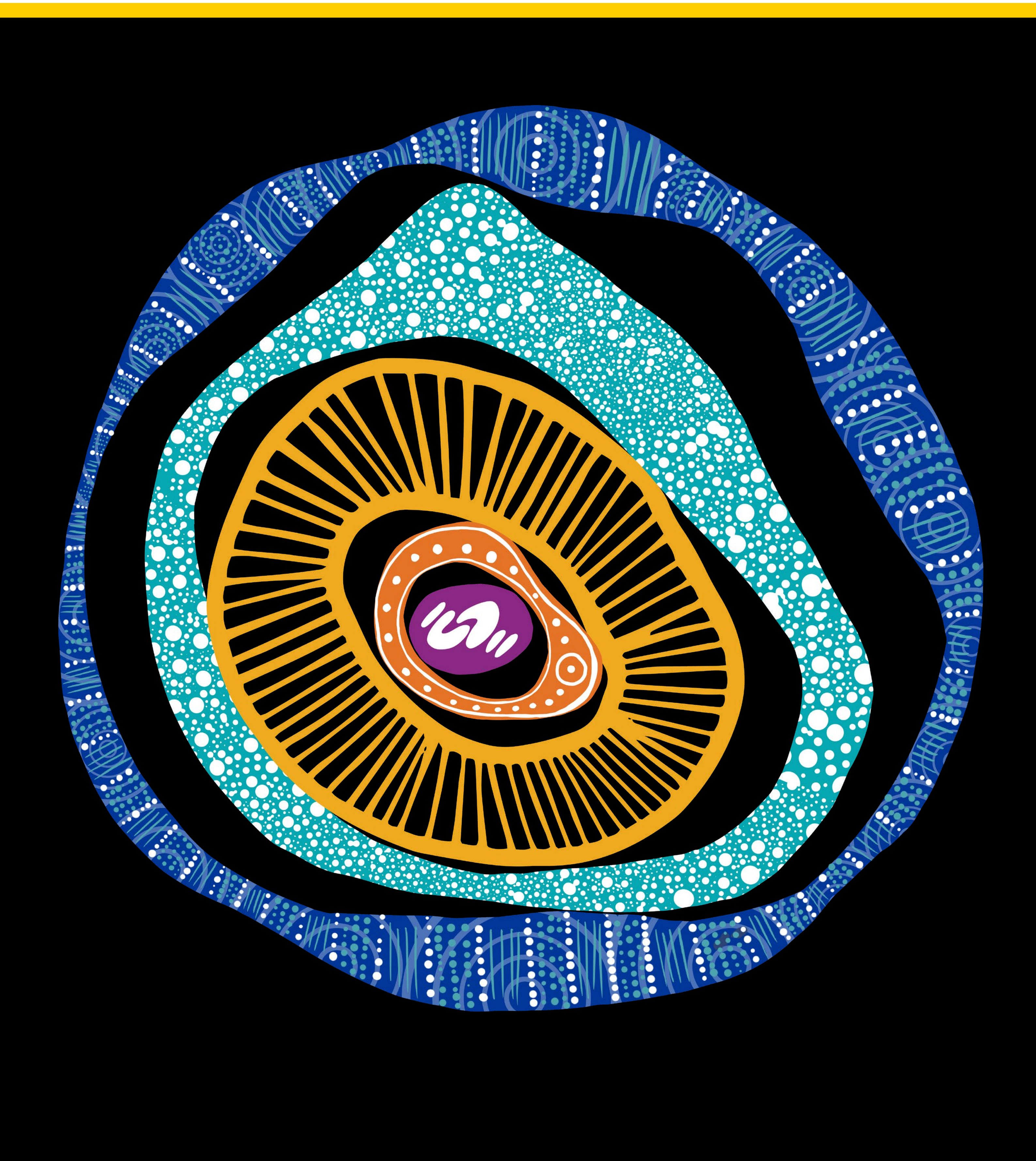
AUDITED CONCISE ANNUAL REPORT TO SHAREHOLDERS

FOR THE YEAR ENDED

31 March 2022

STRICTLY CONFIDENTIAL
FOR BECA GROUP LIMITED SHAREHOLDING PURPOSES ONLY



CONTENTS

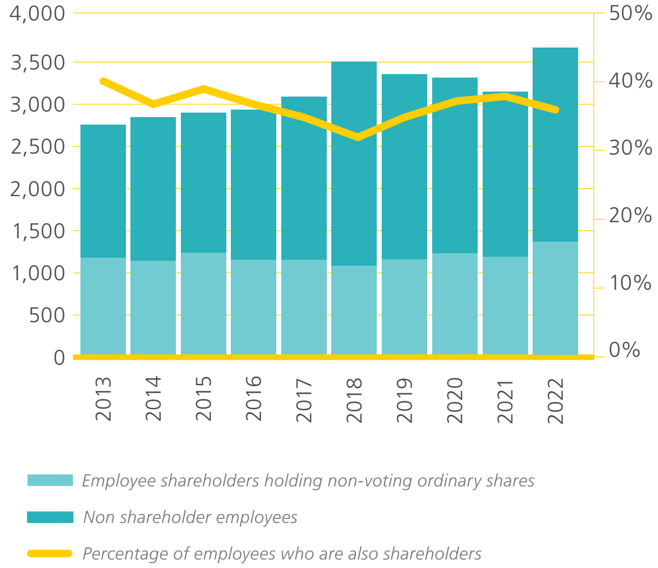
Water Technical Conference, Auckland, 2022

Beca is committed to the principle of employee ownership as a means of building strength, delivering superior performance and providing selected employees with the opportunity to participate in Beca's success.

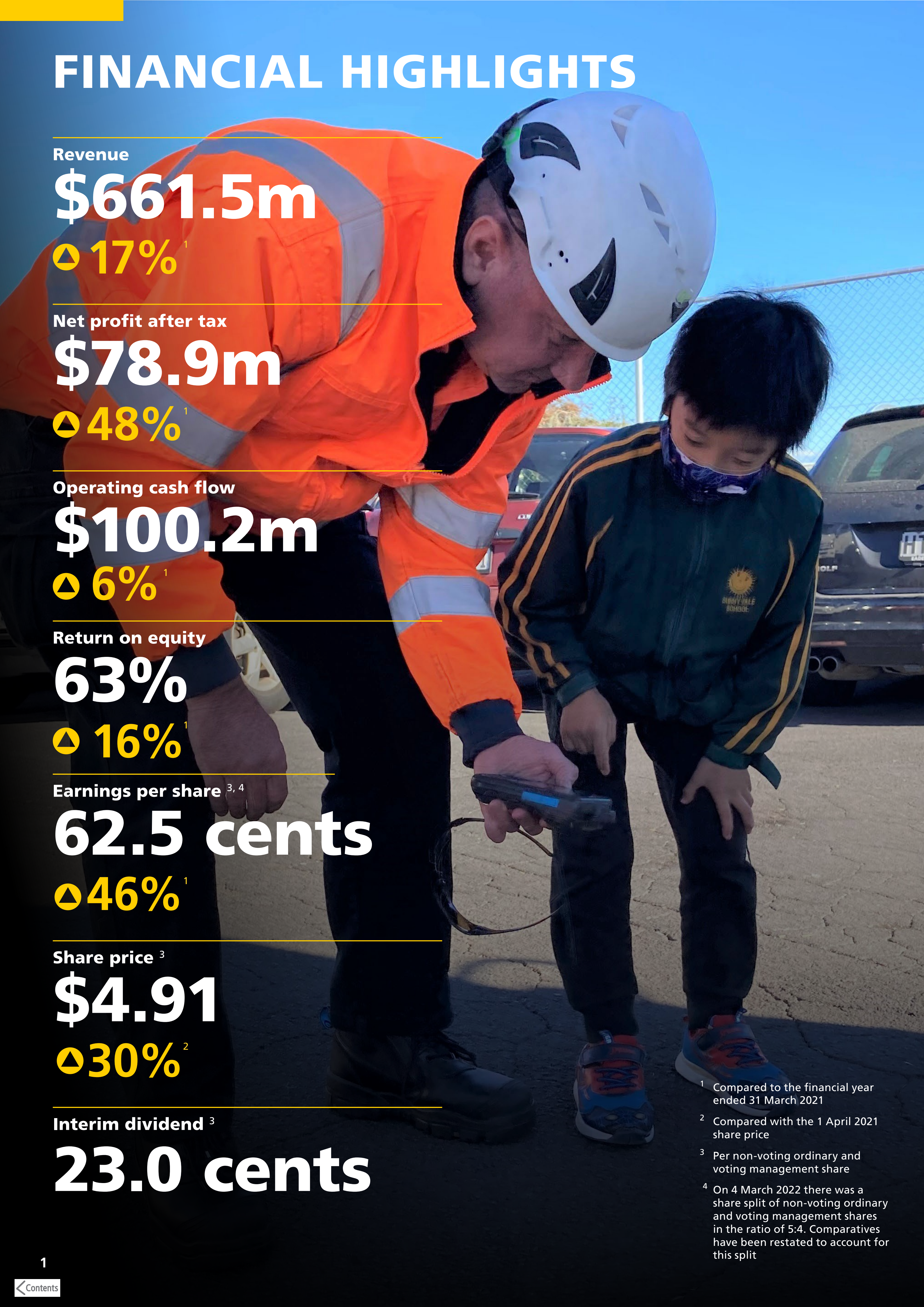
As at 31 March 2022 we had 1,333 shareholders, totalling 36% of all Beca employees.

Being employee owned provides a unique incentive to succeed together and provide outstanding service to our clients. Our passion and pride for the professional services and related products we deliver is continually evidenced by the quality of our projects.

EMPLOYEE NUMBERS AND SHAREHOLDER PERCENTAGE



New Dunedin Hospital, New Zealand ARTIST IMPRESSION ONLY



FINANCIAL HIGHLIGHTS

Revenue

$661.5m

▲ 17%[1]

Net profit after tax

$78.9m

▲ 48%[1]

Operating cash flow

$100.2m

▲ 6%[1]

Return on equity

63%

▲ 16%[1]

Earnings per share[3, 4]

62.5 cents

▲ 46%[1]

Share price[3]

$4.91

▲ 30%[2]

Interim dividend[3]

23.0 cents

1 Compared to the financial year ended 31 March 2021

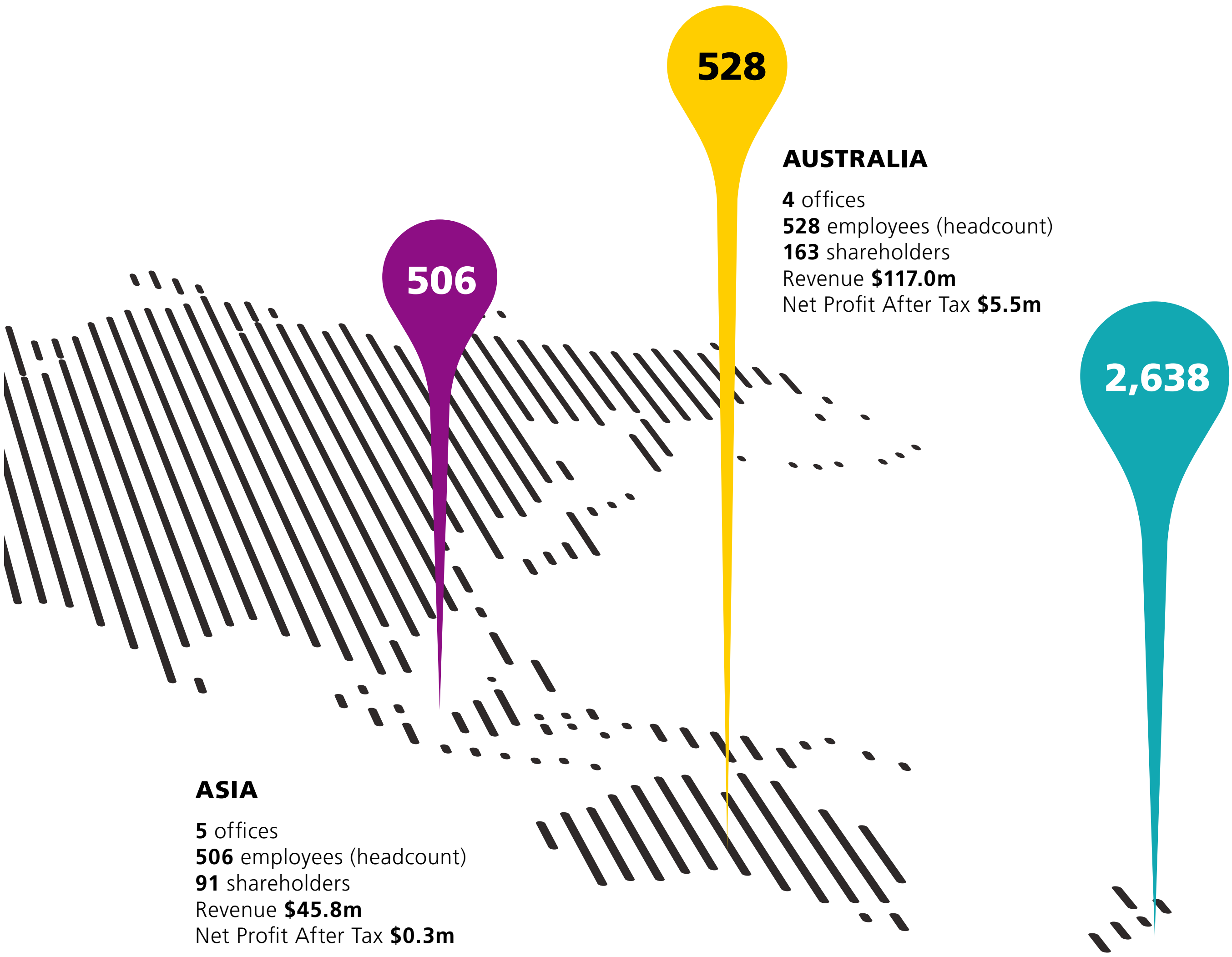
2 Compared with the 1 April 2021 share price

3 Per non-voting ordinary and voting management share

4 On 4 March 2022 there was a share split of non-voting ordinary and voting management shares in the ratio of 5:4. Comparatives have been restated to account for this split

OVERVIEW

As at/for the year ending 31 March 2022



AUSTRALIA

4 offices
528 employees (headcount)
163 shareholders
Revenue **$117.0m**
Net Profit After Tax **$5.5m**

ASIA

5 offices
506 employees (headcount)
91 shareholders
Revenue **$45.8m**
Net Profit After Tax **$0.3m**

NEW ZEALAND AND PACIFIC ISLANDS

14 offices
2,638 employees (headcount)
1,079 shareholders
Revenue **$498.7m**
Net Profit After Tax **$73.2m**

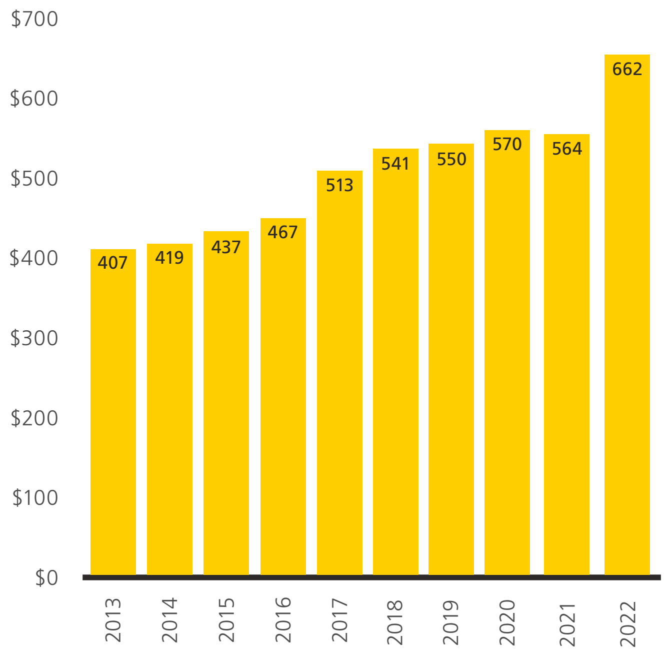
23 Offices

3,672 Employees (headcount)

