Costain Civil Engineering Limited
(continued)**

Other required reporting

Companies Act 2006 exception reporting

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
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



.....
Diane Walmsley (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors

1 Embankment Place
London
WC2N 6RH

18 April 2019

Costain Civil Engineering Limited

Profit and Loss Account for the Year Ended 31 December 2018

	Note	2018 £	2017 £
Revenue			
Income from fixed asset investments		<u>12,500,000</u>	<u>15,000,000</u>
Operating result		12,500,000	15,000,000
Finance costs	7	<u>(3,033,795)</u>	<u>(3,036,803)</u>
Profit before tax		9,466,205	11,963,197
Income tax credit	8	<u>576,549</u>	<u>580,713</u>
Profit for the financial year		<u>10,042,754</u>	<u>12,543,910</u>

The above results were derived from continuing operations.

Costain Civil Engineering Limited

Statement of Comprehensive Income for the Year Ended 31 December 2018

	2018 £	2017 £
Profit for the financial year	<u>10,042,754</u>	<u>12,543,910</u>
Total comprehensive income for the year	<u><u>10,042,754</u></u>	<u><u>12,543,910</u></u>

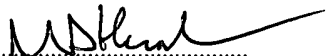
The notes on pages 12 to 25 form an integral part of these financial statements.

Costain Civil Engineering Limited

(Registration number: 02757907)
Balance Sheet as at 31 December 2018

	Note	31 December 2018 £	31 December 2017 £
Fixed assets			
Investments	9	125,000,000	125,000,000
Current assets			
Debtors	10	576,549	581,723
Creditors: Amounts falling due within one year			
Trade and other payables	12	<u>(121,304,890)</u>	<u>(121,352,818)</u>
Net current liabilities		<u>(120,728,341)</u>	<u>(120,771,095)</u>
Net assets		<u>4,271,659</u>	<u>4,228,905</u>
Capital and reserves			
Called up share capital	13	4,100,000	4,100,000
Profit and loss account		<u>171,659</u>	<u>128,905</u>
Total shareholders' funds		<u>4,271,659</u>	<u>4,228,905</u>

The financial statements on pages 8 to 25 were approved by the Board of directors on 18 April 2019 and signed on its behalf by:



M D Hunter
Director

Costain Civil Engineering Limited

Statement of Changes in Equity for the Year Ended 31 December 2018

	Called up share capital £	Retained earnings £	Total £
At 1 January 2018	4,100,000	128,905	4,228,905
Profit for the financial year	-	10,042,754	10,042,754
Total comprehensive income / (expense)	-	10,042,754	10,042,754
Dividends paid	-	(10,000,000)	(10,000,000)
At 31 December 2018	<u>4,100,000</u>	<u>171,659</u>	<u>4,271,659</u>

	Called up share capital £	Profit and loss account £	Total £
At 1 January 2017	4,100,000	84,995	4,184,995
Profit for the financial year	-	12,543,910	12,543,910
Total comprehensive income / (expense)	-	12,543,910	12,543,910
Dividends paid	-	(12,500,000)	(12,500,000)
At 31 December 2017	<u>4,100,000</u>	<u>128,905</u>	<u>4,228,905</u>

The notes on pages 12 to 25 form an integral part of these financial statements.

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018

1 General information

The company is a private company limited by share capital, incorporated in England and Wales and domiciled in England.

The address of its registered office is:

Costain House
Vanwall Business Park
Maidenhead
Berkshire
SL6 4UB
UK

These financial statements were authorised for issue by the Board on 18 April 2019.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

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

The company is a wholly-owned subsidiary of Costain Group PLC and is included in the consolidated financial statements of Costain Group PLC which are publicly available. Consequently, the company has taken advantage of the exemption from preparing consolidated financial statements under the terms of section 400 of the Companies Act 2006.

Functional and presentation currency

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

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

2 Accounting policies (continued)

Summary of disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- (a) The requirements of IAS 1 to provide a Balance Sheet at the beginning of the year in the event of a prior year adjustment;
- (b) The requirements of IAS 1 to provide a Statement of Cash flows for the year;
- (c) The requirements of IAS 1 to provide a statement of compliance with IFRS;
- (d) The requirements of IAS 1 to disclose information on the management of capital;
- (e) The requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors to disclose new IFRS's that have been issued but are not yet effective;
- (f) The requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member;
- (g) The requirements of paragraph 17 of IAS 24 Related Party Disclosures to disclose key management personnel compensation;
- (h) The requirements of IFRS 7 to disclose financial instruments;
- (i) The requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement to disclose information of fair value valuation techniques and inputs; and
- (j) IAS 7, 'Statement of Cash Flows'.

