

Management's Responsibility for Financial Reporting

The accompanying audited consolidated financial statements ("financial statements") of SNC-Lavalin Group Inc. (doing business under the name "AtkinsRéalis") (the "Company" or "AtkinsRéalis") and all the information in this financial report are the responsibility of management and are approved by the Board of Directors.

The financial statements have been prepared by management in accordance with International Financial Reporting Standards. When alternative accounting methods exist, management has chosen those it considers most appropriate in the circumstances.

The material accounting policies used are described in Note 2 to the financial statements. Certain amounts in the financial statements are based on estimates and judgements. Management has determined such amounts on a reasonable basis in order to ensure that the financial statements are presented fairly, in all material respects. Management has prepared the financial information presented elsewhere in the financial report and has ensured that it is consistent with that in the financial statements.

The Company's Chief Executive Officer (the "CEO") and Chief Financial Officer (the "CFO") are responsible for having established and maintaining disclosure controls and procedures and internal controls over financial reporting. The CEO and the CFO have supervised an evaluation of the effectiveness of the Company's internal control over financial reporting, as at December 31, 2023, in accordance with the criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). Based on this evaluation, the CEO and the CFO have concluded that the Company's internal control over financial reporting, as at December 31, 2023, was effective to provide reasonable assurance regarding the reliability of the Company's financial reporting and the preparation of its financial statements for external purposes in accordance with International Financial Reporting Standards.

The Board of Directors is responsible for ensuring that management fulfills its responsibilities for financial reporting and is ultimately responsible for reviewing and approving the financial statements. The Board of Directors carries out this responsibility principally through its Audit and Risk Committee (the "Audit Committee").

The Audit Committee is appointed by the Board of Directors, and all of its members are independent directors. The Audit Committee meets periodically with management, as well as with the internal and independent auditors, to discuss disclosure controls and procedures, internal control over financial reporting, management information systems, accounting policies, auditing and financial reporting issues, to satisfy itself that each party is properly discharging its responsibilities, and to review the financial statements, the Management's Discussion and Analysis and the independent auditor's report. The Audit Committee reports its findings to the Board of Directors for consideration when approving the financial statements for issuance to the shareholders. The Audit Committee also considers, for review by the Board of Directors and approval by the shareholders, the engagement or reappointment of the independent auditor, and reviews and approves the terms of its engagement as well as the fee, scope and timing of its services.

The financial statements have been audited, on behalf of the shareholders, by Deloitte LLP, the independent auditor, in accordance with Canadian generally accepted auditing standards. The independent auditor has full and free access to the Audit Committee and may meet with or without the presence of management.

IAN L. EDWARDS (signed)

PRESIDENT AND
CHIEF EXECUTIVE OFFICER

JEFF BELL (signed)

CHIEF FINANCIAL OFFICER

FEBRUARY 29, 2024
MONTREAL, CANADA

Independent Auditor's Report

To the Shareholders of SNC-Lavalin Group Inc.

Opinion

We have audited the consolidated financial statements of SNC-Lavalin Group Inc. (doing business under the name “AtkinsRéalis”) (the “Company” or “AtkinsRéalis”), which comprise the consolidated statements of financial position as at December 31, 2023 and 2022, and the consolidated income statements, consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information (collectively referred to as the “financial statements”).

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards (“IFRS”).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards (“Canadian GAAS”). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

A key audit matter is a matter that, in our professional judgment, was of most significance in our audit of the consolidated financial statements for the year ended December 31, 2023. This matter was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Revenue – Lump-sum turnkey (“LSTK”) construction contracts – Refer to Notes 2H, 3 and 9 to the financial statements

Key Audit Matter Description

The Company recognizes revenue on LSTK contracts over time using an input method, based on costs incurred to date relative to total anticipated costs at completion. The accounting for LSTK contracts that are not complete at the reporting date (“uncompleted contracts”) involves judgment, particularly as it relates to determining the transaction price and estimating total anticipated costs at completion. The transaction price corresponds to the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. This amount could include an amount of variable consideration from estimated volume of work, claims and unpriced change orders, and incentives or penalties, to the extent that it is highly probable that a significant reversal of revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved. Total anticipated costs at completion include both incurred costs to date as well as anticipated costs to complete which could include contingencies and reserves. These costs are impacted by a variety of factors such as potential variances in scheduling and cost of materials along with the availability and cost of qualified labour and subcontractors, productivity, and possible claims from subcontractors. Given the duration of LSTK contracts, these assumptions change over time, as the contract is being completed.

Given the significant judgments necessary to account for the Company's LSTK uncompleted contracts such as the determination of the variable consideration to be included in the transaction price and the costs to complete each contract, auditing such estimates required extensive audit effort due to the complexity of these estimates and a high degree of auditor attention was required when performing audit procedures and evaluating the results of those procedures.

How the Key Audit Matter Was Addressed in the Audit

Our audit procedures related to the variable consideration and cost to complete of LSTK uncompleted contracts included the following, among others:

- For a sample of LSTK uncompleted contracts we:
 - Obtained and inspected the executed contracts, amendments, pending change orders or claims confirming key terms with project management.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

- Conducted inquiries with management and project personnel to gain an understanding of the status of project activities.
 - Performed site visits to certain project locations, directly observing project status, and making inquiries of site personnel regarding the status of project activities.
 - Examined the documentation from management's experts, including legal interpretation of relevant contractual clauses and assessments of the contractual entitlement, and management's assessment of the value of the variable consideration.
 - Based on historical experience with the same customer or other similar contracts, third-party assessments, legal interpretations, and probabilistic methodologies, evaluated that management's assessment that the variable consideration is limited to the amount that it is highly probable that a significant reversal of revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved.
 - Evaluated cost to complete by testing key components of the cost to complete estimates.
- Performed certain retrospective review procedures to assess management's historical ability to accurately estimate the transaction price (including variable consideration) and cost to complete as well as to identify any significant or unusual changes in project revenue and cost forecasts during the period in LSTK contracts.

Other Information

Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis;
- The information, other than the financial statements and our auditor's report thereon, in the Financial Report and the Annual Integrated Report.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

The Financial Report and Annual Integrated Report are expected to be made available to us after the date of the auditor's report. If, based on the work we will perform on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

As part of an audit in accordance with Canadian GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is François Sauvageau.

/s/ Deloitte LLP ⁽¹⁾

February 29, 2024
MONTREAL, QUEBEC

(1) CPA auditor, public accountancy permit No. A118581

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(IN THOUSANDS OF CANADIAN DOLLARS)	Note	DECEMBER 31 2023	DECEMBER 31 2022 ⁽¹⁾
ASSETS			
Current assets			
Cash and cash equivalents	7	\$ 473,563	\$ 570,279
Restricted cash	7	5,930	22,170
Trade receivables	8, 9B	1,488,772	1,177,388
Contract assets	9B	1,569,401	1,170,961
Other current financial assets	10	261,472	180,616
Other current non-financial assets	11	267,219	240,142
Total current assets		4,066,357	3,361,556
Property and equipment	12	332,428	334,554
Right-of-use assets	33	254,751	287,795
Capital investments accounted for by the equity method	5	389,256	406,925
Goodwill	13	3,327,777	3,370,706
Intangible assets related to business combinations	14	270,058	345,545
Deferred income tax asset	28A	886,203	794,900
Non-current portion of receivables under service concession arrangements		398,436	320,343
Other non-current financial assets	15	39,049	32,064
Other non-current non-financial assets	16	204,888	205,598
Total assets		\$ 10,169,203	\$ 9,459,986
LIABILITIES AND EQUITY			
Current liabilities			
Trade payables and accrued liabilities		\$ 1,825,916	\$ 1,704,352
Deferred revenues	9B	1,260,588	846,810
Other current financial liabilities	17	279,817	213,856
Other current non-financial liabilities	18	386,917	294,639
Current portion of provisions	21	169,342	240,108
Current portion of lease liabilities	33	74,887	87,625
Short-term debt and current portion of long-term debt	19	787,841	547,286
Total current liabilities		4,785,308	3,934,676
Long-term debt	19	1,194,790	1,509,111
Other non-current financial liabilities	20	24,576	100,084
Non-current portion of provisions	21	304,042	347,355
Non-current portion of lease liabilities	33	316,414	348,660
Other non-current non-financial liabilities		37,991	28,529
Deferred income tax liability	28A	330,827	312,486
Total liabilities		6,993,948	6,580,901
Equity			
Share capital	22A	1,805,080	1,805,080
Retained earnings		1,652,078	1,404,589
Other components of equity	23	(293,532)	(340,155)
Equity attributable to AtkinsRéalis shareholders		3,163,626	2,869,514
Non-controlling interests		11,629	9,571
Total equity		3,175,255	2,879,085
Total liabilities and equity		\$ 10,169,203	\$ 9,459,986

⁽¹⁾ Comparative figures have been restated to reflect the current year presentation (See Note 2C).