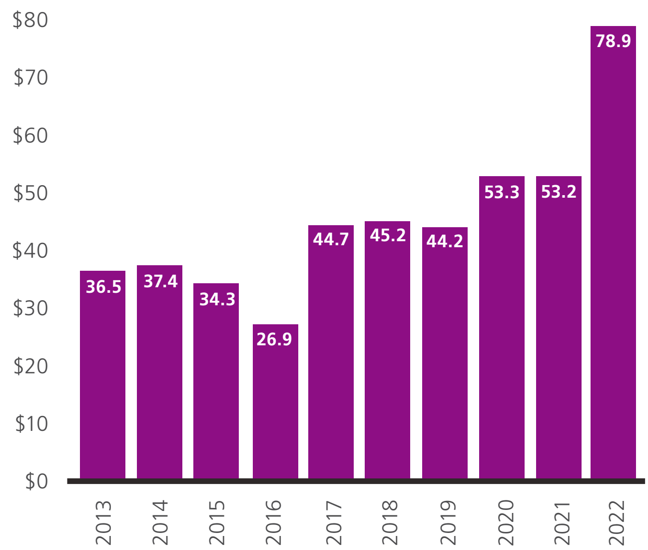
9 Countries

70+ Disciplines

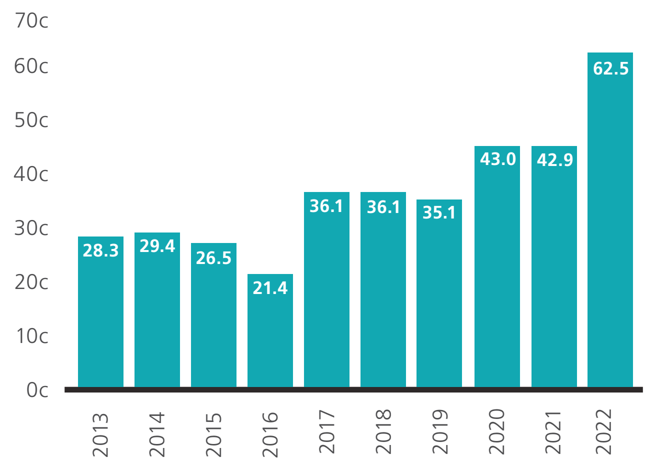
REVENUE ($ MILLION)



NET PROFIT AFTER TAX ($ MILLION)



EARNINGS PER NON-VOTING ORDINARY AND VOTING MANAGEMENT SHARE (CENTS PER SHARE)



Earnings per share is reported net profit after tax less Redeemable share dividends paid. FY22 earnings per share assumes a Redeemable share dividend of 5.0 cents per Redeemable share will be declared later in the year however this is at the discretion of the Board. On 4 March 2022 there was a share split of non-voting ordinary and voting management shares in the ratio of 5:4. Comparatives have been restated to account for this split.

REPORT FROM THE EXECUTIVE CHAIR AND GROUP CHIEF EXECUTIVE

There is nothing quite like a challenge to bring the best out of our Beca whanau. Since the onset of Covid, we have continued to demonstrate that the 'We' is so much stronger than the 'Me' and our ongoing tenacity and agility has enabled us to conquer the challenges that have arisen. As you will no doubt already know, collectively you helped deliver a laudable Group audited net profit before tax of $108.1m for the year ended 31 March 2022. We should all feel rightly proud of this result, noting it inevitably sets a new benchmark for the years to come.

This result was delivered despite the ongoing disruption and volatility that we saw and serves to remind us of the power of staying 'even closer' to our clients and delivering quality outputs.

In this vein, we were delighted to welcome Hunter H2O into the Beca fold at the start of this financial year. Headquartered in Newcastle Australia, Hunter H2O brings specialist water industry capabilities, particularly industry leading strength in process engineering. The Beca Hunter H2O partnership provides Beca with increased geographical presence both across Australia and the Pacific, two key strategic marketplaces. This provides our clients with the combined benefit of a 300 strong water specialist team, making it now one of Australasia's leading water consultancies and a new 'Force for Water'. We welcome the Hunter H2O team to the Beca family and are enjoying working together to grow our combined Water business.

Turning our attention to FY2023 and beyond, the business landscape has continued to be challenging, albeit for different reasons. Our sales have been strong, partly reflecting the volume of opportunities in our markets. However, the temporary spike in Covid cases and seasonal illnesses in many of our locations has resulted in much higher rates of sick leave and an adverse impact on productivity. Higher inflation and events in Ukraine have also added further uncertainty to our markets, causing some projects to be deferred or at least delayed in starting.

The combined effect of these factors, added to our desire to reconnect with clients and each other, has meant that we have not performed as well for the first six months of FY2023 as we have over the last two years. As referred to above, we know that when we apply ourselves to a challenge we can achieve amazing outcomes and thus the remainder of the year is largely within our own hands. We are mindful of our people's reduced resilience after two and a half years of intermittent lockdowns, but these now seem behind us. It is time to look forward with greater confidence and surety to a thriving future.

Financial Performance

As noted above, we are delighted to report that collectively as a Group we together delivered an audited net profit before tax of $108.1m for the year ended 31 March 2022. While on face value this profit is $32.6m higher than the prior year, the FY2021 result included payment of the deferred bonus to New Zealand employees that related to FY2020 performance. In typical years, this bonus would have been accrued in the previous year's results (FY2020). Further, the FY2022 result was bolstered by Trust Distributions of $5.9m from the BGL Investment Reserve Trust ('BGLIRT') which was non trading income.

When the 'reported' results have been adjusted to enable a like for like comparison, the underlying trading performance for FY2022 of $102.2m compares to $86.2m in the prior year. Both of these results exceeded our expectations for their respective years. This outstanding performance continues to be testament to our united response to the pandemic; the decisive actions taken early on, significant cost savings achieved and our unwavering commitment to our clients and Beca's ongoing success.

Performance by Business Group

Net profit before tax by business group in the last three financial years was as follows:

$'M	2020	2021	2022	2022 VS 2021 YOY % CHANGE
Advisory*	11.2	15.1	22.6	+50%
Beca Digital*	(0.1)	(2.3)	(4.1)	-78%
Buildings	19.7	20.2	27.4	+36%
Defence & National Security*	2.9	4.8	3.8	-21%
Industrial	7.0	13.9	18.7	+35%
Transport & Infrastructure	22.3	28.6	28.4	-1%
Utilities	7.5	10.1	10.0	-1%
Other	(3.8)	(4.2)	(4.6)	-10%
TOTAL TRADING NET PROFIT BEFORE TAX	**66.7**	**86.2**	**102.2**	**+19%**
Non trading items**	10.7	(10.7)	5.9	+155%
TOTAL REPORTED NET PROFIT BEFORE TAX	**77.4**	**75.5**	**108.1**	**+43%**

**Prior to FY2021, the Digital and Defence & National Security business groups were part of Advisory. Comparative numbers in FY2020 have been restated for all 3 business groups to enable like for like performance to be presented.*

***The non trading item(s) for FY2020 and FY2021 is the deferred bonus for New Zealand employees that related to FY2020 performance. The FY2022 non trading item is the Trust Distributions from BGLIRT.*

Commenting on trading results by business group, all business groups were successful in reporting higher trading net profit compared to plan, except for Digital where we made greater investment than anticipated. The Advisory, Buildings and Industrial business groups all reported considerable increases in trading net profit compared to the prior year reflecting more buoyant market conditions.

Advisory

Advisory had a particularly strong year due to a very solid workload, achieving considerable growth in both revenue and trading profit in both the Community Shaping and Project Strategy & Delivery business lines when compared to the prior year. The Australian Advisory team performance was below expectations due to a conscious decision to increase the strategic investment in our people, to strengthen our capabilities, and the pursuit of new opportunities.

Workload was underpinned by projects resuming for Auckland International Airport as well as the New Zealand Defence Force ('NZDF') Estate Alliance and Takitimu North Link. Work also continued on Te Tupu Ngātahi (the Supporting Growth Alliance) which is developing transport networks to support Auckland's future growth and involves investigating and planning for more than 70 projects.

The Project Strategy & Delivery team experienced rapid growth in headcount to service the increase in workload and benefited from the ramp up in work for Auckland International Airport as borders reopened.

A key highlight for the year was ongoing work on the NZDF Estate Alliance, a substantial programme expected to extend over a number of years and which continues to provide considerable work to many parts of the Group.

During the year we also made several senior appointments to bolster the capability of our Sustainability Advisory team to support our clients and deliver transformational solutions as we see stronger demand in the Sustainability and Climate Change markets.

Buildings

Overall, our Buildings business performed strongly, reporting a significant increase in profitability year on year and exceeding plan considerably.

Growth in profit mostly reflected improved trading in Building Services, with the New Zealand Building Services' result more than double the prior year, although business line results were once again dampened by trading losses in Singapore and Thailand.

Building Structures also reported strong growth, again on the back of a more buoyant New Zealand market. While trading profit was achieved in most countries, Building Structures in Thailand and the Netherlands incurred losses. Singapore achieved a good profit compared to the breakeven trading result in the prior year.

Stronger than expected sales were achieved in the Airports, Leisure & Hospitality and Health markets while the Education market remained subdued, but we continued to work on existing projects for the University of Auckland. Major project wins in the year included New Dunedin Hospital, Singapore National Science Centre, Auckland International Airport Terminal Enabling and the New Zealand International Convention Centre rebuild. A key highlight for the year was our Health teams in both Singapore and New Zealand advising on the Covid response for their respective health ministries, which was well received and primarily focused on supporting capacity increases at hospitals.

In Singapore, workload remained steady with projects for key clients such as the Ministry of Health and the Housing & Development Board however operations continued to be hampered by significant delays in the start of new projects and low recovery of effort. This resulted in an overall trading loss for the year, albeit this was partly offset by further contributions from the Government Job Support Scheme.

The loss of tourist income continued to have a major impact on the Thai economy with the local Thailand Buildings market remaining very quiet, with little to no improvement expected in the short term. While work sharing from New Zealand provided some relief, a trading loss was reported in FY2022. In the interim, the loss of local work is being compensated in part by an increase in work sharing from across the Group and the development of Centres of Excellence for Building Seismic Restraint and Passive Fire Design.

Our Australian Building Services business returned a good trading profit for the second consecutive year and benefited from the mobilisation fee for the restart of the Melbourne Underground Rail Loop project.

New revenue from digital products, notably Beacon and B-Tune, continues to gain momentum and represents an important diversification of future revenue sources. We have invested further in Beacon to improve this offering which has resulted in a growing client list and we are now discussing potential new international opportunities for this product. Significant investment in B-Tune was made during the year to accelerate product development. We now have a new version of B-Tune ready to market and continue to focus on international opportunities and potential partners to increase sales.

Defence & National Security

While our Defence & National Security business group achieved good growth in sales and higher revenue than the prior year, profitability declined although profit was still well ahead of plan. The drop in profitability partly reflects efforts to secure new contracts in New Zealand as well as project delays with key clients in Australia and strategic investment in growing our presence in Canberra and Adelaide.

The result reflects growth in Defence Estate and Infrastructure work in Australia, as well as systems projects driven by increased defence spending by the Australian government. In New Zealand we continued work for our key client NZDF on the Seasprite helicopters and P-3 Orion aircraft support and, as previously mentioned, substantial ongoing work for the NZDF Estate Alliance.

We continue to see a good diversification of services both within and outside the Government Defence sector, including new markets such as civil aviation and space exploration which will provide us with some exciting growth opportunities. A key highlight of the year was securing an engagement with Rocket Lab New Zealand, the aerospace manufacturer and launch service provider.

Digital

Our Digital service offerings, people and products, continue to evolve to improve our client experience. During the year we refreshed our Digital Transformation Strategy, which will support achievement of our Second Century goals of best in class, new revenues and superior margin and thriving global niches.

The FY2022 loss reflected further strategic investment in our Digital business to provide a collection of products, services, solutions and people that enable us to help clients and ourselves to solve problems, achieve greater efficiencies and embrace the power of new digital technology. The loss primarily reflected investment to accelerate progress with our Digital Enterprises, namely CAPEXinsights, FACILITYtwin, FranklyAI and B-Tune, with a breakeven result reported for the Digital Products and Services business line.

Establishing our Netherlands based team was a key highlight of the year, supporting several promising leads in the European Food & Life Sciences market with major global clients. A new client was secured during the year for CAPEXinsights, the largest producer of dairy products in Scandinavia, Arla Foods.

Industrial

Our Industrial workload was much stronger than anticipated with the business group recording an excellent trading performance across all geographies. Improved recovery and margins resulted in trading net profit exceeding both the prior year and plan by a considerable amount.

Demand was particularly strong in Australia where we achieved sales significantly higher than expected, mostly from Food & Beverage clients including Frucor Suntory and Teys and also mining client St Barbara. The Australian Industrial team made a significant contribution to the Australian result, making up over half of the total net profit.

In New Zealand, workload remained steady with our key industrial clients continuing to be Fonterra, Oji Fibre Solutions and NZ Steel.

Our ASEAN Industrial business remains challenging with difficulties in securing sufficient opportunities at worthwhile margins, although Indonesia traded very well and returned another excellent profit. Workload was underpinned by PT Vale projects, notably the Furnace 4 Rebuild with a 40 strong global Beca team on site to execute the rebuild shutdown, as well as ongoing work for Friesland Campina the global dairy cooperative.

In the Pacific, New Caledonia trading improved on the prior year. Our key client continues to be Prony Resources however we also continue to work on projects for Société Le Nickel.

We continue to develop new revenue streams to meet client demand for Industrial digital products and services including Digital Twin and Maestro.

Transport & Infrastructure

Our Transport & Infrastructure business group continued to contribute the largest amount of net profit and achieved a similar trading result to the prior year. All three geographies delivered a trading net profit ahead of plan, albeit the plan for Australia was modest.

Sales were significantly higher than the prior year due to the recovery of most markets post Covid, although we continue to see delays in major infrastructure projects coming to market.

Despite some challenges due to Covid, the New Zealand business performed well overall with results favourably impacted by the Takitimu North Link detailed design, additional revenue recognised on the Peka Peka to Otaki project from work completed in prior years, as well as a great outcome on Research and Development tax credits. Our work on the substantial roading project Puhoi to Warkworth continues, with Covid presenting some challenges and delays in FY2022. In addition to Takitimu North Link, significant sales were secured in the year with Auckland International Airport, the Safe Networks Programme and the Kāinga Ora East Porirua Alliance.

Our Australian Transport business reported a small profit, with stronger activity in the Airports market than expected. The NSW Transport business continues to be challenged with a lack of pipeline and securing sizable sales, although we have partnered with KBR in the Better Konnected JV to pursue opportunities with the Transport for New South Wales Comprehensive Technical Services Panel and secured our first project in FY2022. The Airports team worked on the new Western Sydney Airport, ongoing work on substantial Defence airfield projects and successfully re-secured the Melbourne Third Runway schematic design which had been cancelled in 2020. In Victoria, we continued to work on the removal of a number of level crossings through the Southern Program Alliance, our largest programme of work in Australia, as well as delivering our first project under the Major Road Projects Victoria Panel with Bild group.

In the Pacific, Fiji continues to be our largest contributor to revenue with the 40 Bridges and 3 Domestic Jetties Replacement Project with Fiji Roads Authority representing our largest project win to date. We also commenced the Apia Port Construction Supervision project for Samoa Ports Authority.

The business group remains focused on strategies to deliver new services, including digital service offerings. We continue to strengthen our Digital leadership and have established Digital teams in both New Zealand and Australia.

Utilities

Despite growth in people, our Utilities business achieved a trading net profit similar to the prior year. Performance in our Water business was strong while we experienced some challenges in Power.

Growth in our Water business was largely driven by work for our key client panels. During the year we were named as one of two preferred design partners for the new Watercare Enterprise Model and subsequently selected as one of four partners, along with WSP (design), Aurecon and Stantec (strategy and planning), to deliver $9bn of water infrastructure projects in New Zealand over the next decade. With the New Zealand water reform now underway, we also managed to secure our place as advisors for several local councils. In Australia, we were appointed to the Yarra Valley Water Panel, partnering with Stantec, to support their extensive capital works program and also delivered some preliminary work on the fourth line for the award-winning Victorian Desalination Plant (which Beca helped design and commission a decade ago and still remains the largest project that Beca has delivered to date).