Disclosure exemptions for subsidiaries are permitted where the relevant disclosure requirements are met in the consolidated financial statements. Where required, equivalent disclosures are given in the Group financial statements of Costain Group PLC.

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

2 Accounting policies (continued)

Going concern

The Company's parent company, Costain Group PLC, has provided it with an undertaking that for at least 12 months from the date of approval of these financial statements, it will make available such funds as they are needed by the Company and in particular will not seek repayment of the amounts made available.

This should enable the Company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on other Group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue, although at the date of approval of these financial statements, they have no reason to believe that it will not do so. The accounting policies set out below have, unless otherwise stated, been applied consistently to all years presented in these financial statements.

New standards and changes in accounting policy

None of the standards, interpretations and amendments effective for the first time from 1 January 2018 have had a material effect on the financial statements. These include:

- IFRS 9 Financial Instruments
- IFRS 15 Revenue from Contracts with Customers

Finance income and costs policy

Interest costs are expensed through the profit and loss account as and when incurred.

Tax

The tax expense for the period comprises current tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes, which have arisen but not reversed by the balance sheet date.

Deferred tax is measured at the rates that are expected to apply in the periods when the timing differences are expected to reverse, based on the tax rates and law enacted at the balance sheet date.

A net deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Investments

Investments in group undertakings are stated at historical cost less any provisions for impairment. Investments are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable. Impairments are calculated such that the carrying value of the fixed asset investment is the lower of its cost or recoverable amount. Impairments are reversed in line with improvements in the recoverable amount of the investment.

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

2 Accounting policies (continued)

Debtors

Debtors are recognised initially at the transaction price and subsequently measured at amortised costs using the effective interest method, less provision for impairment. A provision for the impairment of debtors is established when there is object evidence that the company will not be able to collect all amounts due according to the original terms of the debt.

The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for intercompany balances. To measure the expected credit losses, intercompany balances have been grouped based on shared credit risk characteristics and the days past due.

Trade and other payables

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Dividend income

Dividend income is recognised when the right to receive payment is established.

Dividends

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

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

2 Accounting policies (continued)

IFRSs not applied

The following IFRSs having been endorsed, will be applicable as stated below:

IFRS 16 'Leases' was issued in January 2016. It will result in almost all leases being recognised on the balance sheet, as the distinction between operating and financial leases is removed. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short term and low value leases.

The Directors are assessing the impact of IFRS 16 but do not expect it to have a material impact on the company results. The Directors do not currently anticipate that the adoption of any other standard or interpretation that has been issued but is not yet effective will have a material impact on the financial statements of the company in future periods.

3 Critical accounting judgements and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company carries investments in subsidiaries at above net asset value. In reviewing the recoverability of these carrying values, estimates are required about their values.

4 Auditor's remuneration

The deemed audit fee for the company was £1,500 (2017: £1,500).

There are no fees paid to PricewaterhouseCoopers LLP for other services other than the statutory audit of the company. The audit fee was borne by another group company.

5 Staff costs

There were no staff employed during the year (2017: nil).

6 Directors' remuneration

No remuneration was paid to the directors of the company during the year (2017: £Nil).

7 Finance costs

	2018	2017
	£	£
Interest expense payable to group undertakings	<u>3,033,795</u>	<u>3,036,803</u>

The notes on pages 12 to 25 form an integral part of these financial statements.

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

8 Income tax

Tax credited in the profit and loss account

	2018	2017
	£	£
Current taxation		
Group relief receivable	(576,421)	(581,723)
UK corporation tax adjustment to prior periods	<u>(128)</u>	<u>1,010</u>
	<u><u>(576,549)</u></u>	<u><u>(580,713)</u></u>

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2017: lower than the standard rate of corporation tax in the UK) of 19% (2017: 19.25%).

The differences are reconciled below:

	2018	2017
	£	£
Profit before tax	<u>9,466,205</u>	<u>11,963,197</u>
Corporation tax at standard rate	1,798,579	2,302,915
Increase (decrease) in current tax from adjustment for prior periods	(128)	1,010
Increase (decrease) from effect of expenses not deductible in determining taxable profit (tax loss)	-	(288)
Increase (decrease) arising from group relief tax reconciliation	-	3,150
Decrease from effect of dividends from UK companies	<u>(2,375,000)</u>	<u>(2,887,500)</u>
Total tax credit	<u><u>(576,549)</u></u>	<u><u>(580,713)</u></u>

The rate of corporation tax reduces to 17% with effect from 1 April 2020.