See accompanying notes to consolidated financial statements

Approved, on behalf of the Board of Directors, by:

IAN L. EDWARDS (signed)
DIRECTOR

CHRISTIE J.B. CLARK (signed)
DIRECTOR

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

YEAR ENDED DECEMBER 31
(IN THOUSANDS OF CANADIAN DOLLARS, EXCEPT
NUMBER OF COMMON SHARES)

2023

		EQUITY ATTRIBUTABLE TO ATKINSRÉALIS SHAREHOLDERS					
SHARE CAPITAL				OTHER COMPONENTS OF EQUITY (NOTE 23)		NON-CONTROLLING INTERESTS	
	COMMON SHARES (IN THOUSANDS)	AMOUNT	RETAINED EARNINGS		TOTAL		TOTAL EQUITY
Balance at beginning of year	175,554	\$ 1,805,080	\$ 1,404,589	\$ (340,155)	\$ 2,869,514	\$ 9,571	\$ 2,879,085
Net income (loss)	—	—	287,208	—	287,208	(565)	286,643
Other comprehensive income (loss)	—	—	(30,472)	46,623	16,151	1,435	17,586
Total comprehensive income	—	—	256,736	46,623	303,359	870	304,229
Dividends declared (Note 22E)	—	—	(14,044)	—	(14,044)	—	(14,044)
Stock option compensation (Note 22B)	—	—	4,797	—	4,797	—	4,797
Non-cash contribution by a non-controlling interest	—	—	—	—	—	1,188	1,188
Balance at end of year	175,554	\$ 1,805,080	\$ 1,652,078	\$ (293,532)	\$ 3,163,626	\$ 11,629	\$ 3,175,255

YEAR ENDED DECEMBER 31
(IN THOUSANDS OF CANADIAN DOLLARS, EXCEPT
NUMBER OF COMMON SHARES)

2022

NUMBER OF COMMON SHARES	EQUITY ATTRIBUTABLE TO ATKINSRÉALIS SHAREHOLDERS					NON-CONTROLLING INTERESTS	TOTAL EQUITY
	SHARE CAPITAL		RETAINED EARNINGS	OTHER COMPONENTS OF EQUITY (NOTE 23)	TOTAL		
	COMMON SHARES (IN THOUSANDS)	AMOUNT					
Balance at beginning of year	175,554	\$ 1,805,080	\$ 1,501,556	\$ (333,269)	\$ 2,973,367	\$ 20,092	\$ 2,993,459
Net income (loss)	—	—	9,750	—	9,750	(9,621)	129
Other comprehensive income (loss)	—	—	(94,091)	(6,886)	(100,977)	372	(100,605)
Total comprehensive loss	—	—	(84,341)	(6,886)	(91,227)	(9,249)	(100,476)
Dividends declared (Note 22E)	—	—	(14,044)	—	(14,044)	—	(14,044)
Dividends declared by subsidiaries to non-controlling interests	—	—	—	—	—	(1,272)	(1,272)
Stock option compensation (Note 22B)	—	—	1,418	—	1,418	—	1,418
Balance at end of year	175,554	\$ 1,805,080	\$ 1,404,589	\$ (340,155)	\$ 2,869,514	\$ 9,571	\$ 2,879,085

See accompanying notes to consolidated financial statements

CONSOLIDATED INCOME STATEMENTS

YEARS ENDED DECEMBER 31
(IN THOUSANDS OF CANADIAN DOLLARS, EXCEPT EARNINGS PER SHARE FROM CONTINUING OPERATIONS AND
NUMBER OF SHARES)

	Note	2023	2022
Continuing operations			
Revenues from:			
PS&PM		\$ 8,495,570	\$ 7,439,871
Capital investments accounted for by the consolidation method or at fair value through other comprehensive income		37,546	33,631
Capital investments accounted for by the equity method		101,193	75,529
	9	8,634,309	7,549,031
Direct costs of activities		7,868,312	7,135,919
Corporate selling, general and administrative expenses	24	168,553	127,269
Restructuring and transformation costs	25	49,309	82,875
Amortization of intangible assets related to business combinations	14	83,164	84,267
Gain on disposals of Capital investments	5A	—	(3,747)
Gain on disposal of a PS&PM business	6A	(46,191)	—
DPCP Remediation Agreement expense	32	—	27,437
EBIT ⁽¹⁾		511,162	95,011
Financial expenses	26	200,632	128,397
Financial income and net foreign exchange losses (gains)	26	(15,073)	(12,648)
Earnings (loss) before income taxes from continuing operations		325,603	(20,738)
Income tax expense (recovery)	28B	38,960	(27,757)
Net income from continuing operations		286,643	7,019
Net loss from discontinued operations	6B	—	(6,890)
Net income		\$ 286,643	\$ 129
Net income (loss) from continuing operations attributable to:			
AtkinsRéalis shareholders		\$ 287,208	\$ 16,640
Non-controlling interests		(565)	(9,621)
Net income from continuing operations		\$ 286,643	\$ 7,019
Net income (loss) attributable to:			
AtkinsRéalis shareholders		\$ 287,208	\$ 9,750
Non-controlling interests		(565)	(9,621)
Net income		\$ 286,643	\$ 129
Earnings per share from continuing operations (in \$)			
Basic		\$ 1.64	\$ 0.09
Diluted		\$ 1.64	\$ 0.09
Weighted average number of outstanding shares (in thousands)			
	22D		
Basic		175,554	175,554
Diluted		175,572	175,554

⁽¹⁾ Earnings before interest and taxes ("EBIT")

See accompanying notes to consolidated financial statements

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOMEYEAR ENDED DECEMBER 31
(IN THOUSANDS OF CANADIAN DOLLARS)**2023**

	ATTRIBUTABLE TO ATKINSRÉALIS SHAREHOLDERS	NON-CONTROLLING INTERESTS	TOTAL
Net income (loss) from continuing operations	\$ 287,208	\$ (565)	\$ 286,643
Other comprehensive income (loss):			
Exchange differences on translating foreign operations (Note 23)	36,962	(181)	36,781
Cash flow hedges (Note 23)	10,310	1,616	11,926
Income taxes (Note 23)	(649)	—	(649)
Total of items that will be reclassified subsequently to net income	46,623	1,435	48,058
Remeasurement of defined benefit plans (Note 23)	(37,615)	—	(37,615)
Income taxes (Note 23)	7,143	—	7,143
Total of items that will not be reclassified subsequently to net income	(30,472)	—	(30,472)
Total other comprehensive income from continuing operations	16,151	1,435	17,586
Total comprehensive income	\$ 303,359	\$ 870	\$ 304,229

YEAR ENDED DECEMBER 31
(IN THOUSANDS OF CANADIAN DOLLARS)**2022**

	ATTRIBUTABLE TO ATKINSRÉALIS SHAREHOLDERS	NON-CONTROLLING INTERESTS	TOTAL
Net income (loss) from continuing operations	\$ 16,640	\$ (9,621)	\$ 7,019
Other comprehensive income (loss):			
Exchange differences on translating foreign operations (Note 23)	(8,721)	322	(8,399)
Cash flow hedges (Note 23)	(1,472)	50	(1,422)
Income taxes (Note 23)	3,307	—	3,307
Total of items that will be reclassified subsequently to net income	(6,886)	372	(6,514)
Equity instruments designated at fair value through other comprehensive income (Note 23)	2,060	—	2,060
Income taxes (Note 23)	(255)	—	(255)
Remeasurement of defined benefit plans (Note 23)	(124,157)	—	(124,157)
Income taxes (Note 23)	28,261	—	28,261
Total of items that will not be reclassified subsequently to net income	(94,091)	—	(94,091)
Total other comprehensive income (loss) from continuing operations	(100,977)	372	(100,605)
Net loss from discontinued operations	(6,890)	—	(6,890)
Total other comprehensive loss from discontinued operations	(6,890)	—	(6,890)
Total comprehensive loss	\$ (91,227)	\$ (9,249)	\$ (100,476)

See accompanying notes to consolidated financial statements

CONSOLIDATED STATEMENTS OF CASH FLOWS ⁽¹⁾YEARS ENDED DECEMBER 31
(IN THOUSANDS OF CANADIAN DOLLARS)

	Note	2023	2022
Operating activities			
Net income		\$ 286,643	\$ 129
Income taxes paid		(94,871)	(77,451)
Interest paid		(183,129)	(120,579)
Depreciation and amortization	27A	248,327	251,459
Other reconciling items	27B	(4,147)	(38,348)
		252,823	15,210
Net change in non-cash working capital items	27C	(186,860)	(260,570)
Net cash generated from (used for) operating activities		65,963	(245,360)
Investing activities			
Acquisition of property and equipment		(91,787)	(109,827)
Payments for Capital investments	5C	—	(39,633)
Refunds for Capital investments		—	11,846
Change in restricted cash position		10,319	—
Increase in receivables under service concession arrangements		(162,706)	(205,608)
Recovery of receivables under service concession arrangements		84,760	182,729
Net cash inflow on disposal of a Capital investment accounted for by the consolidation method	5A	—	40,482
Cash inflow on disposal of a Capital investment at fair value through other comprehensive income	5A	34,325	29,491
Net cash inflow (cash outflow) on disposals of PS&PM businesses	6	144,196	(713)
Other		(9,627)	8,763
Net cash generated from (used for) investing activities		9,480	(82,470)
Financing activities			
Increase in debt	27D	569,025	794,436
Repayment of debt and payment for debt issue costs	27D	(645,532)	(408,811)
Payment of lease liabilities	27D	(80,364)	(85,462)
Dividends paid to AtkinsRéalis shareholders	22E, 27D	(14,044)	(14,044)
Other	27D	—	(3,001)
Net cash generated from (used for) financing activities		(170,915)	283,118
Increase (decrease) from exchange differences on translating cash and cash equivalents		(1,244)	4,381
Net decrease in cash and cash equivalents		(96,716)	(40,331)
Cash and cash equivalents at beginning of year ⁽²⁾		570,279	610,610
Cash and cash equivalents at end of year		\$ 473,563	\$ 570,279

⁽¹⁾ The Company has elected to present a consolidated statement of cash flows that includes an analysis of all cash flows in total – i.e. including both continuing and discontinued operations; amounts related to discontinued operations are disclosed in Note 6B.