While our Power business experienced softer trading, reflecting some challenges with delivery and recovery, progress was made to extend our list of blue-chip Transmission clients in Australia with the reappointment to the AusNet panel and increasing our foothold in renewable energy projects. Trading was below plan in both New Zealand and Australia, with Australia reporting an unexpected small loss. The New Zealand team saw a softer workload, partly due to less work than in the prior year for Transgrid in Australia, however we were successful in maintaining our position on the Transpower Engineering Services Panel, our key New Zealand Power client.

Performance by Geography

By geography, net profit before tax in the last three financial years was as follows:

$'M	2020	2021	2022	2022 VS 2021 YOY % CHANGE
NZ	60.7	74.1	91.0	+23%
Australia	3.2	10.0	8.6	-14%
Asia	1.5	2.2	1.8	-18%
Other	1.3	(0.1)	0.8	+900%
TOTAL TRADING NET PROFIT BEFORE TAX	**66.7**	**86.2**	**102.2**	**+19%**
Non-trading items*	10.7	(10.7)	5.9	+155%
TOTAL REPORTED NET PROFIT BEFORE TAX	**77.4**	**75.5**	**108.1**	**+43%**

** The non trading item in FY2020 and FY2021 is the deferred bonus for New Zealand employees that related to FY2020 performance. The FY2022 non trading item is the Trust Distributions from BGLIRT.*

New Zealand

Our New Zealand business performed exceptionally well during the year, with all business lines exceeding business plan. Year on year trading net profit (which excludes the deferred FY2020 bonus payment from the FY2021 results as mentioned above), was significantly higher in FY2022 even after further investment in our Digital business. The above plan result in FY2022 included strong performances from our Advisory and Buildings teams, with both achieving considerable increases in trading net profit when compared to the prior year.

With the recovery of many of our markets post-Covid, strong sales were achieved in the year including several sizable projects - New Dunedin Hospital, Takitimu North Link and Terminal Enabling at Auckland International Airport. The NZDF Estate Alliance continued to provide a solid workload to many parts of the business. Despite the ongoing uncertainty and disruption caused by the pandemic and softer productivity in the second half of the year, we were still able to achieve revenue growth of 18% year on year in New Zealand. In addition to higher revenue, the improved profitability reflects overhead savings, primarily related to less discretionary spending such as travel due to Covid restrictions, as well as over $4.0m of Research and Development tax credits.

Australia

Our Australian business also performed strongly and significantly exceeded business plan. Although net profit was less than the prior year, the FY2021 results included the JobKeeper subsidy, and underlying trading performance in FY2022 improved considerably. The trading result reflected improved delivery and stronger recovery on the back of a more solid workload as well as significant overhead savings.

The Industrial team had an exceptional performance, making a significant contribution to total profit and significantly exceeding plan, largely reflecting strong demand from Food & Beverage clients.

While all business lines were profitable in the year, excluding the investment in Digital, only Buildings, Industrial and Transport achieved plan, with Buildings benefiting from the $1m mobilisation fee for the restart of the Melbourne Underground Rail Loop project. The Transport result reflected a strong performance from both the Airports and Victoria teams while our NSW operations continue to be loss making due to a soft workload. During the year we re-secured the Melbourne Third Runway Schematic design (cancelled in 2020 due to Covid) and the Southern Program Alliance continues to provide a substantial workload for our Victoria Transport team.

Considerable effort was expended during the year conducting due diligence and then negotiating on the Hunter H2O acquisition which was completed on 29 April 2022. Results for the year ended 31 March 2022 exclude any Hunter H2O earnings but include due diligence and other acquisition costs incurred in FY2022.

Asia

Our Singapore operations continued to be hampered by significant delays in new projects and low recovery of effort. This resulted in a trading loss for the year, despite being partly offset by further contributions from the Government Job Support Scheme.

We continue to work on improving our commercial delivery to achieve profitable trading. With the softening of the Singapore commercial buildings market exacerbated by Covid, the business has shifted the strategic focus to the healthcare sector. This move has generated substantial opportunities including the sizable Alexandra Hospital project which was secured in early FY2023. We continue to make progress on our Singapore Digital Strategy, with a focus on the Buildings, Facilities and Manufacturing markets.

Strong trading in Indonesia continued during the year and resulted in a net profit considerably ahead of both plan and the prior year. This largely reflected a continued solid workload from PT Vale and to a lesser extent Friesland Campina.

As previously mentioned in the Buildings commentary, trading in Thailand remains challenging. While work sharing from New Zealand has provided some relief, workload remains light and a trading loss was reported in FY2022.

Key Project Wins and Milestones

We take pride in working together as a team to 'Make Everyday Better' for our clients and deliver projects that enhance our communities, improve sustainability and showcase some truly innovative thinking and design. We also proudly support our communities through pro bono services and partnerships. Some highlights across the group from the last financial year include:

- **Beca and Black & Veatch Collaboration** – To deliver sustainability and decarbonisation solutions, combined with a strong local presence, to service minerals and metal operations across Australia.
- **New Dunedin Hospital** – Completion of Developed Design for the Outpatients Building and Preliminary Design for the Inpatients Building. This new hospital will be the heart of healthcare services for the Southern region and is the largest building services project we have ever delivered in New Zealand.
- **New Zealand Defence Force Estate Alliance** – Collaborating with NZDF, EY and GHD to deliver estate and infrastructure services, with the Alliance celebrating its first major construction ready milestone. The NZDF Estate Alliance is a significant project which is expected to extend over a number of years.

- **Nursing Home at Tampines South** – Using the latest modular construction technology with over 400 offsite fabricated modules, this facility was repurposed to become Singapore's first Covid community treatment facility, thereby augmenting hospital capacity.
- **PT Vale Electric Furnace 4 rebuild** – Shutdown of the existing furnace began in late 2021 with an 80 strong Vale-Beca rebuild team and a construction workforce of some 1,800 people. This was a significant and complex undertaking involving months of demolition, construction and commissioning 24/7 until the new furnace was up and running again.
- **Suntory Frucor** – Multi beverage manufacturing facility in Queensland, expected to be a global benchmark for operational performance, sustainability and digitisation.
- **Swanson Dock West, Port of Melbourne** – Detailed Design of the refurbishment and upgrade of the Swanson Dock West container terminal wharf structures.
- **TfNSW Comprehensive Technical Services Panel** – Together as the Better Konnected Joint Venture, Beca and KBR have been appointed to the Transport for New South Wales Comprehensive Technical Services Panel.
- **Fiji Infrastructure Upgrades** – Beca together with local partner Erasito is working on a significant upgrade of port and transport infrastructure across Fiji. The 40 Bridges and 3 Domestic Jetties Replacement Project is part of an essential program of work administered by the Fiji Roads Authority.
- **University of Auckland Building 201** – Beca's design for this building has been awarded New Zealand's highest ever Green Star rated building, achieving a 6 Star rating under the NZGBC's Green Star Design and As-Built tool with the highest ever rating in New Zealand of 93%.
- **Yarra Valley Water Panel** – Partnering with Jacobs and Stantec to support Yarra Valley Water's extensive capital works program.
- **New Waikato Water Treatment Plant** – Partnering with Fletcher and Fulton Hogan, the plant was designed and built within one year, a massive achievement on behalf of our client Watercare. This will reduce Auckland's reliance on dams and provide relief from droughts.

Defence Estate Alliance, Waiouru

Shareholder Returns

An interim dividend of 23.0 cents per non-voting ordinary and voting management share which equates to a total of $28.9m, relating to profit earned in the year to 31 March 2022, was declared and paid in May 2022.

The Board is next scheduled to consider payment of further dividends relating to profit earned in the year to 31 March 2022 for non-voting ordinary shares, voting management shares and redeemable shares at its Board meeting on 27 October 2022. Shareholders can expect to receive an update on any decision(s) at the Annual Shareholders Presentation following the meeting. Dividend decisions are based on factors such as the financial performance and financial position of the Group, the demands on its financial resources, current trading conditions and the Board's view of future prospects.

Note that the $73.0m total profit available for distribution to shareholders as dividends (relating to the year ending 31 March 2022) is lower than the reported $78.9m NPBT by $5.9m. This difference is the post-tax amount of the Trust Distributions received by BGL during the year from BGLIRT, which were made on the condition that this income was retained to increase the capital of our captive insurance subsidiary.

The BGL share price at 1 April 2022 was determined by the BGL Board to be $4.91 post-split. This represents a 30% increase over the 2021 share price of $4.72 (which, when allowing for the additional shares arising from the split, equates to a post-split equivalent of $3.78). The increase in the share price largely reflected greater confidence in forecast earnings when compared to the forecast in the prior year (when there was greater global uncertainty due to the Covid pandemic) partly offset by a rise in long term interest rates (increasing the average cost of capital which is used to discount future earnings to reflect risk and the time value of money, so an increase in cost of capital will lower share price for a given level of earnings).

The annual Beca share price valuation is determined by the BGL Board on the advice of an external valuation performed by qualified Chartered Accountants at Baker Tilly Staples Rodway and peer reviewed by Jai Basrur of CGB Consulting Limited. The annual valuation uses a discounted cash flow methodology.

Shareholding Scheme

Following our largest ever share offer round in 2021 (18m non-voting ordinary shares ('Shares') sold – effectively a double round after no offer round in 2020), a further 9.1m Shares were sold to existing and new Beca shareholders in the 2022 share offer round. The 2022 round was well received with a 76% acceptance rate, slightly down on the 81% recorded in 2021 but significantly higher than the 65% average for the three years prior to 2020. In addition to these 9.1m Shares, a further 2.0m Shares were purchased by Hunter H2O employees as part of the consideration for their Hunter H2O shares plus subsequent offers.

BGL issued 2.7m Shares in early June 2022 to ensure that BGL Depositary No.2 Ltd had sufficient Shares to fulfil its offer round transactions. While this share issue temporarily increased BGL's share capital by $13.3m, we anticipate that Share buybacks (from leavers over the remainder of the year) and the subsequent cancellation of these Shares will reduce this additional share capital. While no net increase in Share numbers by 31 March 2023 year end is being targeted, the number of Shares to be bought back and cancelled from leavers is unknown and the current year trend is running significantly lower than longer term averages.

15th Ave Smart Corridor, Sydney, Australia

Capital Management

Our shareholder Direct Capital continues to bring a valuable external perspective to the Board. As but one example, they provided significant assistance when recently exploring strategic growth opportunities in the Australian market, which ultimately resulted in our acquisition of Hunter H2O Holdings Pty Limited in April 2022. They also continue to provide guidance on our long-term capital management strategy.

Operating cash flow for the Group of $100.2m increased from $94.7m in the previous year and represented 127% of net profit after tax. Our strong operating cash flow primarily reflected a 10% increase in receipts from clients, although this was partly offset by higher payments to both suppliers and employees. Payments to employees in FY2022 were higher than the prior year reflecting an increase in headcount as well as the cash gift to all employees in December 2021 and the one-off bonuses paid in March 2022 to those employees not on the bonus scheme.

Beca continues to remain in a sound financial position. Even though our capital requirements are relatively light compared to other industries, a strong balance sheet is critical for maintaining financial stability during periods of uncertainty as well as providing flexibility for us to invest in future growth opportunities. Total equity at 31 March 2022 of $145.3m was higher than the $105.2m at 31 March 2021. This reflects the strong profit result in FY2022, and that equity at 31 March 2021 was lower on a like for like basis due to payment of the interim dividend in March 2021, two months earlier than usual. The Board considers that the Group continues to hold sufficient liquidity including cash and committed loan facilities for our operations and growth in the foreseeable future.

We continue to maintain stable and longstanding relationships with our banks, who not only provide credit facilities and core transactional banking services, but also provide the share funding facilities that assists our shareholders with their individual Beca share purchases.

Celebrating our People

We are honoured to see our people recognised globally both for their impact and contribution and it is important to recognise and celebrate these achievements. As always there is never enough room to list all that we would like to, but here are a few standout performances in FY2022:

- **Akshat Malhotra** – Outstanding Emerging Professional Award, 2021 Engineering New Zealand Auckland Branch Awards.
- **Andrea Rickard** – Appointed to the Association of Consulting and Engineering New Zealand Board.
- **Audrina Stanley** – Recognised as Fellow with the New Zealand Institute of Quantity Surveyors.
- **Chris Scrafton** – Recognised as Fellow of Te Kokiringa Taumata | the NZ Planning Institute.
- **Craig Price** – Recognised as Distinguished Fellow of Engineering New Zealand.
- **Danielle Lind-Corkill** - Appointed Chair to the Board of IChemE in New Zealand (2021-2023).
- **Darren Burrows** – Association of Consulting Engineers Singapore Young Consulting Engineer of the Year 2021 (mechanical category).
- **Evie Wallace** – Won Rising Star (Office based) at the 2021 National Association of Women in Construction New Zealand Excellence Awards.
- **Farzam Farzadi** - Winner of the Innovation and the Supreme Awards at New Zealand Institute of Building 2021 awards.
- **Jack Wang** – Association of Consulting Engineers Singapore Young Consulting Engineer of the Year 2021 (electrical category).
- **John Oscilowski** – Recognised as Fellow with the New Zealand Institute of Quantity Surveyors.
- **Marcus Sim** – Association of Consulting Engineers Singapore Young Consulting Engineer of the Year 2022 award (mechanical category).
- **Marvin Clough** – Recognised as Fellow with the Property Institute of New Zealand.
- **Patrycja Bonkowska** – Recognised with Special Merit in the Excellence in Construction at the 2021 National Association of Women in Construction New Zealand Excellence Awards.
- **Priyani de Silva-Currie** – Appointed New Zealand President of Institute of Public Works Engineering Australasia.
- **Wharehuia Dixon (Ngāti Awa)** – Appointed to the Engineering New Zealand Governing Board.

Leadership

Empowering exceptional people is core to our strategy and our annual promotions round recognises, rewards and empowers our people. In April 2022, we celebrated the following appointments - 11 new Senior Principals, 70 new Principals, 71 new Senior Associates and 211 new Associates (note the Associates number includes the appointments made in December 2021).

We also welcomed eight new Technical Fellows at the 2021 Delivery and Technical Connect Conference – Quintin Blackburn, Hamish Denize, Lesley Hopkins, Chris Ivory, Dr John Marsh, Paul Robilliard, Gavin Shaw and Michael Warne. This brings our total number of Technical Fellows to 55, who together make up the specialist group of technical experts we have recognised since the inaugural appointments were made in 2013. In appointing these leaders, we celebrate the importance that Beca places on technical and delivery excellence in delivering exceptional client experience.

Some of the other key senior appointments made across the Group during the last financial year are listed below, although the director appointments did not take effect until 1 April 2022 or thereabouts:

- **Brendon Dwyer** – Director, Beca Carter Hollings & Ferner Limited
- **Debbie O'Byrne** – Circular Economy Principal
- **Eleanor Grant** – Director, Beca Limited
- **Gavin Shaw** – Business Director, Construction Sector Advisory
- **John Blyth** – Director, Beca Limited
- **Johnny McFarlane** – General Manager, Project Strategy and Delivery
- **Kay Lewington** – Head of People & Culture New Zealand
- **Lee Roberts** – ANZ Global Minerals and Metals Segment Leader
- **Matt Bismark** – Director, CH2M Beca Ltd
- **Matt Hunt** – Technical Director, Airport Engineering
- **Morgan Holtom** – International Manager, Pacific
- **Sarah Lang** – Business Director, Government Advisory and Strategic Relationships
- **Silven Thambrin** – Director, PT Bimatekno Karyatama Konsultan
- **Tim Mumford** – Business Director, Digital Delivery
- **Weng Yuen Kam** – Business Director, Structural Engineering

Farzam Farzadi

Diversity

At Beca, our creative people are our greatest asset and we recognise that being inclusive of everyone is essential to sustaining our success. The more diverse we are – the better our ideas, strategies and client solutions – the more we will represent our world and help 'Make Everyday Better'. We remain committed to growing an environment where our people have equal opportunity to build a career that reflects their abilities and passions, where they believe in their potential, feel they belong and can be their best selves.