There are £4,990 of unused tax losses (2017: £4,990) for which no deferred tax asset is recognised in the statement of financial position.

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

9 Investments

	2018 £	2017 £
Investments in subsidiaries	125,000,000	125,000,000
Subsidiaries		£
Carrying amount		
At 31 December 2018		<u>125,000,000</u>
At 1 January 2018		<u>125,000,000</u>

Details of the subsidiaries as at 31 December 2018 and 31 December 2017 are as follows:

Name of subsidiary	Principal activity	Proportion of ownership interest and voting rights held		Registered office
		2018	2017	
Costain Ltd*	Engineering, Construction & Maintenance	100%	100%	(1)
Costain Upstream Ltd	Engineering & Design Services	100%	100%	(2)
EPC Offshore Ltd	Dormant	100%	100%	(2)
Promanex (C & IS) Ltd	Dormant	100%	100%	(1)
Promanex (C & MS) Ltd	Dormant	100%	100%	(1)
Promanex Group Holdings Ltd	Holding Company	100%	100%	(1)
Promanex Group Ltd	Dormant	100%	100%	(1)
Promanex (TFM & ES) Ltd	Trading	100%	100%	(1)
Costain Integrated Services Ltd	Professional Services	100%	100%	(1)
Rhead Group Holdings Ltd	Holding Company	100%	100%	(1)
RG Bidco Ltd	Holding Company	100%	100%	(1)
Rhead Holdings Ltd	Holding Company	100%	100%	(1)
L.R.R. Holdings Ltd	Holding Company	100%	100%	(1)
Construction Study Centre Ltd	Trading	100%	100%	(1)
Brunswick Infrastructure Services Ltd	Trading	100%	100%	(1)
Always Associates (London) Ltd	Trading	100%	100%	(1)
AB Rhead & Associates Ltd	Trading	100%	100%	(1)
C-in-A Ltd	Trading	100%	100%	(1)

The notes on pages 12 to 25 form an integral part of these financial statements.

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

9 Investments (continued)

Name of subsidiary	Principal activity	Proportion of ownership interest and voting rights held		Registered office
		2018	2017	
Calvert & Russell Ltd	Trading	100%	100%	(1)
JBCC Rhead PTE Ltd	Trading	100%	100%	(3)
Rhead Group Holdings (Australia) Pty Ltd	Holding Company	100%	100%	(4)
I.C.P. Solutions Pty Ltd	Trading	100%	100%	(5)

* indicates direct investment of the Company.

(1) Costain House, Vanwall Business Park, Maidenhead, Berkshire, SL6 4UB, England

(2) 56 Carden Place, Aberdeen, AB10 1UP, Scotland

(3) Peninsula Plaza #27-01, 111 North Bridge Road, 179098, Singapore

(4) 10-12 Laramie Road, Narre Warren South, Victoria 3805, Australia

(5) BGC Centre, Mezzanine level, 28 The Esplanade, Perth, WA 6000, Australia

A dividend of £12,500,000 was received from Costain Limited during the year (2017: £15,000,000).

10 Debtors

	31 December 2018	31 December 2017
	£	£
Group relief receivable	576,549	581,723
	<u>576,549</u>	<u>581,723</u>

11 Cash and cash equivalents

The Company's bankers have the right to set off the Company's principal bank balances when in credit against borrowings by, a fellow subsidiary of the Costain Group, Richard Costain Limited. In addition, one of the arrangements requires that all cash balances are transferred to Richard Costain Limited on a daily basis; such arrangements are commonplace in large groups and facilitate effective cash management. The Company's cash balance is replaced with an inter-company receivable from Richard Costain Limited.

The sweeping of the Company's cash balance is used to offset the Company's inter-company payable to Richard Costain Limited of £121,304,890 at 31 December 2018 (2017: £121,351,808).

The notes on pages 12 to 25 form an integral part of these financial statements.

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

12 Trade and other payables

Current

	31 December 2018 £	31 December 2017 £
Amounts owed to group undertakings	121,304,890	121,351,808
Group relief payable	-	1,010
	121,304,890	121,352,818

Amounts payable to other group undertakings is unsecured, repayable on demand but accrues interest at a rate of 2.5% (2017: 2.5%).