⁽²⁾ The amount of \$610.6 million as at January 1, 2022 included \$2.2 million of cash and cash equivalents comprised within “Assets of disposal group classified as held for sale”.

See accompanying notes to consolidated financial statements

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE	PAGE
1. DESCRIPTION OF BUSINESS	11
2. SUMMARY OF MATERIAL ACCOUNTING POLICIES	11
3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY	23
4. SEGMENT DISCLOSURES	27
5. CAPITAL INVESTMENTS	29
6. DISPOSALS OF PS&PM BUSINESSES	35
7. CASH AND CASH EQUIVALENTS AND RESTRICTED CASH	36
8. TRADE RECEIVABLES	37
9. REVENUE	37
10. OTHER CURRENT FINANCIAL ASSETS	40
11. OTHER CURRENT NON-FINANCIAL ASSETS	40
12. PROPERTY AND EQUIPMENT	41
13. GOODWILL	42
14. INTANGIBLE ASSETS RELATED TO BUSINESS COMBINATIONS	43
15. OTHER NON-CURRENT FINANCIAL ASSETS	43
16. OTHER NON-CURRENT NON-FINANCIAL ASSETS	44
17. OTHER CURRENT FINANCIAL LIABILITIES	45
18. OTHER CURRENT NON-FINANCIAL LIABILITIES	45
19. SHORT-TERM DEBT AND LONG-TERM DEBT	46
20. OTHER NON-CURRENT FINANCIAL LIABILITIES	48
21. PROVISIONS	48
22. SHARE CAPITAL	49
23. OTHER COMPONENTS OF EQUITY	53
24. CORPORATE SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	54
25. RESTRUCTURING AND TRANSFORMATION COSTS	54
26. NET FINANCIAL EXPENSES	55
27. STATEMENTS OF CASH FLOWS	55
28. INCOME TAXES	60
29. FINANCIAL INSTRUMENTS	63
30. CAPITAL MANAGEMENT	70
31. PENSION PLANS, OTHER LONG-TERM BENEFITS AND OTHER POST-EMPLOYMENT BENEFITS	71
32. CONTINGENT LIABILITIES	77
33. LEASES	83
34. REMUNERATION	84
35. RELATED PARTY TRANSACTIONS	85
36. SUBSIDIARIES, JOINT ARRANGEMENTS AND ASSOCIATES	86
37. EVENTS AFTER THE REPORTING PERIOD	88

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(ALL TABULAR FIGURES IN THOUSANDS OF CANADIAN DOLLARS, UNLESS OTHERWISE INDICATED)

1. DESCRIPTION OF BUSINESS

SNC-Lavalin Group Inc. (doing business under the name “AtkinsRéalis”) is incorporated under the Canada Business Corporations Act and has its registered office at 455 René-Lévesque Boulevard West, Montreal, Québec, H2Z 1Z3, Canada. SNC-Lavalin Group Inc. is a public company whose common shares are listed on the Toronto Stock Exchange in Canada. Reference to the “Company”, “AtkinsRéalis” or to “SNC-Lavalin” means, as the context may require, SNC-Lavalin Group Inc. and all or some of its subsidiaries or joint arrangements or associates, or SNC-Lavalin Group Inc. or one or more of its subsidiaries or joint arrangements or associates.

Created by the integration of long-standing organizations dating back to 1911, AtkinsRéalis is a world-leading professional services and project management company that connects people, data and technology to transform the world’s infrastructure and energy systems.

The Company reports its revenues as follows:

- **Professional Services & Project Management (“PS&PM”)** includes contracts generating revenues related mainly to consulting, advisory and environmental services, intelligent networks and cybersecurity, design and engineering, procurement, project and construction management, operations and maintenance, and decommissioning. It also includes revenues from lump-sum turnkey (“LSTK”) construction contracts, on which the Company ceased bidding in July 2019, except for certain repetitive engineering, procurement and construction (“EPC”) offerings that are lower-risk, standardized solutions.
- **Capital investments** include AtkinsRéalis’ investments in infrastructure concessions for public services such as bridges, highways, mass transit systems, power facilities, energy infrastructure, water treatment plants and social infrastructure (e.g. hospitals).

In these consolidated financial statements (“financial statements”), activities related to PS&PM are collectively referred to as “from PS&PM” to distinguish them from activities related to the Company’s Capital investments.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

A) BASIS OF PREPARATION

The Company’s financial statements have been prepared in accordance with **International Financial Reporting Standards (“IFRS”)** issued and effective for the year ended December 31, 2023, and are presented in **Canadian dollars**. All values in the tables included in these notes are rounded to the nearest thousand dollars, except where otherwise indicated.

The accounting policies set out below were consistently applied to all periods presented.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant, are disclosed in Note 3.

The Company’s financial statements have been prepared on the historical cost basis, with the exception, when applicable, of: i) certain financial instruments, derivative financial instruments and liabilities for share unit plans, which are measured at fair value; ii) defined benefit assets (liabilities), which are measured as the net total of the fair value of plan assets minus the present value of the defined benefit obligation; iii) investments measured at fair value held by SNC-Lavalin Infrastructure Partners LP, which is an investment entity accounted for by the equity method and for which the Company elected to retain the fair value measurement applied by that investment entity; and iv) certain assets held for sale, which are measured at fair value less cost to sell. Historical cost generally represents the fair value of consideration given in exchange for assets upon initial recognition.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IFRS 2, *Share-based Payment*, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in IAS 2, *Inventories*, or value in use in IAS 36, *Impairment of Assets*.

The Company’s financial statements were authorized for issue by the Board of Directors of the Company on February 29, 2024.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

B) NEW AMENDMENTS ADOPTED IN THE YEAR ENDED DECEMBER 31, 2023

The following amendments to existing standards were adopted by the Company on January 1, 2023:

- Amendments to IAS 1, *Presentation of Financial Statements*, (“IAS 1”) change the requirements in IAS 1 with regard to disclosure of accounting policies. Applying the amendments, an entity discloses its material accounting policies instead of its significant accounting policies. Further amendments to IAS 1 are made to explain how an entity can identify a material accounting policy.
- Amendments to IAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*, (“IAS 8”) replace the definition of a change in accounting estimates with a definition of accounting estimates. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”.
- Amendments to IAS 12, *Income Taxes*, (“IAS 12”) specify how entities should account for deferred income taxes on transactions such as leases and decommissioning obligations. In specified circumstances, entities are exempt from recognizing deferred income taxes when they recognize assets or liabilities for the first time. The amendments clarify that the exemption does not apply to transactions such as leases and decommissioning obligations and that entities are required to recognize deferred income taxes on such transactions.

The following amendments issued in the second quarter of 2023 were adopted by the Company in the same period:

- Amendments to IAS 12 introduce: i) a temporary exception to the accounting for deferred income taxes arising from jurisdictions implementing the global minimum tax rules; and ii) targeted disclosure requirements to help investors better understand an entity’s exposure to income taxes arising from the global minimum tax rules, particularly before legislation implementing the rules is in effect.

The adoption by the Company of the amendments listed above did not have a significant impact on the Company’s financial statements. The amendments to IAS 1 did not result in any changes to the Company’s accounting policies, but only impacted the information disclosed on such policies in the financial statements, notably in Note 2 “Summary of material accounting policies”, as applicable. The amendments to IAS 12 adopted in the second quarter of 2023 resulted in additional information disclosed related to the global minimum tax rules in Note 28 “Income taxes”.

C) CHANGE IN PRESENTATION – STATEMENT OF FINANCIAL POSITION

Effective October 1, 2023, the Company modified the presentation of its statement of financial position by combining the following line items: i) “Short-term debt and current portion of long-term debt – Recourse” and “Short-term debt and current portion of long-term debt – Non-recourse” into the line item “Short-term debt and current portion of long-term debt” (see Notes 19 and 27); ii) “Long-term debt – Recourse”, “Long-term debt – Limited recourse” and “Long-term debt – Non-recourse” into the line item “Long-term debt” (see Notes 19 and 27); and iii) “Inventories” and “Other current non-financial assets” into the line item “Other current non-financial assets” (see Note 11).

These changes were made to simplify the presentation of the Company’s statement of financial position with information related to these line items now being presented in the notes to financial statements.