During the year, our Diversity and Inclusion Steering Group, led by Greg Lowe, continued to champion and lead diversity and inclusion across Beca, set priorities and recommend initiatives with the agreement of the Executive Leadership Team. Key focus areas remain valuing our differences and enhancing our gender and cultural diversity. Highlights over the last year include:

In December 2021, Beca's Diversity and Inclusion plan on a page was communicated to the business. The plan outlined Beca's priorities and initiatives in diversity and inclusion for 2021/2022. Alongside this plan, Greg Lowe announced our implementation of gender targets. For several years now, Beca has focused on creating better gender balance and gender targets. To support gender targets a 'Gender Targets Playbook' was introduced with an overview of actions that support gender balance including actions around the recruitment, promotion, reward and retention of women. We continue to monitor our progress towards these targets.

In March 2022, Beca New Zealand was awarded the Rainbow Tick certification. This is recognition of the work that we have done to enhance our inclusiveness of LGBTQIA+ employees through education, policy changes, celebrations and leadership. The Rainbow Tick certification was led by a working group consisting of members of the Rainbow Network and People and Culture.

Closing and managing Beca's gender pay gap continues to be a priority. Last year a goal was set to achieve and maintain pay equity of + or - 1% across the Group. Following a review of the 2022 remuneration round this was reached for the Group with a gender pay equity gap of -0.4%. Our long term goal is to maintain within this target range.

Beca Australia is in the second phase of a Reconciliation Action Plan called 'Innovate'. The business has set a goal to attain the highest-level certification of this phase which is a reflection of our commitment to Indigenous engagement across business activities. The Plan is supported by Beca Australia's strategic partnership with Indigenous Defence & Infrastructure Consortium (iDiC) and has four key areas of focus:

- The rollout of an education and cultural competency training program.
- Partnering on the development of our Innovate Reconciliation Action Plan.
- Exploration of supply chain integration.
- Joint 'go-to-market' initiatives to deliver projects in partnership with our clients.

Going forward, we will continue to grow a diverse and inclusive environment for our people through ongoing initiatives and focus areas.

Tauranga STEM Festival

Project and Corporate Awards

We frequently receive recognition for our work from a number of external organisations. Achievements in the last financial year include those that are listed below:

- **Association of Consulting Engineers New Zealand Awards 2021** – Gold award for the Exchange 106, Kuala Lumpur. Gold award for the 36th America's Cup Infrastructure. Silver award for the Rankine Brown Building, Victoria University of Wellington. Merit & Community Award for the Te Hono New Plymouth Airport Terminal.
- **Australian Defence Industry Awards 2021** – Estate and Infrastructure Business of the Year.
- **Australian Water Association National Project Innovation Award** – CH2M Beca and Western Water jointly awarded the Australian Water Association's National 'Infrastructure Project Innovation Award (Metro)', for the creative use of digital technology across the Western Water network in Victoria.
- **bizSAFE Enterprise Exemplary Award** – Beca Singapore won the bizSAFE Enterprise Exemplary Award.
- **Engineering New Zealand Auckland Branch Awards** – The Wynyard Edge Alliance, the team that designed and constructed the infrastructure for the 36th America's Cup, was announced joint winner of the Arthur Mead Award, recognising engineering excellence, innovation and community engagement.

Christchurch Aphasia Awareness

- **New Zealand Headfit Awards 2021** – Presented with the 'Large Workplace of the Year' award.
- **Property Council New Zealand Awards 2021** – University of Otago / Te Whare Wananga o Otago Faculty of Dentistry projects won Best in Category for Education.
- **Randstad Employer Brand Research 2021** – Fourth top overall employer in Aotearoa and number one in the Construction & Engineering category for the fifth year in a row.
- **Tall Buildings and Urban Habitat Awards** – DUO Tower and The Exchange 106, Kuala Lumpur won new accolades at the 18th Annual Council on Tall Buildings and Urban Habitat Awards.
- **UNESCO's Prix Versailles – Te Hono** – New Plymouth Airport Terminal, awarded the World Special Prize for an Exterior 2021 (Airport's category).

Outlook

Our collective ongoing efforts and agile behaviours during the Covid pandemic and the gradual recovery of most markets initially impacted were significant contributors to our record Group trading result for the 2022 financial year. To date as a business we have successfully navigated the challenges and opportunities we have been presented with since the pandemic began.

Acknowledging this success, which as owners we should all be proud of, we have unfortunately seen trading performance soften in the current financial year. Our results year to date have been significantly below expectations and this trend may well continue unless we, as owners, all take action to improve our collective performance.

While we have had a strong start to the year with good sales momentum and solid backlog, we are being adversely impacted by lower productivity. In recent months, this was partly due to unprecedented amounts of sick leave, however we are still experiencing soft workload in some parts of the business, while other areas of the business are facing different delivery challenges such as resource constraints.

The Executive Leadership Team are focused on taking a suite of actions to improve our financial performance so that we track closer to plan targets going forward. As the business environment returns to a more normal way of operating, we all need to remain focused on the fundamentals of our successful consulting culture and ensure we align workload gaps with our considerable backlog. With significant investment in new core systems underway, we also need to remain focused and thoughtful about managing our discretionary costs in line with our revenues to achieve planned margins. Resolving current year financial performance is just one more challenge that we are all capable of overcoming together.

The Board and Executive Leadership Team wish to take this opportunity to thank each and every shareholder and employee for their continued efforts and resilience in achieving an exceptional result in the past financial year.

Greg Lowe
Group Chief Executive

David Carter
Executive Chair

30 September 2022

REPORT FROM THE CHIEF FINANCIAL OFFICER

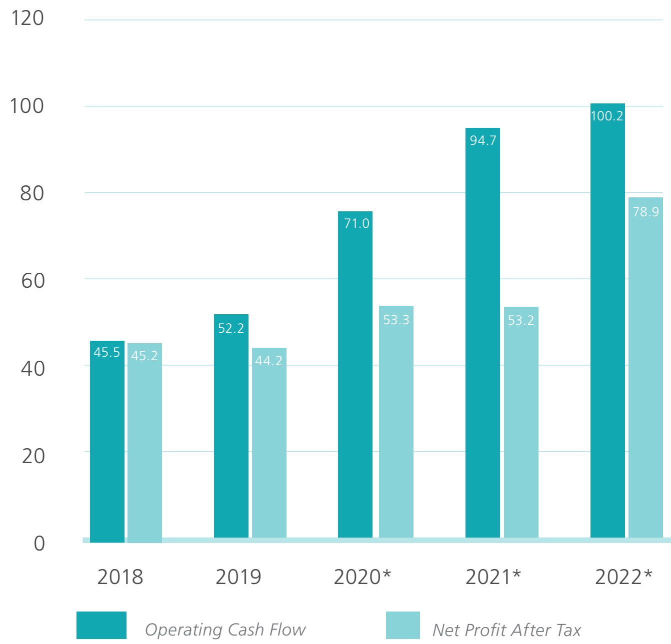
The Group achieved a record net profit before tax of $108.1m for FY2022, a 43% increase from the net profit before tax in FY2021, which was a remarkable achievement in the face of ongoing disruption. Included in this higher net profit was an increase in revenue of 17% from FY2021, as well as the $5.9m of Trust Distributions from the BGL Investment Reserve Trust.

Commenting on trading results by business group, trading net profit before tax was 19% higher than the prior year. All business groups were successful in reporting higher trading net profit compared to plan, except for Digital where we made greater investment than anticipated. Both our New Zealand and Australian businesses performed strongly during the year, with underlying trading performance in FY2022 considerably improved. Our Singapore operations continued to be hampered by significant delays in new projects and low recovery of effort, resulting in a trading loss for the year, while trading in Indonesia remained strong.

Trading performance in the current financial year to date is below FY2022 levels and our results year to date have been significantly below expectations. We therefore need to be thoughtful about managing costs carefully and aligning workload gaps with our considerable backlog to bring performance back in line with plan for the remainder of the year.

A range of key financial performance measures (as at or for the year ended 31 March 2022) are included in this report.

Operating Cash Flow vs NPAT ($m)



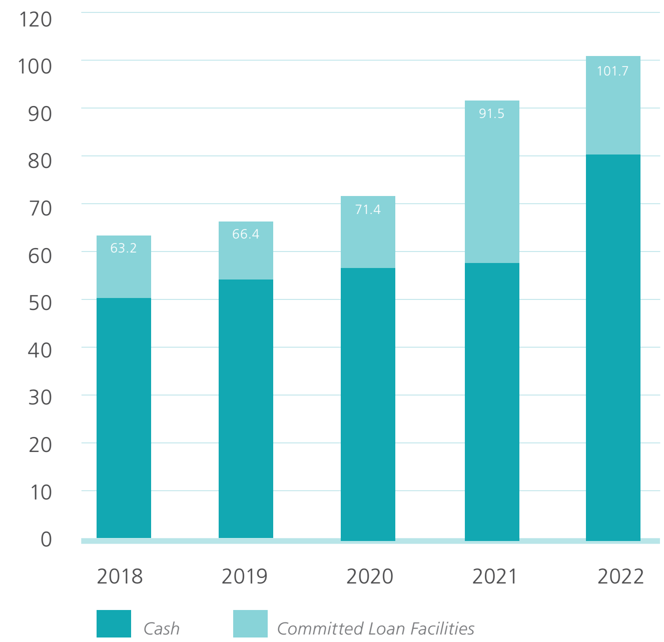
** Following a change in accounting standards for leases, FY2020 to FY2022 operating cash flow excludes principal elements of lease payments which are now classified as financing activities in the Statement of Cash Flows.*

Operating cash flow relative to net profit after tax is a critical measure of financial performance.

Net operating cash flow for the Group of $100.2m was $5.5m higher than the prior year and represented 127% of net profit after tax. Our strong operating cash flow primarily reflected a 10% increase in receipts from clients, although this was partly offset by higher payments to both suppliers and employees.

Our healthy cash position at year end enabled payment of an increased interim dividend and annual employee bonuses in May 2022.

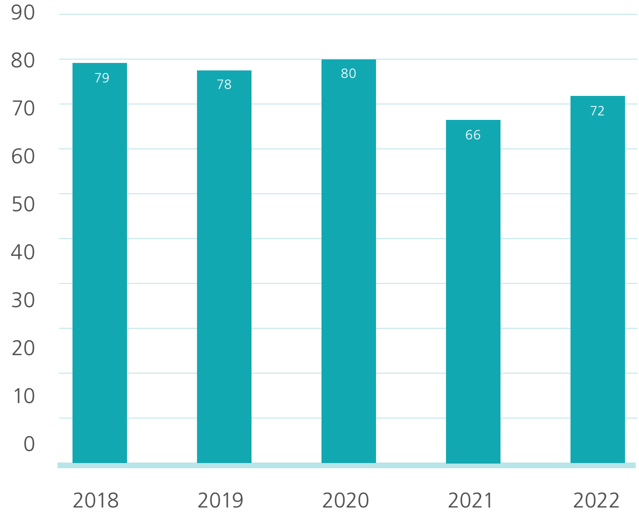
Cash and Committed Loan Facilities ($m)



As at 31 March 2022, the Group held cash of $85.3m. The Board considers it maintains sufficient liquidity, including cash and committed loan facilities, for our operations as well as investing for future growth opportunities.

The decrease in committed loan facilities as at 31 March 2022 compared to the prior year reflects the withdrawal of the temporary facility secured in August 2020 of $19.5m for additional liquidity during the pandemic which was not needed.

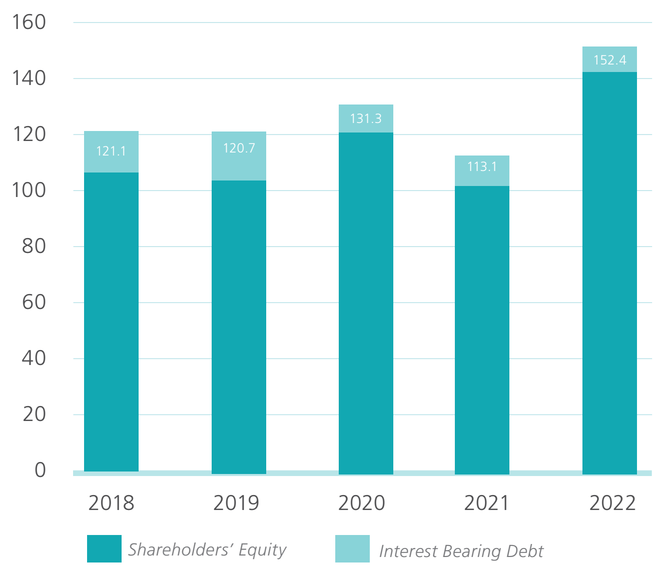
Cash Cycle Days



Cash cycle days is an important measure and reflects the level of investment in working capital and the speed with which we convert revenue to cash.

Cash cycle days increased 6 days in FY2022 compared to the prior year. Days to collect remained consistent with the prior year at 54 days due to continued effort on timely collections while days to invoice increased to 18 days.

Group Funding ($m)

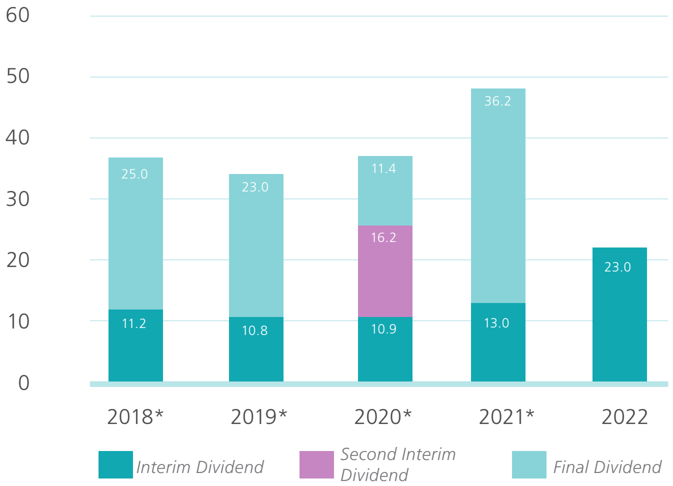


The Group continues to remain well capitalised with relatively low debt, albeit debt increased post year end by $26m following the acquisition of Hunter H2O Holdings Pty Limited in April 2022.

Total shareholders' equity at 31 March 2022 of $145.3m was higher than the $105.2m at 31 March 2021. This reflects the strong profit result in FY2022, and that equity at March 2021 included payment of the interim dividend in March 2021, two months earlier than usual.

Australia Water Association tree planting day, Melbourne

Dividend (Cents Per Share)



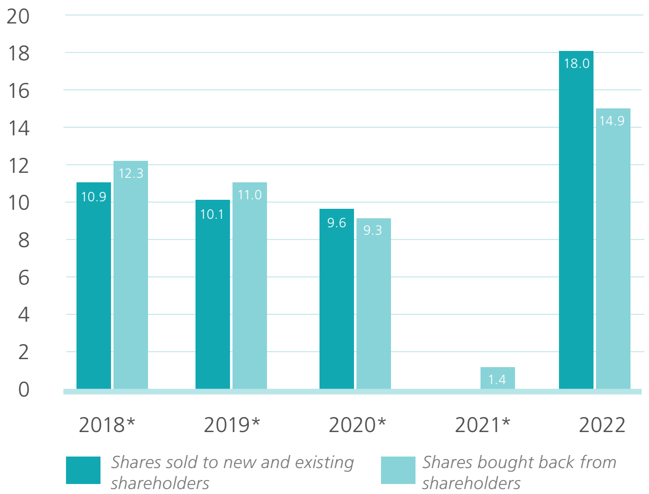
* On 4 March 2022 there was a share split of ordinary and management shares in the ratio of 5:4. Comparatives have been restated to account for this split.

An interim dividend of 23.0 cents per non-voting ordinary and voting management share ('Share') was paid in May 2022 in relation to profit earned in the year ended 31 March 2022.