13 Called up share capital

Allotted, called up and fully paid shares

	31 December 2018		31 December 2017	
	No.	£	No.	£
Ordinary shares of £1 each	4,100,000	4,100,000	4,100,000	4,100,000

14 Dividends

	31 December 2018 £	31 December 2017 £
Dividend for the years ended	10,000,000	12,500,000

15 Contingent liabilities

The company has entered into cross guarantees together with the ultimate parent company and certain fellow Group undertakings for borrowing facilities made available to the Group. At 31 December 2018 these liabilities amounted to £69.8 million (2017: £70.2 million).

These are also contingent liabilities in respect of guarantees of performance bonds and other undertakings entered into in the ordinary course of business by fellow Group undertakings.

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

16 Related party transactions

The transactions with the related parties below are entered into and accounted for by a wholly-owned subsidiary.

Major Joint Arrangements			Activity	Percentage interest
Alstom-Babcock-Costain Joint Venture	Edinburgh to Glasgow Rail Improvement Programme		Rail engineering	33.3%
Alstom-Costain C644 Joint Venture	Traction power - Crossrail		Rail engineering	32.5%
Alstom-Costain C650 Joint Venture	HV power supply - Crossrail		Rail engineering	32.5%
A-one+ Joint Venture	ASC area 12 - Highways England		Engineering & Maintenance	33.3%
A-one+ Joint Venture	ASC area 4 - Highways England		Engineering & Maintenance	33.3%
ATC Joint Venture - C610	Crossrail		Rail Engineering	32.5%
Balfour Beatty-BmJV-Carillion-Costain Joint Venture	National Major Projects - Highways England		Civil Engineering	22%
CH2M-Costain Joint Venture	Area 14 M&R contract		Engineering & Maintenance	50%
Costain-CH2M UK - ESCC JV	East Sussex highway maintenance		Engineering & Maintenance	50%
Costain-Atkins-Black & Veatch Joint Venture	Thames Water AMP6		Engineering	70%
Costain-Galliford Try Joint Venture	M1 smart motorways		Civil Engineering	70%
Costain-Laing O'Rourke Joint Venture	Bond Street station		Civil Engineering	50%
Costain-MWH Joint Venture	Southern Water AMP6		Civil Engineering	50%

The notes on pages 12 to 25 form an integral part of these financial statements.

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

16 Related party transactions (continued)

Major Joint Arrangements		Activity	Percentage interest
Costain-Skanska C360 Joint Venture	Eleanor Street - Crossrail	Civil Engineering	50%
Costain-Skanska C405 Joint Venture	Paddington - Crossrail	Civil Engineering	50%
Costain-Skanska C412 Joint Venture	Bond Street - Crossrail	Civil Engineering	50%
Costain-Skanska	HS2 Enabling works	Civil Engineering	50%
Costain-Skanska Joint Venture	A14 Cambridge to Huntingdon Improvement Scheme	Civil Engineering	50%
Costain-Skanska JV - Balfour Beatty Joint Venture	A14	Civil Engineering	33.3%
Costain-Skanska Joint Venture	NGT Tunnels, London	Civil Engineering	52.6%
Costain-Skanska Joint Venture	Paddington Station Bakerloo Line Link Project	Civil Engineering	50%
Costain-Vinci Construction Joint Venture	Shieldhall	Civil Engineering	50%
Costain-Vinci Construction Joint Venture	M4 corridor around Newport	Civil Engineering	50%
CVB Joint Venture	Thames Tideway Tunnel East	Civil Engineering	40%
Educo UK Joint Venture	Bradford Schools	Building	50%
Galliford-Costain-Atkins Joint Venture	United Utilities	Civil Engineering	42.5%
Skanska-Costain-Strabag S1 Joint Venture	HS2 Main Works	Rail Engineering	34%
Skanska-Costain-Strabag S2 Joint Venture	HS2 Main Works	Rail Engineering	34%
The ASP Batch Joint Venture	Severn Trent - Large capital schemes outside AMP6	Engineering	33.3%

The notes on pages 12 to 25 form an integral part of these financial statements.
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Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