This change in presentation was made in accordance with IAS 8, resulting in the restatement of prior year figures.

Also, effective October 1, 2023, the Company renamed the line item previously titled “Contract liabilities” to “Deferred revenues” in its statement of financial position.

D) PROGRESS IN THE TRANSITION TO ALTERNATIVE BENCHMARK INTEREST RATES

On May 16, 2022, Refinitiv Benchmark Services (UK) Limited, the administrator of the Canadian Dollar Offered Rate (“CDOR”), following the authorization granted by the Ontario Securities Commission and the *Autorité des marchés financiers* (Québec), announced that the calculation and publication of all tenors of CDOR will permanently cease immediately following a final publication on June 28, 2024. As at December 31, 2023, the Company determined that, based on analysis made until that date, its material contracts making reference to CDOR and having outstanding balances as at December 31, 2023 were not expected to be significantly impacted by the change, either because of their expected maturity date, because they already incorporate fallback provisions to establish an alternate reference rate to CDOR or because they are expected to be novated to a new interest benchmark rate prior to the final publication date of CDOR. The Company will continue monitoring the situation on its existing and upcoming contracts until the last publication of the CDOR rate expected in June 2024.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

E) AMENDMENTS ISSUED TO BE ADOPTED AT A LATER DATE

The following amendments to existing standards have been issued and are applicable to the Company for its annual periods beginning on January 1, 2024 and thereafter, with an earlier application permitted:

- Amendments to IFRS 16, *Leases*, require a seller-lessee to subsequently measure lease liabilities arising from a leaseback in a way that it does not recognize any amount of the gain or loss that relates to the right of use it retains. The new requirements do not prevent a seller-lessee from recognizing in profit or loss any gain or loss relating to the partial or full termination of a lease.
- Amendments to IAS 1 clarify how to classify debt and other liabilities as current or non-current. The amendments help to determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current. The amendments also clarify the classification requirements for debt an entity might settle by converting it into equity.
- Amendments to IAS 1 specify that covenants to be complied with after the reporting date do not affect the classification of debt as current or non-current at the reporting date. Instead, the amendments require an entity to disclose information about these covenants in the notes to financial statements.
- Amendments to IAS 7, *Statement of Cash Flows*, and IFRS 7, *Financial Instruments: Disclosures*, introduce disclosure requirements to enhance the transparency of supplier finance arrangements and their effects on an entity's liabilities, cash flows and exposure to liquidity risk.

The following amendments to an existing standard have been issued and are applicable to the Company for its annual periods beginning on January 1, 2025 and thereafter, with an earlier application permitted:

- Amendments to IAS 21, *The Effects of Changes in Foreign Exchange Rates*, require an entity to apply a consistent approach in assessing whether a currency can be exchanged into another currency and, when it cannot, in determining the exchange rate to use and the disclosures to provide.

The Company is currently evaluating the impacts of adopting these amendments on its financial statements.

F) BASIS OF CONSOLIDATION

In accordance with IFRS, AtkinsRéalis' interests in other entities subject to control, joint control or significant influence are accounted for as follows:

TYPE OF INTEREST	TYPE OF INFLUENCE	ACCOUNTING METHOD
Subsidiary	Control	Consolidation method
Joint venture	Joint control	Equity method
Joint operation	Joint control	AtkinsRéalis' share of assets, liabilities, revenues and expenses
Associate	Significant influence	Equity method
Investment	Non-significant influence	Measured at fair value; dividend income is recognized in the income statement.

A subsidiary that is not wholly-owned by AtkinsRéalis results in non-controlling interests that are presented separately on the consolidated statement of financial position, while the portions of net income and other comprehensive income attributable to such non-controlling interests are also shown separately on the consolidated income statement and on the consolidated statement of comprehensive income, respectively.

When necessary, adjustments are made to the financial statements of subsidiaries, joint arrangements and associates to bring their accounting policies in line with those used by the Company.

A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction.

If the Company loses control over a subsidiary, it derecognizes the related assets (including goodwill and intangible assets related to business combinations), liabilities, non-controlling interest and other components of equity and remeasures any investment retained at fair value, while any resulting gain or loss is recognized in the consolidated income statement.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

Business acquisitions

Acquisitions of businesses are accounted for using the acquisition method. The consideration for each acquisition is measured at the aggregate of the fair values (at the date of acquisition) of assets given, liabilities incurred or assumed, and equity instruments issued by the Company, if any, in exchange for control of the acquiree. Provisional fair values allocated at a reporting date are finalized within twelve months of the acquisition date.

At the date of acquisition, the identifiable assets acquired and the liabilities assumed are measured, with limited exceptions, at fair value.

Acquisition-related costs are expensed in the periods in which these costs are incurred and the services are received.

The results of businesses acquired are included in the consolidated financial statements from the date on which control is obtained.

G) **FOREIGN CURRENCY TRANSLATION**

Functional and presentation currency

The individual financial statements of each entity within the Company are prepared in its functional currency, being the currency of the primary economic environment in which the entity operates. For the purpose of the consolidated financial statements, the results and financial position of each entity within the Company are expressed in Canadian dollars, which is the presentation currency of the Company for its consolidated financial statements.

Foreign currency transactions and balances

For the purpose of preparing financial statements, Canadian and foreign operations apply the following procedure on transactions and balances in currencies other than their functional currency: 1) monetary items are translated in their functional currency using the exchange rate in effect at the period end rate; 2) non-monetary items are translated in their functional currency using the historical exchange rate if they are measured at cost, or using the exchange rate at the measurement date if they are measured at fair value; and 3) revenues and expenses are translated in their functional currency using the appropriate average exchange rate of the period. Any resulting gains or losses are recognized in net income and, if hedge accounting is applied, offsetting losses or gains from the hedging items are also recognized in net income.

Translation of financial statements of foreign operations

For the purpose of presenting consolidated financial statements in Canadian dollars, the assets and liabilities of the Company's foreign operations that have a functional currency other than Canadian dollars are expressed in Canadian dollars using exchange rates prevailing at the end of the reporting period, while revenues and expenses are translated at the appropriate average exchange rate for the period. Exchange differences arising on consolidation, if any, are recognized initially in other comprehensive income and reclassified from equity to net income on disposal or partial disposal of foreign operations.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the period end rate.

H) **REVENUE RECOGNITION**

Revenue from contracts with customers is recognized, for each performance obligation, either over a period of time or at a point in time, depending on which method reflects the transfer of control of the goods or services underlying the particular performance obligation to the customer.

In most cases, for performance obligations satisfied over time, the Company recognizes revenue over time using an input method, based on costs incurred to date relative to total estimated costs at completion, to measure progress toward satisfying such performance obligations. Under this method, costs that do not contribute to the performance of the Company in transferring control of goods or services to the customer are excluded from the measurement of progress toward satisfying the performance obligation. For certain contracts, notably certain cost-plus contracts or unit-rate contracts, the Company recognizes revenue based on its right to consideration when such amount corresponds directly with the value to the customer of the entity's performance completed to date. In certain other situations, the Company might recognize revenue at a point in time, when the criteria to recognize revenue over time are not met. In any event, when the total anticipated costs exceed the total anticipated revenues on a contract, such loss is recognized in its entirety in the period it becomes known and a provision for forecasted losses on contracts is recognized in the consolidated statement of financial position.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

The amount of revenue recognized by the Company is based on the transaction price allocated to each performance obligation. Such transaction price corresponds to the amount of consideration which the Company expects to be entitled to receive in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties. The transaction price includes, among other things and when applicable, an estimate of variable consideration only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved. Variable consideration is usually derived from incentives, performance bonuses, and penalties, and could include claims and unpriced change orders. When a contract includes a significant financing component, the value of such component is excluded from the transaction price and is recognized separately as finance income or expense, as applicable.

AtkinsRéalis may enter into contractual arrangements with a client to deliver services on one project with respect to more than one performance obligation. When entering into such arrangements, the Company allocates the transaction price by reference to the stand-alone selling price of each performance obligation. Accordingly, when such arrangements exist on the same project, the value of each performance obligation is based on its stand-alone selling price and recognized according to the respective revenue recognition methods described above.

The Company accounts for a contract modification, which consists of a change in the scope or price (or both) of a contract, as a separate contract when the remaining goods or services to be delivered after the modification are distinct from those delivered prior to the modification and the price of the contract increases by an amount of consideration that reflects the stand-alone selling price of the additional promised goods or services. When the contract modification is not accounted for as a separate contract, the Company recognizes an adjustment to revenue on a cumulative catch-up basis at the date of contract modification.

The Company recognizes assurance-type warranty costs as a provision in accordance with IAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, based on the advancement of the projects, and the provision recognized is then either used when costs are incurred or reversed if it is no longer needed.

In all cases, the value of construction activities, material and equipment purchased by AtkinsRéalis, when acting as purchasing agent for a client, is not recorded as revenue.

The Company may apply its revenue recognition policy to a portfolio of contracts or performance obligations with similar characteristics if the effect on its financial statements of applying such policy to the portfolio is not reasonably expected to differ materially from applying its policy to the individual contracts or performance obligations within that portfolio.