The Board will consider payment of further dividends relating to profit earned in the year to 31 March 2022 for non-voting ordinary shares, voting management shares and redeemable shares at the Board meeting on 27 October 2022. Further dividend decisions are based on factors such as the financial performance and financial position of the Group, the demands on its financial resources, current trading conditions and the Board's view of future prospects.

(Note that dividends shown were paid in the following financial year, with the exception of the 2021 interim dividend of 13.0 cps that was paid in March 2021).

Non-voting Ordinary Share Sales and Purchases (million shares)



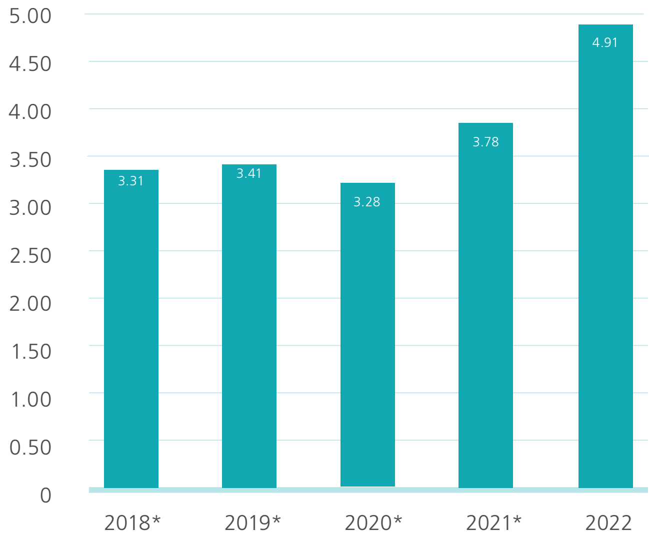
* On 4 March 2022 there was a share split of Shares in the ratio of 5:4. Comparatives have been restated to account for this split.

Typically each year, most non-voting ordinary shares available for sale are resold to new and existing shareholders.

In FY2022, BGL issued 3.7m ordinary shares, and repurchased and cancelled 1.3m non-voting ordinary shares. On 4 March 2022, there was a share split of existing Shares in the ratio of 5:4.

(Note the share transactions were effective from 1 April of the financial year indicated i.e: 1 April 2021 for the 2022 financial year).

Share Price ($)

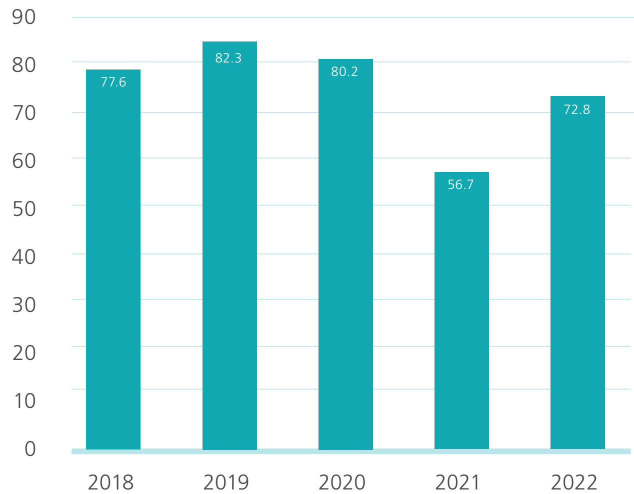


* On 4 March 2022 there was a share split of Shares in the ratio of 5:4. Comparatives have been restated to account for this split.

Our latest Share price of $4.91 represents a 30% increase over the 2021 Share price of $3.78 (post Share split). The increase in the 2022 Share price largely reflected greater confidence in forecast earnings post the Covid pandemic partly offset by a rise in long term interest rates.

(Note the Share price is effective from 1 April each year for all Share transactions).

Share Funding Scheme Loans Drawn ($m)



Total bank facilities arranged by Beca for funding employee share ownership increased from the prior year, which was relatively low due to no Share offer round in 2020.

(Note the share funding figures are as at 31 March for the year shown).

Mark Fleming
Chief Financial Officer
30 September 2022

Matariki, Maori New Year, New Zealand

Waikato Expressway ribbon cutting

STRATEGY

In 2018, we established a five year strategic plan which included seven goals that would help drive us towards a 2030 aspiration to be "the most respected and sought-after professional services and related products firm across the worlds we touch".

Industry 4.0 Mobile Showcase

- EMPOWERING EXCEPTIONAL PEOPLE
- OUR SOCIAL CONTRACT
- STRONG GLOBAL & LOCAL ALLIANCES
- LEADING BUSINESS & PROJECT INTEGRATOR
- BEST IN CLASS
- NEW REVENUES & SUPERIOR MARGIN
- THRIVING GLOBAL NICHES

More information on our strategy through to 2023 can be found **here**.

The Executive Leadership Team monitors progress of each of the goal areas and undertakes a comprehensive review of progress of the five year strategy on an annual basis.

Over the last year, as we navigated the ongoing disruptions from Covid, we have continued to make good progress with many of the core strategies within our strategic plan. Our seven strategic goals have provided a strong "compass" to help us navigate through the Covid period and help the business look towards the longer term.

Our purpose to 'Make Everyday Better' continues to be embedded strongly in our business and, together with our Values and Vision, continues to motivate us as individuals and guides us forward as a business. Our purpose also reflects the substantial contribution we make to our clients' successes and to positive, sustainable outcomes for the communities where we live and work.

Our most recent review of progress against our strategic goals shows we continue to strengthen our strategic alignment.

When we consider our goal of Empowering Exceptional People, our most recent culture survey tells us we are improving in the way we develop our leaders and that those leaders are modelling our values and culture. We still have more work to do to increase effective feedback to our people which, having improved in recent years, showed a slight drop in the most recent survey. Our 'People Absolutes', which have been developed in response to our group strategy, have provided increased focus on setting clear shared expectations, having regular real conversations and providing frequent useful feedback. Making these real for our people needs to be a priority focus for all our leaders.

Our 'Delivery Absolutes' were developed as part of the implementation of our Social Contract goal. These absolutes are now strongly embedded into our business. We continue to see an upward trend in both our JM/JD review completion rates, which at 80% is up 3% from FY2021, and in the favorable responses to Social Contract related indicators in our culture survey.

For our Best-in-Class goal, our sole source % by bid number at 68% of all successful bids continues to trend upward. The focused market strategy in Australia over recent years is continuing to deliver positive results.

Road Safety Week, New Zealand

This Best-in-Class focus has had positive impacts on our New Revenues & Superior Margin goal, where we have seen a positive upward trend in the past year in the ratio between profit making projects to loss making projects. This shows that we are not only making better choices at bid/no bid stage, but we are also delivering our projects more successfully. Our focus on sustainable cash positive business operations has also resulted in an upward trend in the number of geographies that were cash flow positive in FY2022. This is an area for continued improvement.

In FY2022, Covid restrictions continued to constrain progress on some of our goals. Our Global Alliance goal and our Global Niche goal were difficult to progress to the degree we would have hoped for due to ongoing travel disruption. As we see restrictions lifting, we will re-engage with potential global partners and niche markets with a view to strengthening our core business and creating new opportunities.

In FY2023, we enter the final year of our current group strategy cycle. During FY2023 we will be looking forward to our next strategic planning cycle for 2024-26. A three year planning cycle is appropriate so we can remain agile in a dynamic global business environment.

Work to review and refresh our strategy commenced in early FY2023. Initial feedback has been gathered which has helped in designing the review process. Work will continue in the second half of FY2023, with a target to have a refreshed Group Strategy building on the first five years confirmed in advance of the FY2024 business planning cycle.

SUSTAINABILITY

Sustainability is integral to delivering on our purpose to 'Make Everyday Better'. We are committed to taking care of our environment, our communities, and the legacy we leave for future generations.

Our overarching business strategy – Amplify 2023 – provides the direction and focus for our market-facing activities, and structures how we support our people – our greatest assets.

This strategy then cascades to our market-facing strategies (lead by our technical groups) and our operational strategies for business transformation. Sustainability is woven throughout all aspects of this strategy.

We use the terms footprint and handprint to help explain the way in which we focus our efforts:

- Our footprint represents the impacts of our business operations – we aim to minimise the negative impacts of our footprint (for example the impacts of our supply chain and emissions from travelling) and increase the positive impacts we can have (for example the wellbeing of our people, diversity of our business through recruitment, and social outcomes from supply chain engagement).
- Our handprint represents the positive sustainability outcomes we can help to deliver (social, environmental, cultural and economic) through the work we do with our clients and communities. Our focus is to maximise our handprint.

To help us drive and have impact, we have identified key focus areas, including long-standing issues of material importance to Beca as well as issues recognised by our employees and key clients as important in 2017. With the fast pace of change in local and global trends, we plan to undertake a review and refresh of our focus areas in FY2023, through another engagement process.

As identified in 2017, our key areas of focus are:

Pink Shirt Day, Tauranga, New Zealand

Decarbonising our Economy

Across our business, we are acutely aware of the need to take urgent action to reduce our use of fossil fuels. Internally, we continue to look for effective ways to reduce the emissions associated with our own business operations (footprint). Through projects, we support our clients to understand their greenhouse gas emissions, develop emissions reduction plans and consider the climate change risks to their infrastructure and operations (handprint).

Over the last 24 months, we have established a Future Energy team, co-led by Mark Jacob from our Power team and Shane Gowan our Energy Transition Lead. This trans-Tasman, pan-Beca team is working with our clients across the entire energy supply chain – from generation, transmission, storage, distribution and use, to support their decarbonisation goals.

Through our joint venture with Wood plc, we offer decarbonisation skills for the industrial sector.

We have an annual carbon reduction programme that spans our footprint as well as our handprint. In FY2022 we commenced development of a methodology for measuring the performance of the carbon impact of the projects we work on; following a best practice science-based performance measurement. We anticipate being able to share the outcomes of this programme with our clients and the market later in FY2023.

Our FY2022 gross greenhouse gas emissions were estimated at 21,171 tonnes of carbon dioxide equivalent (tCO2e). This is a decrease of 39% compared to our baseline emissions in FY2018. Of these emissions, the New Zealand hub generated 58%, our Australia hub 27%, and our Asia hub 14%. FY2022 emissions increased against FY2021 by 5% as Covid restrictions eased and business activities resumed (increases were a result of increasing air travel, vehicle use and employee commuting in particular).

In the same way we support our clients, a specialist team has developed a decarbonisation trajectory model for Beca, showing multiple pathways that our business could follow to reach our 2030 target. The model enables growth, national policy context and planned initiatives to be considered, and provides a visual representation of how each 'initiative' might contribute to our overall target. This is informing our business in the development of their ongoing Decarbonisation Plan including setting of interim targets in FY2023.

Shaping Resilient and Adaptive Communities

As cities and communities continue to develop at pace and scale, evolving to manage and prepare for an uncertain and increasingly hazardous future is critical. This includes not only our physical infrastructure systems, but also our social infrastructure and community wellbeing.

This year, we have appointed Cushla Loomb as Business Director to lead our market strategy for climate change risk and adaptation. The initial focus of this role is to raise awareness of climate risk and adaptation across our business groups and main geographies. We are also supporting our clients to undergo physical climate risk assessments, climate scenario analysis, climate-related disclosures and adaptation plans.

Led by our in-house climate risk and adaptation specialist teams, we have completed climate scenario analysis for Beca and completed our first climate-related disclosure under the Task-Force for Climate-Related Disclosures (TCFD) framework. As a result, we have added climate and wider social change to our Enterprise Risk Management Process. In FY2023, we will further advance planning for how we as a business transition to a net-zero world and consider adaptation actions to address the identified climate change risks.

Upholding Technical and Professional Leadership

Navigating change in a fast-paced world requires an agile skillset to deliver on our Second Century business goals. To support and drive the integration of sustainability, almost every business line has a Sustainability Working Group. In April 2022, we launched the Beca Learning Academy, which provides a learning pathway for our leaders and people to work together and identify learning offerings for personal and professional growth, from delivery capability to digital. As part of 'Learn at Beca,' sustainability has been given its own focus and is being woven into our various learning programmes (to be rolled-out in FY2024).

As we continue to leverage our technical leadership for business success and supporting client outcomes, we are also investing resources into growing priority areas, such as cultural competency and social procurement.

In FY2022 we launched Te Ahi Tūtata, led by John Blyth, in our New Zealand business, and established four Te Kaiwhakatere (cultural navigator) roles, to integrate mana whenua feedback and a Te Ao Māori perspective into our projects. We also progressed work to support the development of internal cultural capability in Te Ao Māori. Building our cultural competency internally will help us better support our clients to honour Te Tiriti o Waitangi (Treaty of Waitangi).

Social procurement practice aligns closely to our sustainability goal of maximising positive outcomes for our people, the environment, and the communities we are a part of. A procurement focus has become more of a priority as an additional lever for us to continue to deliver social outcomes through our work and business operations. We made the following progress in FY2022:

- Launch of the Social Procurement Knowledge Hub and appointed social procurement champions across the business including regular procurement forums to hear from our clients about their requirements.
- Partnership with Amotai in Aotearoa New Zealand and iDiC (Indigenous Defence & Infrastructure Consortium) in Australia, focusing on supplier diversity and creating more opportunities for indigenous groups and local businesses.

Harnessing Digital Transformation

The start of the Covid pandemic saw an unprecedented demand for digital solutions to support our own business operations and that of our clients. This resulted in an increased requirement for digital skills and further catalysed our focus to actively build on our digital capability and digital leadership. We are also providing guidance and advice to clients on their digital transformation journeys.

A great example of Beca ingenuity is FranklyAI - a community engagement tool with a powerful online platform that allows for fast gathering of information in a conversational style, mimicking face-to-face interaction, and displaying insights directly into a live dashboard.

Fostering a Diverse and Inclusive Business

Fostering a diverse and inclusive business means valuing difference, supporting a gender balance, and enhancing cultural diversity. We know that we are stronger when people from different backgrounds and perspectives work together. Our Group Diversity and Inclusion Plan in FY2022 had actions focused on:

- Accelerating the establishment of women in leadership roles, setting gender targets and supporting the business to meet them.
- Up-skilling our leaders in unconscious bias and inclusive hiring.
- Understanding our additional needs in building cultural capability and developing a plan to close our gaps.

Prioritising Health and Safety

In 2021, Beca's biannual Health, Safety and Environment ('HSE') survey was distributed to all Beca employees to gauge our health and safety culture. The HSE culture index scores are based on the Hudson Safety Culture model and are mapped to a scale that ranges from "pathological" (if somebody gets hurt, it is their fault) to "generative" (safety is simply a way of life). According to this index, Beca is in good shape, nearing the "Proactive" space of the HSE continuum ('We actively look for solutions. Our committed and visible leadership is beginning to transform our HSE performance').

HSE objectives for FY2023 are:

- Embed our HSE behaviours through proactive leadership, increased awareness and positive messaging.
- Take action on improvement areas from our HSE Culture Survey.
- Actively encourage, support and educate our people to become healthier and happier versions of themselves.
- Our key HSE Risks are understood and managed across the business.
- Increase awareness of environmental management within Beca.
- Reduce our carbon footprint by 32% by 2030 from a 2018 baseline.

Prioritising the wellbeing of our people

Wellbeing is a wide-ranging concept affected by physical and psychological wellness, as well as a sense of purpose and connection. Our teams perform best when all team members are healthy, motivated, and engaged. Our Wellbeing Committee identified two key risks in FY2022: ergonomics and psychological health, with the pandemic posing a significant challenge for the wellbeing of our people. Areas of improvement identified by the 'Wellbeing 360 survey' conducted in FY2022 included:

- 1 in 2 could improve their physical activity habits.
- 2 in 4 could focus on areas of their diet to improve nutrition.
- There was an increase in extreme anxiety and depression.

We have invested in supporting the health of our staff including:

- People Leader psychological health training offered by an external organisational psychologist (Dr Laura Kirby).
- Workplace Psychological Health training for our people, providing basic skills to provide others with support, and for their own wellbeing. Developed an additional workshop with Dr Laura Kirby, which was held in 2022, focused on building resilience.
- HSE, People and Culture, and people leaders worked together to confidentially manage psychological health incidents that occurred with our people.
- Ran webinars with external experts on different aspects of health and wellbeing (including Sleep, Nutrition and Vaccinations).
- Worked with People and Culture teams to develop flexible working guidelines that allow our people to bring their best selves to work.
- Leadership training to enable our people leaders to provide suitable support to our employees.