16 Related party transactions (continued)

Other Joint arrangements, including completed

		Activity	Percentage interest
ACTUS Joint Venture	Trawsfynydd nuclear power station active waste retrieval	Civil Engineering	25%
Amec-Costain-Jacobs Joint Venture	Magnox ILW Management Programme	Civil Engineering	33.3%
A-one+ Integrated Highway Services	MAC 7	Engineering & Maintenance	33.3%
A-one+ Integrated Highway Services	MAC 10	Engineering & Maintenance	25%
A-one+ Integrated Highway Services	MAC 12	Engineering & Maintenance	33.3%
A-one+ Integrated Highway Services	MAC 14	Engineering & Maintenance	33.3%
Bachy Soletanche-Costain Skanska Joint Venture	CTRL 240 - Stratford Box	Civil Engineering	33.3%
Black & Veatch-Costain Joint Venture	Margate & Broadstairs UWWTD Scheme - Southern Water	Civil Engineering	50%
Costain-Carillion Joint Venture	M1 Widening and A5/M1 Link	Civil Engineering	100%
Costain-Dalekovod Joint Venture	National Grid HV Overhead Line System	Engineering	60%
Costain-Hochtief Joint Venture	Reading Station	Civil Engineering	50%
Costain-John Mowlem-Skanska Joint Venture	A2/M2 widening (Cobham to Jct.2)	Civil Engineering	30%
Costain-Lafarge Joint Venture	East and South East Framework	Civil Engineering	50%
Costain-Lafarge Joint Venture	Midlands Framework	Civil Engineering	50%
Costain-Laing O'Rourke Joint Venture	Farringdon station	Civil Engineering	50%
Costain-Laing O'Rourke Joint Venture	King's Cross Eastern Range Refurbishment	Civil Engineering	50%
Costain-Skanska C411 Joint Venture	Bond Street - Crossrail	Civil Engineering	50%

The notes on pages 12 to 25 form an integral part of these financial statements.

Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

16 Related party transactions (continued)

Other Joint arrangements, including completed		Activity	Percentage interest
Costain-Skanska Joint Venture	A14 Ellington to Fen Ditton	Civil Engineering	50%
Costain-Skanska Joint Venture	A43 Silverstone	Civil Engineering	50%
Costain-Skanska Joint Venture	Crossrail Civils Framework Enabling Works	Civil Engineering	50%
Costain-Skanska Joint Venture	Kings College Hospital, London	Building	50%
Costain-Skanska Joint Venture	Lower Precinct Shopping Centre, Coventry	Building	50%
Costain-Skanska Joint Venture	The new Met Office	Building	50%
Costain-Taylor Woodrow Joint Venture	King's Cross re-development & Phase II Northern works	Civil Engineering	50%
Costain-VWS Joint Venture	Mersey Valley Processing Centre (Shell Green) Extension Project Stage 2	Engineering	50%
Lagan-Ferrovial-Costain	A8	Civil Engineering	45%
The e5 Joint Alliance	Severn Trent Framework	Engineering	25%
TSIF-ILW Joint Venture	Trawsfynydd nuclear power station decommissioning	Civil Engineering	33.3%

The notes on pages 12 to 25 form an integral part of these financial statements.
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Costain Civil Engineering Limited

Notes to the Financial Statements for the Year Ended 31 December 2018 (continued)

17 Impact of adoption of new accounting standards

This note explains the impact of the adoption of IFRS 9 'Financial Instruments' and IFRS 15 'Revenue from Contracts with Customers' on the company's financial statements.

a) IFRS 9 'Financial Instruments' - impact of adoption

IFRS 9 replaces the provisions of IAS 39 that relate to the recognition, classification and measurement of financial assets and financial liabilities, derecognition of financial instruments, impairment of financial assets and hedge accounting.

The adoption of IFRS 9 from 1 January 2018 did not result in adjustments to the amounts recognised in the company's financial statements. Financial assets are held by the company predominantly in order to collect the contractual cash flows. There is no material impact of adopting an expected credit loss model for impairment of financial assets.

b) IFRS 15 'Revenue from Contracts with Customers' - impact of adoption

The adoption of IFRS 15 'Revenue from Contracts with Customers' from 1 January 2018 whilst resulting in some changes in accounting policies did not result in adjustments to the amounts recognised in these financial statements.

18 Parent and ultimate parent undertaking

The company's immediate parent is Costain Group PLC.

The ultimate parent is Costain Group PLC.

The parent of the largest and smallest group producing publicly available financial statements in which these financial statements are consolidated is Costain Group PLC. These financial statements are available upon request from Costain House, Vanwall Business Park, Maidenhead, Berkshire, SL6 4UB.

The ultimate controlling party is Costain Group PLC.