The Company presents its contract balances, on a contract-by-contract basis, in a net contract asset or deferred revenues position, separately from its trade receivables. Contract assets and trade receivables are both rights to receive consideration in exchange for goods or services that the Company has transferred to a customer, however the classification depends on whether such right is only conditional on the passage of time (trade receivables) or if it is also conditional on something else (contract assets), such as the satisfaction of further performance obligations under the contract. Deferred revenues represent the cumulative amount received and contractually receivable by the Company that exceeds the right to consideration resulting from the Company's performance under a given contract.

Revenues from **Capital investments** include the following:

ACCOUNTING METHODS FOR THE COMPANY'S CAPITAL INVESTMENTS	REVENUES INCLUDED IN THE COMPANY'S CONSOLIDATED INCOME STATEMENT
Consolidation	Revenues that are recognized and reported by the Capital investments
Equity method	AtkinsRéalis' share of net results of the Capital investments or dividends from its Capital investments for which the carrying amount is nil but would otherwise be negative based on historical financial results and dividends if AtkinsRéalis had an obligation to fund the investment. Dividends are recognized when the Company's right to receive payment has been established
At fair value through other comprehensive income	Dividends and distributions from the Capital investments

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

I) FINANCIAL INSTRUMENTS

FINANCIAL ASSETS AND LIABILITIES

Unless specifically covered by another accounting policy, the measurement of financial assets and financial liabilities is based on their classification, which is one of the following for AtkinsRéalis:

CATEGORY – SUBSEQUENTLY MEASURED AT	APPLICABLE TO	INITIAL MEASUREMENT	SUBSEQUENT MEASUREMENT	RECOGNITION OF INCOME/EXPENSE AND GAINS/LOSSES ON REMEASUREMENT, IF ANY
Fair value through profit or loss (“FVTPL”)	Financial assets and financial liabilities	Fair value	Fair value derived from published bid price quotations for listed securities. Where there is no active market, fair value is determined using valuation techniques.	All recognized in net income
Fair value through other comprehensive income (“FVTOCI”)	Financial assets	Fair value including transaction costs	Fair value derived from published bid price quotations for listed securities. Where there is no active market, fair value is determined using valuation techniques.	Investment income, which includes interest, dividends and distributions, is recognized in net income. For equity instruments, gains (losses) from revaluation are recognized in other comprehensive income with no reclassification to net income on disposal of such assets.
Amortized cost	Financial assets and financial liabilities	Fair value including transaction costs	Amortized cost using the effective interest method	All recognized in net income

Impairment of assets subsequently measured at amortized cost

For “Trade receivables”, “Contract assets” and “Finance lease receivables”, the amount of the loss allowance recognized is the amount equal to lifetime expected credit losses that result from all possible events of default over the expected life of a financial instrument.

For “Non-current portion of receivables under service concession arrangements”, if the credit risk has not increased significantly since initial recognition, the amount of the loss allowance recognized is the amount equal to 12-month expected credit losses that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

Write-off

The gross carrying amount of a financial asset is reduced when there are no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

HEDGING (APPLYING IAS 39)

In the normal course of its business, AtkinsRéalis enters into derivative financial instruments, mainly: i) forward exchange contracts to hedge its exposure to fluctuations in foreign currency exchange rates on projects; and ii) interest-rate swaps to hedge the variability of interest rates relating to financing arrangements. AtkinsRéalis may also enter into other derivative financial instruments to hedge its exposure to market risk. When applying hedge accounting, AtkinsRéalis formally documents its accounting choice, the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking these hedge transactions, and regularly assesses the effectiveness of these hedges.

CASH FLOW HEDGES

Derivative financial instruments designated as cash flow hedges are measured at fair value established by using valuation techniques based on observable market data and taking into account the credit quality of the instruments. The effective portion of the change in fair value of the derivative financial instruments is recorded in other components of equity, while the ineffective portion, if any, of such change is recognized in net income. Gains or losses from cash flow hedges included in other components of equity are reclassified to net income as an offset to the losses or gains recognized on the underlying hedged items.

FAIR VALUE HEDGES

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recognized in net income immediately, together with any changes in the fair value of the hedged item that are attributable to the hedged risk. The change in the fair value of the hedging instrument and the change in the hedged item attributable to the hedged risk are recognized in net income in the same line item.

Hedge accounting is discontinued when the Company revokes the hedging relationship, when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

HEDGES OF NET INVESTMENTS IN FOREIGN OPERATIONS

Hedges of net investments in foreign operations are accounted for similarly to cash flow hedges. Any gain or loss on the hedging instrument relating to the effective portion of the hedge is recognized in other comprehensive income and accumulated under “Exchange differences on translating foreign operations” in “Other components of equity”. The gain or loss relating to the ineffective portion is recognized immediately in net income, and is included in the “Financial expenses” line item.

Gains and losses on the hedging instrument relating to the effective portion of the hedge accumulated in “Exchange differences on translating foreign operations” are reclassified to net income on the disposal of the foreign operation.

J) SERVICE CONCESSION ARRANGEMENTS UNDER IFRIC INTERPRETATION 12

IFRIC Interpretation 12, *Service Concession Arrangements*, (“IFRIC 12”) provides guidance on the accounting for certain qualifying public-private partnership arrangements, whereby the grantor (i.e., usually a government):

- controls or regulates what services the operator (i.e. “the concessionaire”) must provide with the infrastructure, to whom it must provide them, and at what price; and
- controls any significant residual interest in the infrastructure at the end of the term of the arrangement.

Under such concession arrangements, the concessionaire accounts for the infrastructure asset by applying one of the following accounting models depending on the allocation of the demand risk through the usage of the infrastructure between the grantor and the concessionaire:

ACCOUNTING MODEL	DEMAND RISK
Financial asset model	The concessionaire does not bear demand risk through the usage of the infrastructure (i.e., it has an unconditional right to receive cash irrespective of the usage of the infrastructure, e.g. availability payments).
Intangible asset model	The concessionaire bears demand risk (i.e., it has a right to charge fees for usage of the infrastructure).
Bifurcated model	The concessionaire shares demand risk with the grantor (i.e., the grantor pays the concessionaire for its services partly by a financial asset and partly by granting a right to charge users of the infrastructure).

Revenues from service concession arrangements accounted for under IFRIC 12 are recognized as follows:

ACTIVITIES PROVIDED BY THE CONCESSIONAIRE	REVENUE RECOGNITION	CLASSIFICATION OF REVENUES IN THE COMPANY'S CONSOLIDATED INCOME STATEMENT
Construction or upgrade (when a service concession arrangement involves the construction or upgrade of the public service infrastructure)	Revenues relating to such activities under a service concession arrangement are recognized based on the Company's accounting policy on recognizing revenue (see Note 2H).	The Company classifies these revenues as “from PS&PM” when AtkinsRéalis acts as an EPC contractor. When AtkinsRéalis does not act as an EPC contractor, revenues are recognized by the concession as part of “Capital investments” activities.
Operations and maintenance (“O&M”) (these activities may include maintenance of the infrastructure and other activities provided directly to the grantor or the users)		The Company classifies these revenues as “from PS&PM” when AtkinsRéalis acts as an O&M contractor. When AtkinsRéalis does not act as an O&M contractor, revenues are recognized by the concession as part of “Capital investments” activities.
Rehabilitation (when a service concession arrangement requires the concessionaire to rehabilitate the infrastructure such that the infrastructure can deliver a specified standard of service at all times)		The Company classifies these revenues as “from PS&PM” activities when AtkinsRéalis acts as a rehabilitation contractor. When AtkinsRéalis does not act as a rehabilitation contractor, revenues are recognized by the concession as part of “Capital investments” activities.
Financing (when financial asset model or bifurcated model is applied)	Finance income generated on financial assets is recognized using the effective interest method.	The Company classifies this finance income as “Capital investments” activities.

When the Company delivers more than one category of activity in a service concession arrangement, the consideration received or receivable is allocated by reference to the stand-alone selling price of the activity delivered.

Financial asset model

Revenues recognized by the Company under the financial asset model are accumulated in “Receivables under service concession arrangements”, a financial asset that is recovered through payments received from the grantor.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

Intangible asset model

The Company recognizes an intangible asset arising from a service concession arrangement when it has a right to charge for usage of the concession infrastructure. The intangible asset received as consideration for providing construction or upgrade services in a service concession arrangement is measured at fair value upon initial recognition. Borrowing costs, if any, are capitalized until the infrastructure is ready for its intended use as part of the carrying amount of the intangible asset.

The intangible asset is then amortized over its expected useful life, which is the concession period in a service concession arrangement. The amortization period begins when the infrastructure is available for use.

Fees collected by the concessionaire upon the usage of the infrastructure are classified as revenues from “Capital investments” activities.

K) CASH AND CASH EQUIVALENTS

Cash includes cash on hand and deposits held at call with financial institutions. Cash is designated as at FVTPL and accounted for at fair value.

Cash equivalents include short-term liquid investments that are readily convertible into a known amount of cash and which are subject to an insignificant risk of changes in value. Cash equivalents are designated as at FVTPL and accounted for at fair value.