Amotai - Supplier Diversity, Regional Meeting, NZ

REPORT OF THE INDEPENDENT AUDITOR

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bakertilly
STAPLES RODWAY

REPORT OF THE INDEPENDENT AUDITOR

To the Shareholders of Beca Group Limited

Report on the Concise Consolidated Financial Statements

Opinion

The accompanying concise consolidated financial statements which comprise the concise consolidated statement of financial position as at 31 March 2022, the concise consolidated statement of comprehensive income, concise consolidated statement of changes in equity and concise consolidated statement of cash flows for the year then ended, and related notes, are derived from the audited consolidated financial statements of Beca Group Limited and its subsidiaries (the "Group") for the year ended 31 March 2022. We expressed an unmodified audit opinion on those consolidated financial statements in our report dated 1 July 2022. Those consolidated financial statements, and the concise consolidated financial statements, do not reflect the effects of events that occurred subsequent to the date of our report on those consolidated financial statements.

The concise consolidated financial statements do not contain all the disclosures required for full consolidated financial statements under generally accepted accounting practice in New Zealand. Reading the concise consolidated financial statements, therefore, is not a substitute for reading the audited consolidated financial statements of the Group.

Our report is made solely to the Shareholders of the Group. Our audit work has been undertaken so that we might state to the Shareholders of the Group those matters we are required to state to them in an auditors' 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 Shareholders of the Group as a body, for our audit work, for our report or for the opinions we have formed.

In our opinion, the concise consolidated financial statements derived from the audited consolidated financial statements of Beca Group Limited and its subsidiaries for the year ended 31 March 2022 are consistent, in all material respects, with those consolidated financial statements, in accordance with FRS-43: *Summary Financial Statements*.

Responsibilities of the Directors for the Concise Consolidated Financial Statements

The Directors are responsible for the preparation of a summary of the audited consolidated financial statements in accordance with FRS -43: *Summary Financial Statements*.

Auditor's Responsibilities

Our responsibility is to express an opinion on the concise consolidated financial statements based on our procedures, which were conducted in accordance with International Standard on Auditing (New Zealand) (ISA (NZ)) 810, "Engagements to Report on Summary Financial Statements."

Other than in our capacity as auditor, our firm carries out other assignments for Beca Group Limited and its subsidiaries in the areas of taxation compliance services and special consultancy services. The provision of these other services has not impaired our independence.

Baker Tilly Staples Rodway

BAKER TILLY STAPLES RODWAY AUCKLAND

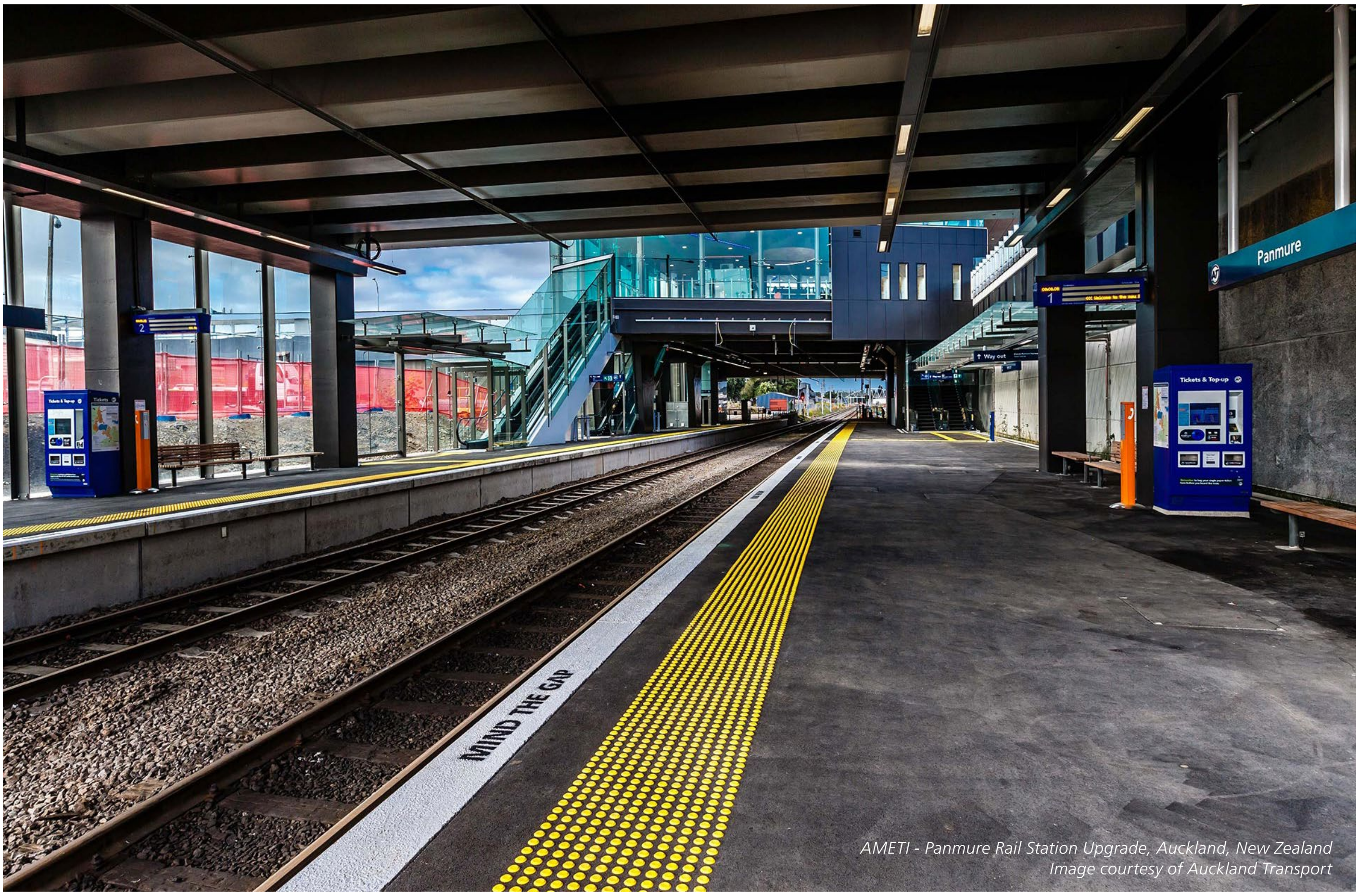
Auckland, New Zealand

4 August 2022

CONCISE CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the year ended 31 March 2022

	2022 $'000	2021 $'000
Revenue	661,528	564,354
Operating expenses	(563,845)	(496,967)
OPERATING PROFIT	**97,683**	**67,387**
Other income	11,982	10,183
Finance income	58	10
Finance costs	(2,065)	(2,272)
Share of profit of associates	427	195
NET PROFIT BEFORE INCOME TAX EXPENSE	**108,085**	**75,503**
Income tax expense	(29,143)	(22,278)
NET PROFIT AFTER INCOME TAX EXPENSE FOR THE YEAR	**78,942**	**53,225**
Other comprehensive income (items that may be reclassified subsequently to profit or loss)		
Movement in foreign currency translation reserve	112	136
Share of other comprehensive income of associates	(1)	10
OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF TAX	**111**	**146**
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	**79,053**	**53,371**



AMETI - Panmure Rail Station Upgrade, Auckland, New Zealand
Image courtesy of Auckland Transport

The above Concise consolidated statement of comprehensive income should be read in conjunction with the accompanying notes

CONCISE CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 31 March 2022

	NOTE	SHARE CAPITAL $'000	FOREIGN CURRENCY TRANSLATION RESERVE $'000	RETAINED EARNINGS $'000	TOTAL EQUITY $'000
Balance at 1 April 2020		47,912	(3,156)	76,169	120,925
Net profit after income tax expense for the year		–	–	53,225	53,225
Other comprehensive income for the year, net of tax		–	136	10	146
Total comprehensive income for the year		–	136	53,235	53,371
Transactions with owners in their capacity as owners					
Net shares cancelled	6	(4,320)	–	–	(4,320)
Shares redeemed	6	(367)	–	–	(367)
Dividends paid		–	–	(64,384)	(64,384)
Supplementary dividend paid		–	–	(1,491)	(1,491)
Foreign investor tax credits		–	–	1,491	1,491
BALANCE AT 31 MARCH 2021		**43,225**	**(3,020)**	**65,020**	**105,225**

	NOTE	SHARE CAPITAL $'000	FOREIGN CURRENCY TRANSLATION RESERVE $'000	RETAINED EARNINGS $'000	TOTAL EQUITY $'000
Balance at 1 April 2021		43,225	(3,020)	65,020	105,225
Net profit after income tax expense for the year		–	–	78,942	78,942
Other comprehensive income for the year, net of tax		–	112	(1)	111
Total comprehensive income for the year		–	112	78,941	79,053
Transactions with owners in their capacity as owners					
Net shares issued	6	10,481	–	–	10,481
Shares redeemed	6	(4,597)	–	–	(4,597)
Dividends paid		–	–	(44,908)	(44,908)
Supplementary dividend paid		–	–	(967)	(967)
Foreign investor tax credits		–	–	967	967
BALANCE AT 31 MARCH 2022		**49,109**	**(2,908)**	**99,053**	**145,254**

The above Concise consolidated statement of changes in equity should be read in conjunction with the accompanying notes

CONCISE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 31 March 2022

	NOTE	2022 $'000	2021 $'000
Current Assets			
Cash and cash equivalents		85,334	54,805
Trade and other receivables	2	101,128	83,259
Contract assets	3	59,429	39,990
Financial assets at fair value through profit or loss		9,402	5,361
Amounts owing from associates		6,712	6,286
Derivatives at fair value through profit or loss		179	191
TOTAL CURRENT ASSETS		**262,184**	**189,892**
Non-Current Assets			
Contract assets	3	1,789	2,906
Investments in associates		3,028	2,602
Deferred tax assets		14,177	13,828
Intangible assets and goodwill		1,694	1,125
Right-of-use assets	4	45,490	57,303
Property, plant and equipment		18,732	17,676
Derivatives at fair value through profit or loss		2	–
TOTAL NON-CURRENT ASSETS		**84,912**	**95,440**
TOTAL ASSETS		**347,096**	**285,332**
Current Liabilities			
Contract liabilities		35,198	32,303
Trade and other payables	5	93,402	67,836
Borrowings		7,107	7,351
Provisions		6,848	6,862
Lease liabilities		14,703	13,815
Taxation payable		10,274	5,287
TOTAL CURRENT LIABILITIES		**167,532**	**133,454**
Non-Current Liabilities			
Borrowings		–	500
Contract liabilities		221	–
Provisions		1,568	1,514
Lease liabilities		32,521	44,639
TOTAL NON-CURRENT LIABILITIES		**34,310**	**46,653**
TOTAL LIABILITIES		**201,842**	**180,107**
NET ASSETS		**145,254**	**105,225**
Equity			
Share capital		49,109	43,225
Foreign currency translation reserve		(2,908)	(3,020)
Retained earnings		99,053	65,020
TOTAL EQUITY		**145,254**	**105,225**

For and on behalf of the Board of Directors, dated 4 August 2022

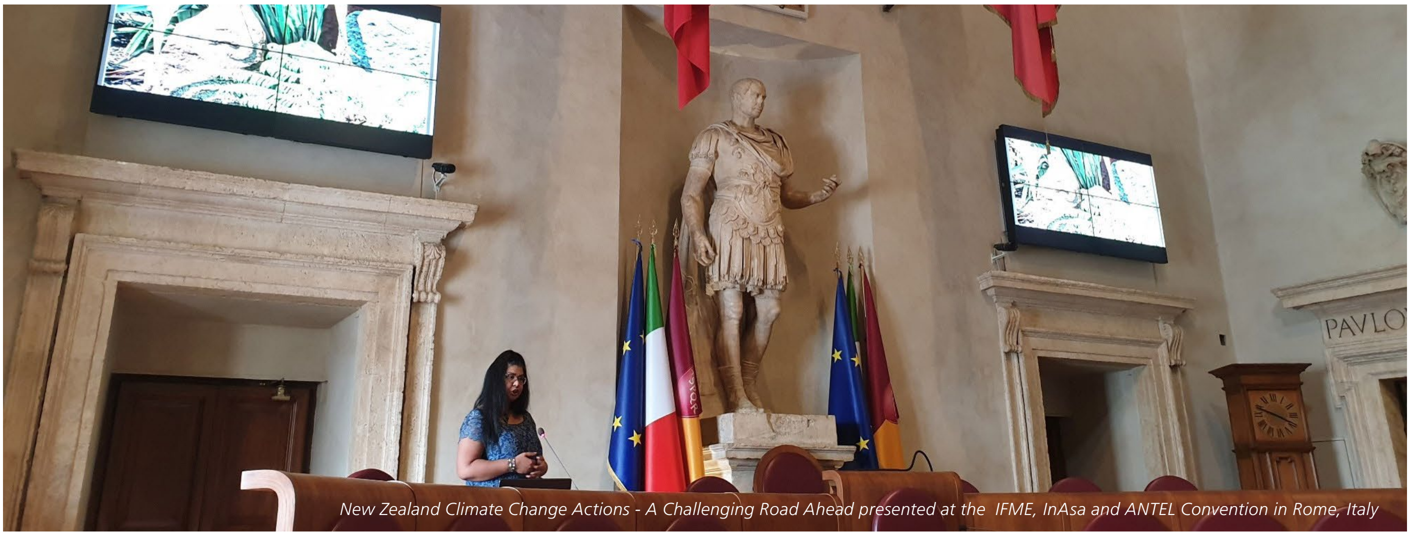
G I Lowe | Group Chief Executive **D Carter** | Executive Chair

The above Concise consolidated statement of financial position should be read in conjunction with the accompanying notes

CONCISE CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended 31 March 2022

	NOTE	2022 $'000	2021 $'000
Cash flows from operating activities			
Receipts from customers		630,671	572,096
Receipts from government grants		860	7,596
Dividends received		–	87
Finance income		58	10
Payments to suppliers		(120,991)	(95,621)
Payments to employees		(383,786)	(363,467)
Finance costs		(2,065)	(2,272)
Income taxes paid		(24,506)	(23,717)
NET CASH PROVIDED BY OPERATING ACTIVITIES		**100,241**	**94,712**
Cash flows from investing activities			
Purchase of financial assets at fair value through profit or loss		(5,494)	–
Purchase of property, plant and equipment		(6,510)	(3,205)
Purchase of intangible assets		(1,509)	(563)
Proceeds from sale of property, plant and equipment		74	42
NET CASH APPLIED TO INVESTING ACTIVITIES		**(13,439)**	**(3,726)**
Cash flows from financing activities			
Net share capital issued/(cancelled)	6	5,884	(4,687)
Repayment of borrowings		(750)	(1,890)
Principal elements of lease payments		(16,230)	(15,780)
Dividends paid to shareholders		(44,908)	(64,384)
NET CASH APPLIED TO FINANCING ACTIVITIES		**(56,004)**	**(86,741)**
Net increase in cash and cash equivalents		30,798	4,245
Cash and cash equivalents at the beginning of the financial year		54,805	51,363
Effects of exchange rate changes on cash and cash equivalents		(269)	(803)
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL YEAR		**85,334**	**54,805**



New Zealand Climate Change Actions - A Challenging Road Ahead presented at the IFME, InAsa and ANTEL Convention in Rome, Italy

The above Concise consolidated statement of cash flows should be read in conjunction with the accompanying notes

NOTES TO THE CONCISE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2022

Note 1. Significant accounting policies

The concise consolidated financial statements are a summary of the financial position and operations of Beca Group Limited (the "Company") and its subsidiaries (the "Group"). The registered office of the Group is 21 Pitt Street, Auckland.

These concise consolidated financial statements have been extracted from the full consolidated financial statements, which have been reported on by the auditors. The auditor's report on the full consolidated financial statements was unmodified.

The concise consolidated financial statements by their nature cannot provide as full an understanding of the results and affairs of the Group as provided by the full consolidated financial statements. A copy of the full consolidated financial statements can be obtained from Chris Marryatt, 21 Pitt Street, Auckland.