L) RESTRICTED CASH

Restricted cash includes cash and cash equivalents for which the use is restricted for specific purposes under certain arrangements. Restricted cash that is not expected to become unrestricted within the next twelve months is included in “Other non-current financial assets”. Restricted cash is designated as at FVTPL and accounted for at fair value.

M) PROPERTY AND EQUIPMENT

Property and equipment are recorded at cost. Depreciation is recorded at rates set to charge operations with the cost of depreciable assets less their residual values (if any) over their estimated useful lives.

Property and equipment are primarily:

CATEGORY	DEPRECIATION METHOD	DEPRECIATION PERIOD
Buildings	Straight-line, by component	10 to 50 years
Computer equipment and software	Straight-line	2 to 5 years
Office furniture	Diminishing balance or straight-line	20% or from 2 to 10 years
Machinery	Straight-line	1 to 15 years
Leasehold improvements	Straight-line	Over the shorter of: i) the term of the lease; and ii) the useful life of the asset

N) INVESTMENTS IN JOINT VENTURES AND ASSOCIATES

The Company’s investments in its joint ventures and associates are accounted for using the equity method, except when the investment is classified as held for sale, in which case it is accounted for in accordance with IFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*. Under the equity method, the investment in a joint venture or an associate is initially recognized at cost, which includes transaction costs. The carrying amount of the investment is adjusted to recognize changes in the Company’s share of net assets (liabilities) of the joint venture or associate since the acquisition date, until the date on which joint control or significant influence ceases. Where the Company’s share of losses of a joint venture or an associate exceeds its equity accounted interest in that joint venture or associate, including any other unsecured long-term receivables that, in substance, form part of the Company’s net investment in that joint venture or associate, the Company does not recognize further losses unless it has incurred obligations or made payments on behalf of the joint venture or associate.

Upon loss of joint control over the joint venture or significant influence over the associate, the Company measures and recognizes any retained investment at its fair value at that time. Any difference between the carrying amount of the joint venture or associate upon loss of joint control or significant influence, respectively, and the fair value of the retained investment and proceeds from disposal is recognized in the consolidated income statement.

The Company’s Capital investments in joint ventures and associates are included in “Capital investments accounted for by the equity method” in the consolidated statement of financial position. The Company’s PS&PM investments in joint ventures and associates are included in “Other non-current non-financial assets” in the consolidated statement of financial position.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

O) INTANGIBLE ASSETS OTHER THAN GOODWILL

Intangible assets acquired in a business combination

Intangible assets acquired in a business combination and recognized separately from goodwill are initially recognized at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortization and accumulated impairment losses.

Intangible assets with finite useful lives related to business combinations are primarily:

CATEGORY	AMORTIZATION METHOD	AMORTIZATION PERIOD
Revenue backlog	Straight-line	0.5 to 3.5 years
Customer relationships	Straight-line	7 and 10 years
Trademarks	Straight-line	4 to 8 years

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains and losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in net income when the asset is derecognized.

P) IMPAIRMENT OF NON-CURRENT TANGIBLE AND INTANGIBLE ASSETS OTHER THAN GOODWILL

At the end of each reporting period, the Company reviews the carrying amounts of its property and equipment, right-of-use assets, Capital and PS&PM investments accounted for by the equity method, and its intangible assets other than goodwill to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit ("CGU") to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to an individual CGU, or otherwise they are allocated to the smallest group of CGU for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of: i) fair value less costs to sell; and ii) value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and risks. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized immediately in net income.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior periods. A reversal of an impairment loss is recognized immediately in net income.

Q) GOODWILL

Goodwill represents the excess of the purchase price of an acquired business over the fair value assigned to assets acquired and liabilities assumed. Goodwill on acquisition of subsidiaries is separately disclosed and goodwill on acquisitions of associates and joint ventures is included within investments accounted for by the equity method. For the purpose of impairment testing, goodwill is allocated to each of the Company's CGU or group of CGU expected to benefit from the synergies of the combination. A CGU or group of CGU to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the CGU or group of CGU may be impaired. If the recoverable amount of the CGU or group of CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the CGU or group of CGU and then to the other assets of the CGU or group of CGU pro rata on the basis of the carrying amount of each asset in the CGU or group of CGU. An impairment loss recognized for goodwill is not reversed in a subsequent period.

The Company has designated October 31 as the date for its annual impairment test.

R) DIRECT COSTS OF ACTIVITIES

Direct costs of activities include costs related to the provision of goods and services for which the Company recognizes revenue, as well as all costs incurred for activities that are part of a reportable segment or allocated to such segment, except for costs that are presented elsewhere in the income statement.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

S) CORPORATE SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

Corporate selling, general and administrative expenses are recognized in net income upon utilization of the service or as incurred and include costs that are not related to a contract with a customer or incurred for activities that are part of a reportable segment, or allocated to such segment, and that are not presented elsewhere in the income statement. Corporate selling, general and administrative expenses also include changes in fair value of financial instruments at fair value through profit or loss.

T) RESEARCH AND DEVELOPMENT COSTS

Research and development costs are expensed as incurred, except if the costs are related to the development and setup of new products, processes and systems and satisfy generally accepted conditions for capitalization, including reasonable assurance that they will be recovered. All capitalized development costs are amortized when commercial production begins, using the straight-line method over a period not exceeding ten years.

U) TAXES

Current income tax

Income taxes recognized in net income comprise the sum of deferred income tax and current income tax not recognized in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise amounts receivable from or payable to tax authorities relating to the current or prior reporting periods, which are uncollected or unpaid at the reporting date. Current tax is payable on taxable income, which differs from net income in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred income tax

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. Deferred income tax on temporary differences associated with shares in subsidiaries, joint arrangements and associates is not provided for if the reversal of these temporary differences can be controlled by the Company and it is probable that the reversal will not occur in the foreseeable future.

Deferred income tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realization, provided they are enacted or substantively enacted by the end of the reporting period.

Deferred income tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences, to the extent that it is probable that future taxable income will be available against which they can be utilized. For management's assessment of the probability of future taxable income to utilize against deferred income tax assets, see Note 3.

Deferred income tax assets and liabilities are offset only when the Company has a right and intention to offset current tax assets and liabilities from the same taxation authority.

Sales tax

Revenues, expenses, and assets excluding trade receivables, are recognized net of the amount of sales tax receivable from or payable to a taxation authority, except for expenses and assets (i) when the sales tax incurred on a purchase of assets or services is not receivable from the taxation authority, in which case, the sales tax is recognized as part of the cost of acquisition of the asset or as part of the expense item, respectively; and (ii) when receivables and payables are stated with the amount of sales tax included.

The net amount of sales tax receivable from or payable to a taxation authority is included in "Other current non-financial assets" or "Other current non-financial liabilities", respectively, in the consolidated statement of financial position.

V) DEFINED BENEFIT PENSION PLANS, OTHER LONG-TERM BENEFITS AND OTHER POST-EMPLOYMENT BENEFITS

The liability (included in "Provisions") or asset (included in "Other non-current non-financial assets") recognized in the consolidated statement of financial position in respect of defined benefit pension plans results, on an individual plan basis, from the shortfall or excess of the fair value of plan assets over the net present value of the defined benefit obligation at the end of the reporting period. Defined benefit pension plans, other long-term benefits and other post-employment benefits obligations are determined using the projected unit credit method, which sees each period of service as giving rise to an additional unit of benefit entitlement to the eligible employees and measures each unit separately to build up the final obligation. In valuing the defined benefit cost, assumptions are based on management's best estimates, except for the discount rate where the Company uses market yields at the measurement date based on high quality corporate bonds with cash flows that match the timing and amount of expected benefit payments.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

Remeasurement, comprising: i) actuarial gains and losses; ii) the effect of the changes to the asset ceiling (if applicable); and iii) the return on plans' assets (excluding interest income), is credited or charged to equity in other comprehensive income in the period in which it arises. Remeasurement recognized in other comprehensive income is not reclassified to net income in subsequent periods. The cumulative amount of remeasurement is included in retained earnings.

Defined benefit costs comprise: i) service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements); ii) net interest expense or income; and iii) remeasurement. Service cost and net interest income or expense are recognized in net income while the remeasurement is recognized in other comprehensive income in the period. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

W) EARNINGS PER SHARE

Basic and diluted earnings per share are determined by dividing consolidated net income attributable to AtkinsRéalis shareholders for the period by the basic and diluted weighted average number of shares outstanding, respectively.

The diluted weighted average number of shares outstanding is calculated as if all dilutive options had been exercised at the later of the beginning of the reporting period or date of grant with deemed proceeds from the exercise of such dilutive options used to repurchase common shares at the average market price for the period.

X) SHARE-BASED PAYMENTS

Stock options

Stock options granted to employees are measured at their fair value at the grant date. The estimated fair value of the stock options is determined using the Black-Scholes option pricing model.

The fair value determined at the grant date of the stock options is expensed on a straight-line basis over the shorter of the vesting period or the term over which an employee becomes eligible to retire, based on the Company's estimate of stock options that will eventually vest. At the end of each reporting period, the Company revises its estimate of the number of stock options expected to vest and the impact of such revision, if any, is recognized in net income.

Share units

The Company's 2019 Performance Share Unit plan ("2019 PSU plan"), 2019 Restricted Share Unit plan ("2019 RSU plan"), 2009 Deferred Share Unit plan ("2009 DSU plan"), and Deferred Share Unit plan ("DSU plan") are collectively referred as "share unit plans". For share units granted to employees and members of the Company's Board of Directors under the share unit plans, a liability is recognized and measured at the fair value of the liability, which is based on the Company's share price. At the end of each reporting period until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognized in net income for the period. The fair value of the grants of share units is expensed in the income statement on a straight-line basis over the vesting period, based on the Company's estimate of share units that will eventually vest. At the end of each reporting period, the Company revises its estimate of the number of share units expected to vest and the impact of such revision, if any, is recognized in net income.

Y) PROVISIONS

A provision is a liability of uncertain timing or amount that is recognized in the consolidated statement of financial position.

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

Restructuring

A restructuring provision is recognized when the Company has developed a detailed formal plan for the restructuring and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it. The measurement of a restructuring provision includes only the direct expenditures arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the Company.

Onerous contracts

Present obligations arising under onerous contracts are recognized and measured as provisions. An onerous contract is considered to exist when the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

Z) **SHARE CAPITAL**

The Company's common shares are classified as equity instruments. Common shares issued by the Company are recognized at the proceeds received, net of direct issue costs and income taxes, if any.

Repurchase of the Company's own common shares is recognized and deducted directly in equity. No gain or loss is recognized in net income on the purchase, sale, issue or cancellation of the Company's own common shares.

AA) **LEASING**

Accounting for leases as a lessee

The Company recognizes 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 lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. 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 right-of-use asset or the end of the lease term, and represents a period of up to 30 years for office real estate leases and a period ranging from 1 to 8 years for other leased assets. In addition, the right-of-use asset is reduced by impairment losses resulting from impairment tests conducted in accordance with IAS 36, *Impairment of Assets*, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the lessee's incremental borrowing rate. Lease payments used for the calculations comprise mainly fixed payments, including in-substance fixed payments, variable lease payments that depend on an index or a rate, the exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently measured at amortized cost using the effective interest method and is remeasured to reflect changes in the lease payments, such as upon a lease modification that is not accounted for as a separate lease.

A lease modification is considered a separate lease if the modification increases the scope of the lease by adding the right to use one or more underlying assets and the consideration for the lease increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract. Any other modification is not accounted for as a separate lease.

For a lease modification that is not accounted for as a separate lease, the Company accounts for the modification, at its effective date, as follows:

- a. for a lease modification resulting in a decrease in the scope of the lease, such as a reduction in the term of a lease or in the space being leased, the lease liability is remeasured to reflect the revised lease payments and the carrying amount of the right-of-use asset is reduced to reflect the partial or full termination of the lease. If the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, a lessee shall recognize any remaining amount of the remeasurement in profit or loss. Furthermore, the difference between the reduction in the lease liability and the reduction in the corresponding right-of-use asset's carrying value is recognized in profit or loss.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

- b. for all other lease modifications, the lease liability is remeasured to reflect the revised lease payments, with a corresponding adjustment to the right-of-use asset.

The remeasurement of a lease liability upon a lease modification, or upon any change to the lease payments resulting from a change in the lease term or in the assessment of an option to purchase the underlying asset, is based on a revised discount rate reflecting the remainder of the lease term. The remeasurement of a lease liability to reflect revised lease payments due to a change in the amounts expected to be payable to the lessor under a residual value guarantee or to a change in an index or a rate used to determine those payments, other than a change in floating interest rates, is based on an unchanged discount rate.

Accounting for leases as a lessor

When acting as a lessor, the Company determines at lease commencement whether each lease is a finance lease or an operating lease. To classify each lease, the Company makes an overall assessment of whether the lease transfers to the lessee substantially all of the risks and rewards of ownership incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease.

As part of this assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset. When the Company subleases one of its leases and concludes that it is a finance lease, it derecognizes the right-of-use asset relating to the head lease being sublet, recognizes a receivable equal to the net investment in the sublease and retains the previously recognized lease liability in its capacity as lessee. The Company then recognizes interest expense on its lease liability and interest income on the receivable in its capacity as finance lessor.

Accounting for sale and lease back transactions

In a sale and lease back transaction, the transfer of an asset is recognized as a sale when the customer has obtained control of such asset based on the Company's revenue recognition policy, otherwise the Company continues to recognize the transferred asset on its statement of financial position and recognizes a financial liability equal to the proceeds transferred. When the transfer of an asset satisfies the Company's revenue recognition policy to be accounted for as a sale, a partial recognition of the gain on disposal is recognized immediately after the sale, based on the proportion of the asset not retained by the Company through the lease. The proportion of the asset retained by the Company through the lease is recognized as a right-of-use asset and the lease liability is measured as the present value of future lease payments.

AB) GOVERNMENT GRANTS

AtkinsRéalis recognizes grants from the government where there is a reasonable assurance that the grant will be received and AtkinsRéalis will comply with all attached conditions.

Government grants are recognized in the income statement on a systematic basis over the periods in which AtkinsRéalis recognizes as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Company should purchase, construct or otherwise acquire non-current assets (including property and equipment) are recognized by deducting the grants from the carrying amount of the related assets in the statement of financial position and transferred to the income statement on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognized in the income statement in the period in which they become receivable.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in Note 2, management is required to make judgements, estimates, and assumptions about the carrying amounts of assets and liabilities recognized that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONTINUED)

The following are the critical accounting judgements and key estimates concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Revenue recognition

The identification of revenue-generating contracts with customers, the identification of performance obligations, the determination of the transaction price and its allocation between identified performance obligations, the use of the appropriate revenue recognition method (over time or at a point in time) for each performance obligation and the measure of progress for each performance obligation satisfied over time are the main aspects of the revenue recognition process, all of which require the exercise of judgement and the use of assumptions.

The transaction price corresponds to the amount of consideration which the Company expects to be entitled to receive in exchange for transferring promised goods or services to a customer. Such amount may require the Company to estimate an amount of variable consideration, notably from estimated volume of work, claims and unpriced change orders, incentives or penalties, among others. Furthermore, the Company needs to constrain the transaction price by including only the amount for which it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved. The amount of variable consideration to be included in the transaction price of a given contract is determined by using various estimates and assumptions, which could be based on historical experience with the same customer or other similar contracts, third-party assessments, legal interpretation of relevant contractual clauses, and probabilistic methodologies, among others. Due to the uncertain nature of the estimations, the amount of variable consideration may vary significantly over time. Such estimated amount of variable consideration then needs to be updated at the end of each reporting period.

The determination of anticipated costs for completing a contract is based on estimates that can be affected by a variety of factors such as potential variances in scheduling and cost of materials along with the availability and cost of qualified labour and subcontractors, productivity, and possible claims from subcontractors.

Service concession arrangements

The accounting for certain Capital investment activities requires the application of judgement in determining if they fall within the scope of IFRIC 12. Additional judgements need to be exercised when determining, among other things, the accounting model to be applied under IFRIC 12, the allocation of the consideration receivable between revenue-generating activities, the classification of costs incurred on such activities, the accounting treatment of rehabilitation costs and associated estimates, as well as the effective interest rate to be applied to the financial asset. As the accounting for Capital investments under IFRIC 12 requires the use of estimates over the term of the arrangement, any changes to these long-term estimates could result in a significant variation in the accounting for the Capital investments.

Basis of consolidation

Under certain circumstances, the determination of the Company's level of power over an investee requires the exercise of judgement. As such, the classification of the entity as a subsidiary, a joint arrangement, an associate or an investment might require the application of judgement through the analysis of various indicators, such as the percentage of ownership interest held in the entity, the representation on the entity's board of directors, and various other factors.

Values used in impairment tests

Determining whether goodwill is impaired requires an estimation of the recoverable amount of the CGU or group of CGU. Such recoverable amount corresponds, for the purpose of impairment assessment, to the higher of the value in use or the fair value less costs of disposal of the CGU or group of CGU to which goodwill has been allocated.

The value in use calculation requires management to estimate future cash flows expected to arise from the CGU or group of CGU and a suitable discount rate in order to calculate present value. The key assumptions required for the value in use estimation are the growth rate of future cash flows and the discount rate.

When using the value in use approach, cash flows for each CGU or group of CGU are derived from the budget for the upcoming year, which is approved on an annual basis by members of the Company's Board of Directors, and a long-term forecast prepared by management, which covers an additional period of up to 4 years. Cash flows beyond the long-term forecast are extrapolated using a growth rate estimated by management. The discount rate is derived from the Company's post-tax weighted average cost of capital and is adjusted, where applicable, to take into account any specific risks.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONTINUED)

When the fair value less costs of disposal approach is used, the fair value is derived from a market multiple approach. Under this approach, transaction multiples are applied to such CGU's future results, mainly EBIT and earnings before interest, income taxes, depreciation and amortization. The key assumptions required for the fair value less costs of disposal are the future results of the CGU or group of CGU, the multiples being used and the costs of disposal.