The presentation currency is New Zealand dollars (which is the functional currency of the Group) and balances are rounded to the nearest thousand dollars ($'000) unless otherwise stated.

The full consolidated financial statements were approved for issue by the Board of Directors on 1 July 2022.

Statement of compliance

The concise consolidated financial statements have been prepared in accordance with Generally Accepted Accounting Practice in New Zealand ("NZ GAAP") as it relates to Summary Financial Statements and with Financial Reporting Standard No. 43 *Summary Financial Statements*, issued by the External Reporting Board.

Beca Group Limited is domiciled and incorporated in New Zealand and registered under the *Companies Act 1993*. The Group is a reporting entity for the purposes of the *Financial Reporting Act 2013*. The full consolidated financial statements of the Group have been prepared in accordance with the *Financial Reporting Act 2013*, the *Companies Act 1993* and NZ GAAP. The Group is a Tier 2 for-profit entity and has elected to report in accordance with Tier 2 For-Profit Accounting Standards (New Zealand equivalents to International Financial Reporting Standards – Reduced Disclosure Regime (NZ IFRS RDR)) issued by the New Zealand Accounting Standards Board on the basis that it does not have public accountability and is not a large for-profit public sector entity.

1.1 Basis of preparation

The full consolidated financial statements were prepared under the historical cost convention, as modified by revaluations to fair value for certain classes of assets and liabilities as described in the accounting policies.

The Directors assessed the use of the going concern basis and determined that it was appropriate in preparing the full consolidated financial statements.

All significant inter-company transactions and balances were eliminated in preparing the full consolidated financial statements.

1.2 Changes in accounting policies

The accounting policies applied in the full consolidated financial statements were the same as those applied in the prior year.

1.3 Revenue

Revenue policy

Consulting revenue is recognised when (or as) the Group satisfies performance obligations by transferring promised services to its customers. The Group generally transfers control of a service over time and therefore satisfies a performance obligation and recognises revenue over time. Revenue is recognised over time by measuring the progress towards complete satisfaction of each performance obligation. The Group applies the input method of measuring progress for each performance obligation satisfied over time which is measured by the costs incurred to date in relation to the estimated total costs expected to complete the contract. The Group generally does not have any significant contracts where the period between the transfer of the promised services to customer and the payment by the customer, as contractually agreed, exceeds one year. If applicable, the transaction price is adjusted for the time value of money.

License revenue from software products are billed to customers monthly and recognised on a straight line basis over the term of the contract. Any implementation fees are recognised on a straight line basis over the contract term.

Finance income

Finance income is recognised using the effective interest method.

Dividend revenue

Dividend revenue is recognised when the right to receive payment has been established.

Government grants

Government grants are recognised when there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received. Government grants are recognised in profit or loss over the periods necessary to match them with the costs that they are intended to compensate.

1.4 Contract assets and liabilities

Contract assets primarily relate to the Group's rights to consideration for work performed but not billed at the reporting date. Contract assets are generally also referred to as work in progress. Where billing cannot take place within twelve months of the reporting date, contract assets are classified as non-current assets.

The Group capitalises costs to fulfil contracts where the costs are incremental to obtaining the contract, generate resources that will be used in satisfying the contract and are expected to be recovered. These are included in contract assets and amortised on a straight line basis over the term of the specific contract they relate to, consistent with the pattern of recognition of the associated revenue.

Contract liabilities primarily relate to the Group's obligation to transfer services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognised as revenue when work is performed under the contract. Where the net amount of the Group's rights to consideration for work performed after deduction of progress payments received is negative, the difference is recognised as a contract liability.

As with trade receivables, contract assets are reviewed regularly for individual impairment and for those contract assets not individually impaired, a simplified approach is applied to measuring expected credit losses which uses a lifetime expected loss allowance. Contract assets are deemed to have substantially the same risk characteristics as trade receivables and the Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of loss rates for contract assets.

1.5 Leases

At inception of a contract, the Group assesses whether an arrangement is or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability, adjusted for any prepaid or accrued lease payments before lease commencement date, any incentives received, and any initial direct costs or restoration costs.

The right-of-use asset is subsequently depreciated using the straight line method from the commencement date to the earlier of the end of the useful life of the asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

Extension and termination options are included in a number of leases across the Group. In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the Group.

Liabilities arising from a lease are initially measured at the present value of the lease payments at the commencement date including reasonably certain renewals. The lease payments are discounted using the relevant incremental borrowing rate, with different rates specified by country. Lease liabilities include the net present value of fixed lease payments less any lease incentives receivable, the exercise price of a purchase option when it is reasonably certain to exercise that option, and payments of penalties for terminating the lease if that option will be exercised.

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made. It is remeasured when there is a change in future lease payments arising from a change in an index or rate and changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised, or any lease modifications that are not accounted for as a separate lease.

The Group has elected not to recognise right-of-use assets and lease liabilities for short term leases with a lease term of 12 months or less and leases of low value assets. The Group recognises the lease payments associated with these leases as an expense on a straight line basis over the lease term.

1.6 Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost less allowance for individual impairment and expected credit losses (together referred to as the 'loss allowance').

Trade receivables are reviewed regularly for individual impairment and where there is objective evidence of an impairment, the expected loss is determined as the difference between the carrying amount and recoverable amount. For trade receivables that are not individually impaired, the Group applies the NZ IFRS 9 *Financial Instruments* simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped by country, client type (private or government) and age of debt. The expected loss rates vary by country and are based on historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Note 2. Trade and other receivables

	2022 $'000	2021 $'000
Trade receivables	93,059	75,775
Less: loss allowance	(4,625)	(6,661)
	88,434	**69,114**
Prepayments	7,781	8,627
Other receivables	4,913	5,518
	101,128	**83,259**

The loss allowance for trade receivables and contract assets is comprised of allowance for individual impairment and expected credit losses ('ECL'). The provision for ECL has been assessed using a simplified approach based on a lifetime expected loss allowance for trade receivables and contract assets (that individually are not impaired). The expected loss rate for both trade receivables and contract assets was determined by grouping trade receivables by country, client type (private or government) and age of debt.

The Group's loss rate reflects the expected economic environment and heightened credit risk over the lifetime of the trade receivables and contract assets recognised at reporting date.

Movements in the loss allowance of trade receivables are as follows:

	2022 $'000	2021 $'000
Opening balance	6,661	8,189
Additional allowance during the year	1,756	2,948
Release of allowance during the year	(3,419)	(4,218)
Receivables written off during the year	(318)	(194)
Translation differences	(55)	(64)
CLOSING BALANCE	**4,625**	**6,661**

Note 3. Contract assets

	2022 $'000	2021 $'000
Gross current contract assets	61,790	43,550
Less: loss allowance	(2,361)	(3,560)
Total current contract assets	**59,429**	**39,990**
Non-current contract assets	**1,789**	**2,906**
Total contract assets	**61,218**	**42,896**

Note 4. Right-of-use assets

The Group leases office premises, motor vehicles and office equipment. Information about leases for which the Group is a lessee and have recognised on the balance sheet are presented below.

	OFFICE PREMISES $'000	MOTOR VEHICLES $'000	OFFICE EQUIPMENT $'000	TOTAL $'000
At 31 March 2020	**56,764**	**21**	**17**	**56,802**
Additions and adjustments	15,095	(2)	(1)	15,092
Depreciation	(14,560)	(15)	(16)	(14,591)
At 31 March 2021	**57,299**	**4**	**–**	**57,303**
Additions and adjustments	3,112	49	–	3,161
Depreciation	(14,958)	(16)	–	(14,974)
At 31 March 2022	**45,453**	**37**	**–**	**45,490**

Note 5. Trade and other payables

	2022 $'000	2021 $000
Trade payables	7,289	5,368
Accrued expenses	41,606	12,817
Employee leave entitlements	26,149	20,691
GST, PAYE and other payroll liabilities	18,358	28,960
	93,402	**67,836**

Note 6. Share capital

Ordinary shares

During the year, the Company issued 3,700,000 ordinary shares for cash consideration of $17,464,000 ($4.72 per share).

During the year, the Company repurchased 1,276,432 ordinary shares for cash consideration of $5,662,859 and subsequently cancelled them (891,432 at $4.72 per share and 385,000 at $3.78 per share).

On 4 March 2022, the Directors approved a share split of existing ordinary and management shares on a pro rata basis of 5 shares for every 4 held.

During the prior year, the Company repurchased 1,053,753 ordinary shares for cash consideration of $4,320,387 and subsequently cancelled them ($4.10 per share).

Ordinary shares are fully paid up, carry no voting rights and are entitled to dividends.

Redeemable shares

During the year, the Company redeemed 4,596,089 redeemable shares for cash consideration of $4,596,089 ($1 per share).

During the prior year, the Company redeemed 367,307 redeemable shares for cash consideration of $367,307 ($1 per share).

Redeemable shares do not carry a fixed entitlement to dividends however dividends can be paid as determined by the Directors. The shares may be redeemed for cash consideration at the option of the Company at any time after having provided the holder of the shares with five business days' notice. The redeemable shares are fully paid up and carry no voting rights.

Management shares

Management shares are fully paid up, carry voting rights and are entitled to dividends.

During the year, the Company repurchased 279,587 management shares for cash consideration of $1,319,651 ($4.72 per share).

On 4 March 2022, the Directors approved a share split of existing ordinary and management shares on a pro rata basis of 5 shares for every 4 held.

World Water Day 2021

Note 7. Contingent liabilities

Share loan facilities are provided by Westpac New Zealand Limited and Bank of New Zealand (together 'the Lenders') to assist certain employee shareholders to fund the purchase of shares in the Company. The debts owing in respect to loans provided under these facilities are the responsibility of the individual borrowers and are not guaranteed or indemnified by the Company. Together with certain other companies, the Company has provided some undertakings to the Lenders in relation to these facilities. At the reporting date the loans outstanding in respect of these facilities totalled $72.8m (2021: $56.7m).

Under specific circumstances, including default by the borrowers and other entities, these undertakings could potentially oblige the Company to repurchase some individual borrowers shares in accordance with the terms of the BGL Shareholders Agreement and to pay the proceeds to the Lenders to the extent of the individual borrowers outstanding loan(s). The potential contingent liability in respect to these undertakings cannot practically be quantified. The Directors are not aware of any circumstance that may result in the undertakings being called upon.

In common with other professional services firms, companies within the Group are involved, in the ordinary course of business, in a number of disputes relating to the provision of its services. Provision is made for claims when management considers material costs are likely to be incurred. The Group also carries professional indemnity insurance, however, additional claims could be made which may not be covered by existing provisions or insurance. At 31 March 2022, management were aware of one claim with an alleged value that exceeds the indemnity limits of applicable insurance policies. No provision for amounts in excess of insurance indemnity limits has been made in the full consolidated financial statements. The relevant claim is being defended and, given its status, management is unable to reliably estimate the potential amount of loss (if any) for which the relevant company may be liable.

Note 8. Events after the reporting period

Interim dividend

On 3 May 2022, an ordinary and management share dividend of 23.0c per share or $28,866,249 was declared. These dividends were paid on 18 May 2022. The Company also paid a supplementary dividend of $651,049 to its non-resident shareholders in accordance with the Foreign Investors Tax Credit Regime, which equated to 4.1c per share.

Acquisition

On 29 April 2022, Beca Pty Limited acquired 100% of the issued shares of Hunter H2O Holdings Pty Limited for cash consideration of A$23.6m, funded by way of borrowings. Hunter H2O Holdings Pty Limited is an Australian specialist water industry consultancy.

The financial effects of this transaction have not been recognised at 31 March 2022. The operating results and assets and liabilities of the acquired company will be consolidated from 29 April 2022.

At the time the full consolidated financial statements were authorised for issue, the Group had not yet completed the accounting for the acquisition as the provisional values for the identifiable assets acquired and liabilities assumed were not yet available. It is expected that most of the consideration will be recognised as goodwill and other intangible assets.

Issue of share capital

On 2 June 2022, the Company issued 2,700,000 ordinary shares for cash consideration of $13,257,000 ($4.91 per share).

There were no other material events subsequent to the reporting date that required disclosure or adjustment to the full consolidated financial statements.

FIVE YEAR FINANCIAL SUMMARY

Year ending 31 March	2018	2019	2020	2021	2022
Revenue $'000	$541,154	$549,546	$569,890	$564,354	**$661,528**
Net profit after tax $'000	$45,222	$44,167	$53,317	$53,225	**$78,942**
Total assets $'000[1]	$224,752	$219,983	$294,574	$285,332	**$347,096**
Total liabilities $'000[1]	$120,663	$113,957	$173,649	$180,107	**$201,842**
Total equity $'000	$104,089	$106,026	$120,925	$105,225	**$145,254**
No. of Ordinary and Management shares at year end '000[4]	123,504	124,415	124,046	122,729	**125,506**
No. of Redeemable shares at year end '000	11,935	11,093	10,961	10,594	**5,998**
Earnings per share[2, 4]	36.1	35.1	43.0	42.9	**62.5**
Dividend per share[2, 3, 4]	36.2	33.8	38.5	49.2	**23.0**
Current ratio	1.72:1	1.62:1	1.52:1	1.42:1	**1.56:1**
Equity ratio	0.51:1	0.48:1	0.41:1	0.37:1	**0.42:1**
Return on equity	45%	42%	47%	47%	**63%**
Share price[4]	$3.31	$3.41	$3.28	$3.78	**$4.91**

1. The significant increase in total assets and total liabilities as at 31 March 2020 was primarily due to the adoption of NZ IFRS 16 Leases from 1 April 2019.

2. A dividend of 5.0c was paid in respect of Redeemable shares in each prior year. These dividends have been deducted when calculating earnings per non-voting Ordinary and voting Management share ('Shares'). Share dividends in prior years are based on adjusted profit after tax less Redeemable share dividends. Adjusted profit is net profit after tax which is then adjusted typically for items of revenue and/or expenses that are non trading such as Trust Distributions. To date, only an interim dividend of 23.0c per Share has been declared and paid in respect of FY22 adjusted profit.

3. Dividends shown above were paid in the following financial year, with the exception of the 2021 interim dividend of 13.0 cps that was paid in March 2021.

4. On 4 March 2022 there was a share split of Shares in the ratio of 5:4. Comparatives have been restated to account for this split.

Creating connected communities - Waipa, New Zealand urban design

CORPORATE GOVERNANCE

Our strong governance structures contribute to the proactive management of risk and having the right strategies, objectives, actions and an enabling culture in place across the business to achieve our vision as creative people together transforming our world

BGL Management Share Trust

All voting management shares in Beca Group Limited (**BGL**) are held by BGL Management Share Trustee Ltd, as trustee of the BGL Management Share Trust (**BGLMST**). BGLMST fulfils the functions of a voting shareholder, including appointing BGL Directors and approving shareholder matters (such as major transactions, a significant BGL capital structure change, issues of shares, or altering BGL's constitution). The Directors of BGLMST are reviewed every three years with the next review due in April 2023.

The Directors of BGLMST as at 30 September 2022 were:

- **Craig Price** (Chair)
- **Phil Card**
- **David Carter**
- **Rebecca Davidson**
- **Mark Fleming**
- **Richard Holyoake**
- **Amelia Linzey**
- **Lee Ang Seng**
- **Darryl-Lee Wendelborn**

Our BGL Board

The BGL Board of Directors (the **Board**) is responsible for maintaining high corporate governance standards and monitoring the business and affairs of BGL including setting strategic direction, establishing goals for management and monitoring the achievement of those goals.

Consistent with our nature as an employee-owned business, the Board is accountable to all shareholders and represents and promotes their interests with a view to building long-term shareholder value, with due regard to other stakeholder interests.

The composition of the Board is determined in accordance with the BGL Shareholders Agreement by BGLMST as the holder of all voting management shares in BGL. A review is required three-yearly, including consultation with non-voting ordinary shareholders. The last formal review was completed in April 2022 including shareholder consultation, an independent board review undertaken by Kerridge & Partners and review and decision by BGLMST. The next formal review is in April 2025. The Nomination Committee for BGL Directors is a joint advisory committee of BGL and BGLMST. The Committee's key function is to assist in the review of the BGL Board composition including proposing retirements and appointments for the consideration and decision of the BGLMST Board.

The Committee advises on BGL Board composition by considering Board objectives, strategy and operations and assessing the competencies, knowledge, skills and attributes required of candidates to enable the BGL Board to function effectively with due regard to the Charter.

The members of the Board as at 30 September 2022 were:

David Carter
Executive Chair

Sandra Dodds
Non-Executive Director

Ross George
Non-Executive Director

Thomas Hyde
Executive Director

Amelia Linzey
Executive Director

Greg Lowe Group Chief Executive

David Papps
Executive Director

Catherine Savage
Non-Executive Director

Our Corporate Governance Framework

The Board's Corporate Governance Charter recognises the respective roles and responsibilities of the Board and management and reflects the sound base that the Board has developed for providing strategic guidance for the Beca Group and the effective oversight of management.

Board Meetings and Attendances

The Board currently plans to meet not less than eleven times each year. The total number of Board meetings held during the 2021/22 financial year and details of Directors' attendance at those meetings are set out below:

Board Attendance in the year ended 31 March 2022

Board Member	Meetings held[1]	Meetings attended
David Carter	13	12
Sandra Dodds	13	12
Ross George	13	13
Thomas Hyde	13	13
Amelia Linzey	13	12
Greg Lowe	13	13
David Papps	13	13
Catherine Savage[2]	10	10

1. *Includes two special meetings relating to the acquisition of Hunter H2O Holdings Pty Limited.*
2. *Catherine Savage appointed 1 July 2021.*

Board Committees

The Board is assisted by the standing Committees listed below. The Committees' roles are generally advisory, making recommendations to the Board for decision, although some such as the Shareholding Committee, are vested with specific decision-making authorities.

Each committee has terms of reference that outline the role, rights, responsibilities and membership requirements for that committee. The Board is responsible for appointing committee members according to the skills, experience and other qualities they bring to the committee. The minutes of each committee's meetings are available to the Board on request.

Memberships as at 30 September 2022 were:

Audit & Risk Committee

Andrew Frankham (Chair) Consultant (by way of background, Andrew is the Chief Financial Officer of Direct Capital Limited)
David Carter BGL Executive Chair
Amelia Linzey Executive Director
David Papps Executive Director
Ann Williams Senior Principal

Nomination Committee for BGL Directors

BGL Members BGL Chair and BGL nominee
BGLMST Members BGLMST Chair and BGLMST nominee

Shareholding Committee

David Carter (Chair) BGL Executive Chair
Rebecca Davidson BGL Company Secretary
Mark Fleming Chief Financial Officer
Thomas Hyde Executive Director
Amelia Linzey Executive Director
Greg Lowe Group Chief Executive
David Papps Executive Director

People & Remuneration Committee

David Carter (Chair) BGL Executive Chair
Amelia Linzey Executive Director
Greg Lowe Group Chief Executive
Catherine Savage Non-Executive Director

Insurance Committee

David Carter (Chair) BGL Executive Chair
Richard Aitken Consultant
Mark Fleming Chief Financial Officer
Chye Heng Senior Advisor
Greg Lowe Group Chief Executive

Banking Committee

David Carter (Chair) BGL Executive Chair
Mark Fleming Chief Financial Officer
Rebecca Davidson BGL Company Secretary
Greg Lowe Group Chief Executive

Subsidiary Company Boards

All subsidiary companies within the Group have their own Board of Directors. While the BGL Board has a monitoring and oversight function in respect of the subsidiary companies, each subsidiary has autonomy in its decision making. Subsidiary company directors act independently, although in a co-ordinated way consistent with the strategic direction set by the BGL Board.

Company Secretary

The BGL Company Secretary as at 30 September 2022 was Rebecca Davidson.

Executive Leadership Team (ELT)

While the Board remains responsible for overall governance and the strategic direction of the Beca Group, the ELT is Beca's key operations executive body. The ELT is constituted under the chair of the Group Chief Executive and typically meets every two months.

The members of the ELT as at 30 September 2022 were as follows:

Greg Lowe
(Chair) Group Chief Executive

Kevin Doherty
Group Director – Transport & Infrastructure

Mark Fleming
Chief Financial Officer

Anne Henry
Chief People and Culture Officer

Thomas Hyde
Chief Digital Officer and Group Director – Defence & National Security

Lee Ang Seng
Managing Director – Singapore and Myanmar

Craig Lee
Managing Director – Australia

Amelia Linzey
Group Director – Advisory

Don Lyon
Chief Strategy and Operations Officer

Craig Price
Chief Technical Officer

Clive Rundle
Group Director – Utilities

Mark Spencer
Group Director – Buildings

Jimmy Walsh
Group Director – Industrial

Darryl-Lee Wendelborn
Managing Director – New Zealand

Chief Specialists

Chief Specialists are our more experienced and esteemed gurus – individuals who are recognised both inside and outside of Beca as leaders in their respected fields. They are Beca's ultimate arbitrators of technical advice and have proven their ability to promote innovation while balancing risk alongside other commercial drivers. Inevitably they are also proven deliverers, work winners and people leaders, and provide aspiration for budding specialists to follow a more technical career path. Such leaders are vital to our business as ultimately we produce a technical solution.

Beca currently has four Chief Specialists:

Amelia Linzey
Chief Planner

Do Van Toan
Chief Engineer – Geotechnical

Jon Williams
Chief Specialist – Project and Digital Delivery

Rob Jury
Chief Engineer – Structures

Directors' Disclosures

Disclosures of Interest

BGL Directors have made the following general disclosures of interests as at 30 September 2022 in relation to substantive entities external to Beca which Beca may interact with:

Director*	Position	Organisation
David Carter	Trustee	University of Auckland Foundation
	Guardian	The Aotearoa Circle
Sandra Dodds	Non-Executive Director	OceanaGold Limited
	Non-Executive Director	Snowy Hydro Limited
	Non-Executive Director	Contact Energy Limited
Ross George	Non-Executive Director	Auckland Regional Chamber of Commerce & Industry Limited
	Non-Executive Director	Bayley Corporation Limited
	Non-Executive Director and Shareholder	Mondiale VGL Group Limited
	Non-Executive Director and Shareholder	Qestral Corporation
	Executive Director and Shareholder	Direct Capital Limited and related companies**
	Non-Executive Director and Shareholder	Power Paperboard Limited
	Non-Executive Director and Shareholder	Climate Coating Limited
	Executive Director	BioPacificVentures Limited and VIF/BioPacificVentures
	Non-Executive Director	Pohutukawa II & V Investment entities and Pohutukawa II Management Limited
Amelia Linzey	Director	Infrastructure Sustainability Council
Greg Lowe	Member	King's College Board
	Member	Strategic Advisory Board for Centre for Defence and Security Studies
	Chair	New Zealand Defence Industry Advisory Council
	Chair	Business NZ Major Companies CEO Forum
	NZ Co-Chair	ANZ Leadership Forum

**All BGL Directors have disclosed their respective interests. The table above notes only those interests in relation to substantive entities external to Beca which Beca may interact with.*

***Direct Capital Rima Limited holds 6,250,000 BGL non-voting ordinary shares. Ross George is a Director of this company.*

Young Innovators Awards Workshop 2022

Executive Chair, Group Chief Executive and Non-Executive Directors Remuneration

Director	Remuneration[1]
David Carter	$483,761
Greg Lowe	$688,164
Sandra Dodds	$111,418
Ross George	$88,750
Catherine Savage	$67,500

1. Paid for the year ended 31 March 2022 and includes salary, bonus and benefits.

BGL Director Shareholding

	Non-Voting Ordinary Shares Held			
Director	As at 1 April 2021	Purchases/ (Sales)#	5:4 Share Split	As at 31 March 2022
David Carter	990,756	(139,394)	212,840	1,064,202
Thomas Hyde	900,000	50,000	237,500	1,187,500
Amelia Linzey	725,000	50,000	193,750	968,750
Greg Lowe	824,048	(74,048)	187,500	937,500
David Papps	725,000	50,000	193,750	968,750
Sandra Dodds	-	15,000	3,750	18,750
Catherine Savage	-	15,000	3,750	18,750

Note Ross George is a Director of Direct Capital Rima Limited, which holds 6,250,000 BGL non-voting ordinary shares.
 # The share sales for David Carter and Greg Lowe were related to the Beca sell down policy for shareholders.

	Redeemable Shares Held		
Director	As at 1 April 2021	Share Redemptions	As at 31 March 2022
David Carter	307,626	(40,000)	267,626
Thomas Hyde	130,242	(40,000)	90,242
Amelia Linzey	22,157	(22,157)	-
Greg Lowe	148,897	(40,000)	108,897
David Papps	74,323	(40,000)	34,423

Shareholding details above include both the Directors' personal shareholding and any shares held by a family trust of which a Director is a trustee and/or a beneficiary.

Employee Remuneration

Our aim is for our rewards to be simple, fair and transparent. It helps us to ensure our pay and benefits are competitive within the employment market of each country we operate in so that we attract, motivate and retain great employees.

The table below shows the total remuneration (salary, bonus and benefits) totalling $275,000 or more received by employees or former employees in the year ended 31 March 2022. Offshore remuneration amounts have been converted into New Zealand dollars.

Total Remuneration ($'000)	Number of employees
$651-$750k	1
$551-$650k	1
$451-$550k	1
$401-$450k	3
$351-$400k	1
$326-$350k	8
$301-$325k	14
$275-$300k	14

CORPORATE DIRECTORY

Registered Office	**Beca House** 21 Pitt Street Auckland, New Zealand	
Key Dates	• Close of register for dividends 31 March 2022 • Financial year end 31 March 2022 • Interim dividend paid to shareholders May 2022 • Annual Shareholders Presentation October 2022	
Shareholder Enquiries	Shareholders should address questions relating to their investment in BGL to: Chris Marryatt – Share Registrar 21 Pitt Street, Auckland Email: chris.marryatt@beca.com	
Auditors and Tax Advisors	**Baker Tilly Staples Rodway** 45 Queen Street Auckland	**KPMG** 18 Viaduct Harbour Avenue Auckland
Internal Audit Advisors	**PwC** PwC Tower 15 Customs Street West Auckland	
Treasury and Financial Advisors	**PwC** PwC Tower 15 Customs Street West Auckland	**Deloitte** 80 Queen Street Auckland
Principal Bankers	**Westpac** 16 Takutai Square Auckland	**ANZ** ANZ Centre 23-29 Albert Street Auckland
Principal Insurers	**Berkshire Hathaway Specialty Insurance Company** 1 Queen Street Auckland **Chubb Insurance New Zealand Limited** 24 Princes Wharf Auckland	**QBE Insurance (Australia) Limited** 125 Queen Street Auckland **QBE Insurance (Singapore) Pte Limited** 1 Wallich Street, #35-01 Guoco Tower Singapore
Principal Insurance Brokers and Risk Advisors	**Marsh NZ** PwC Tower 15 Customs Street West Auckland **AON** 29 Customs Street West Auckland	**Marsh Singapore** 8 Marina View, #09-09 Asia Square Tower 1 Singapore **Willis Australia** 555 Bourke Street Melbourne Australia
Principal Solicitors	**Chapman Tripp** Level 34, PwC Tower 15 Customs Street West Auckland **Greenwood Roche** Level 12, 2 Commerce Street Auckland **Brookfields** 205 Queen Street Auckland	**Rajah & Tann LLP** 9 Straits View #06-07 Marina One West Tower Singapore **Schweikert Harris** 4/1 Eagle Street Brisbane Australia
Principal Barrister	**Michael Ring, KC** 151 Queen Street Auckland	
Actuaries and Remuneration Advisors	**Melville Jessup Weaver** KiwiWealth House 20 Ballance Street Wellington	**EY** 2 Takutai Square Auckland

The artwork was commissioned by Aboriginal Artist and proud Eastern Arrernte man Pat Caruso, owner of We Create Print Deliver.

About the Artwork

The visual art piece tells the story of Beca's journey and our relationships with our people, clients and coummunities throughout Australia.

Key factors of design

The concentric circles were chosen as they have a strong connection to traditional First Nations artwork but are still releveant in today's business world. The art piece is 102cm at the widest part, representing the 102 years of operation. Five circles represent the five decades of trading in Austsralia. Each of the circles touches upon each other to show the connection between elements, and the significance of forging relationships.

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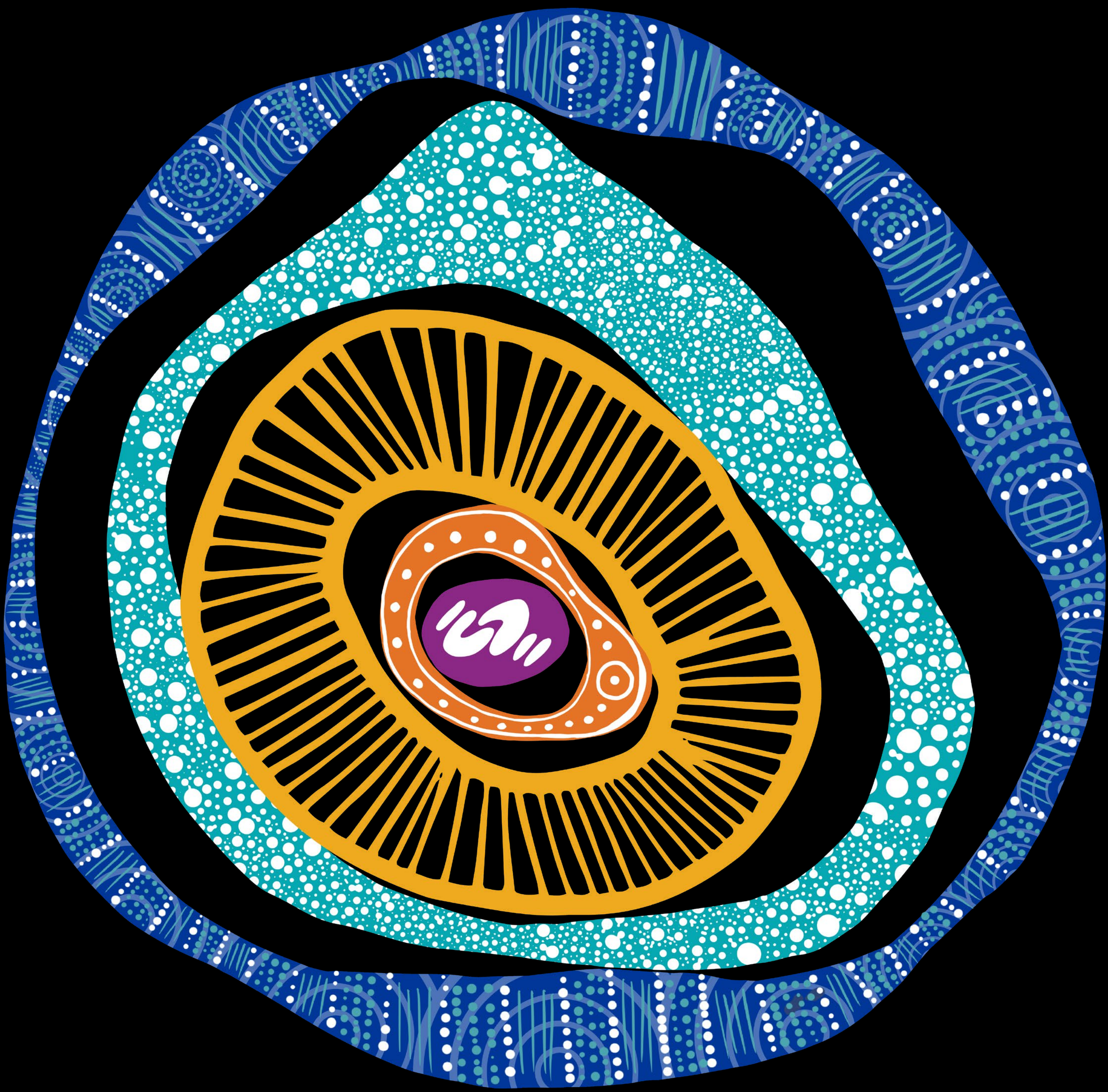

Contents