Future results for each CGU or group of CGU are derived from the budget for the upcoming year. Transaction multiples are derived from observable market value of comparable publicly traded companies or fair value observed from recent acquisitions or disposals of businesses that are comparable to the CGU or group of CGU. Costs of disposal, which usually corresponds to a percentage of the fair value of the CGU or group of CGU, are estimated based on historical transactions of the Company or on input from recent transactions.

For both the value in use and the fair value less costs of disposal approaches, the values assigned to key assumptions reflect past experience and external sources of information that are deemed accurate and reliable. The value in use and the fair value are categorized as Level 3 in the fair value hierarchy described under IFRS 13, *Fair Value Measurement*, as one or more key assumption used is based on unobservable data requiring the use of judgement.

When there is any indication that any tangible and intangible assets other than goodwill have suffered an impairment loss, the determination of the recoverable amount of such tangible and intangible assets other than goodwill requires management to estimate cash flows expected to arise from these assets and a suitable discount rate in order to calculate the present value in a manner described above for goodwill.

The identification of events that could have an impact on the estimated cash flows of the assets and the determination of these estimated cash flows require the exercise of judgement, which might result in significant variances in the carrying amount of these assets if found to be impaired.

The main assumptions used for the goodwill impairment testing are disclosed in Note 13.

Measurement of retirement benefit obligations, other long-term benefits and other post-employment benefit obligations

AtkinsRéalis' obligations and expenses relating to defined benefit pension plans, other long-term benefits and other post-employment benefits are determined using actuarial valuations and are dependent on assumptions such as the rate of compensation increase, as determined by management. While management believes these assumptions represent its best estimate, differences in actual results or changes in assumptions could have an impact on the obligations, expenses and amounts of actuarial gains (losses) recognized in the consolidated statement of comprehensive income.

Measurement of provisions shown in the consolidated statement of financial position

In measuring a provision, the Company takes risks and uncertainties into account. The uncertainties mainly relate to the timing and amount of a provision. Also, risks and uncertainties arise from discounting a provision, where the effect of the time value of money is significant, using a pre-tax discount rate that reflects current market assessments of the time value of money. Additionally, the Company takes into account future events, such as changes in the law, where there is sufficient objective evidence that they will occur when measuring a provision. The longer duration of the period covered by certain provisions can also increase the uncertainties of the estimates.

Contingent liabilities

As described in more detail in Note 32, the Company is subject to certain ongoing investigations, and various class actions and other lawsuits and proceedings have been filed against the Company. The outcome of these investigations, actions, lawsuits and proceedings, while not determinable, could have a material adverse impact on the Company's liquidity and financial results.

Measurement of share-based payment expenses

The Company offers the 2019 PSU plan to selected individuals within the organization. Depending on the attainment of performance criteria and conditions, the number of units granted is adjusted depending on specific indicators to determine the number of units to which all participants receiving the award will be entitled at the end of the vesting period. At each measurement date, management is required to estimate the number of performance share units that will vest, which impacts the amount of associated liabilities and expenses.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONTINUED)

Assessment of deferred income tax assets and liabilities

Deferred income tax assets and liabilities arise from temporary differences between the tax bases of assets and liabilities and their carrying amounts reported in the financial statements. Deferred income tax assets also reflect the benefit of unutilized tax losses that can be carried forward to reduce income taxes in future years. This method requires the exercise of significant judgement in determining whether or not it is probable that the Company's deferred income tax assets would be recovered from future taxable income and, therefore, can be recognized in the Company's consolidated financial statements. Also, estimates are required to determine the expected timing upon which tax assets will be realized and upon which tax liabilities will be settled, and the enacted or substantively enacted tax rates that will apply at such time.

Measurement of financial instruments at fair value

The Company measures some of its financial instruments at fair value. The determination of such fair value is based on the most readily available market data. When data is not readily available, management is required to estimate the fair value of the instrument using various inputs that are either directly or indirectly observable, or that are not based on observable market data.

Assets and liabilities acquired in a business combination

Intangible assets and goodwill arising out of business combinations are accounted for by applying the acquisition method of accounting to these transactions. In measuring the fair value of the assets acquired and the liabilities assumed and estimating their useful lives, the Company uses significant estimates and assumptions regarding cash flow projections, economic risk, and weighted average cost of capital.

These estimates and assumptions determine the amount allocated to intangible assets and goodwill, as well as the amortization period for intangible assets with finite lives. If results differ from estimates, the Company may increase amortization or recognize impairment charges.

Identification of functional currency

The functional currency for each subsidiary, joint operation, joint venture and associate is the currency of the primary economic environment in which it operates. Determination of functional currency involves significant judgement and other entities may make different judgements based on similar facts. AtkinsRéalis reconsiders the functional currency of its businesses if there is a change in the underlying transactions, events or conditions which determine their primary economic environment.

The determination of functional currency affects the carrying value of non-current assets included in the statement of financial position and, as a consequence, the amortization of those assets included in the income statement. It also impacts exchange gains and losses included in the income statement and in equity.

Leases

Estimate of the lease term

When the Company recognizes a lease as a lessee, it assesses the lease term based on the conditions of the lease and determines whether it is reasonably certain that it will exercise its extension or termination option, if any. It then uses the expected modified term under such option if it is reasonably certain that it will be exercised. As such, a change in the assumption used could result in a significant impact in the amount recognized as a right-of-use asset and lease liability, as well as in the amount of depreciation of right-of-use asset and interest expense on lease liability.

Determining the discount rate for leases

IFRS 16 requires the Company to discount the lease payments using the rate implicit in the lease if that rate is readily available. If that rate cannot be readily determined, the lessee is required to use its incremental borrowing rate ("IBR"). The Company generally uses its IBR when recording leases initially, since the implicit rates are not readily available due to information not being available from the lessor regarding the fair value of underlying assets and direct costs incurred by the lessor related to the leased assets. The determination of the IBR requires the use of various assumptions which, if different than those being used, could result in a significant impact in the amount recognized as a right-of-use asset and lease liability, as well as in the amount of depreciation of right-of-use asset and interest expense on lease liability.

Determining if a contract modification increasing the scope of a lease is a separate lease or not

When a lease modification increasing the scope of a lease occurs, the Company needs to determine whether or not such modification should be accounted for as a separate lease or not. Such determination requires the use of judgement on the stand-alone selling price and any appropriate adjustments to the stand-alone selling price reflecting the circumstances of the particular contract.

4. SEGMENT DISCLOSURES

The Company has six reportable segments consisting of i) **Engineering Services**; ii) **Nuclear**; iii) **O&M**; iv) **Linxon**; v) **LSTK Projects**; and vi) **Capital**.

The description of each of the segments is as follows:

Engineering Services incorporates consultancy, engineering, design and project management services around the world, primarily for the building & places, defence, industrial, minerals & metals, power & renewables, transportation and water markets. A significant portion of Engineering Services revenues are derived from the public sector, including national, provincial, state and local and municipal authorities.

Nuclear supports clients across the entire nuclear lifecycle with the full spectrum of services from consultancy, EPCM services, field services, technology services, spare parts, reactor support and decommissioning and waste management. As stewards of the CANDU[®] technology, it also provides new-build and full refurbishment services of CANDU[®] reactors.

O&M consists of providing operations, maintenance and asset management solutions for bridges, transit systems, highways, buildings and industrial plants including power plants, water supply and treatment systems and desalination plants, as well as postal services and ships.

Linxon offers engineering, procurement, management and construction services for execution of large, complex alternative current power substations including expansions and electrification, notably through repetitive EPC offerings in the following markets: Utilities, Renewable, Conventional Generation, Transportation and Data centers.

LSTK Projects is comprised of the remaining LSTK construction contracts of the Company, notably mass transit projects in Canada and one LSTK project in the Middle East. This segment also includes the financial results of legacy warranty costs and claims from completed LSTK projects. In July 2019, the Company decided to cease bidding on new LSTK construction contracts.

Capital is AtkinsRéalis' investment, financing and asset management arm, responsible for developing projects, arranging financing, investing equity, undertaking complex financial modeling and managing its infrastructure investments for optimal returns. Its activities are principally concentrated in infrastructure such as bridges, highways, mass transit systems, power facilities, energy infrastructure, water treatment plants and social infrastructure (e.g. hospitals). The Capital segment includes AtkinsRéalis' 20% ownership interest in and management of SNC-Lavalin Infrastructure Partners LP.

The accounting policies for the segments are the same as those described in the Summary of Material Accounting Policies (Note 2). The Company evaluates segment performance using **Segment Adjusted EBIT**, which consists of revenues less i) direct cost of activities; ii) directly related selling, general and administrative expenses; and iii) corporate selling, general and administrative expenses that are directly and indirectly related to projects or segments. Corporate selling, general and administrative expenses that are not directly or indirectly related to projects or segments, restructuring and transformation costs, amortization of intangible assets related to business combinations, gains (losses) on disposal(s) or adjustment on disposal(s) of PS&PM businesses, gains (losses) on disposal(s) or adjustment on disposal(s) of Capital investments and DPCP Remediation Agreement expense are not allocated to the Company's segments.

[®] CANDU is a registered trademark of Atomic Energy of Canada Limited, used under exclusive license by Candu Energy Inc., a subsidiary of the Company.

4. SEGMENT DISCLOSURES (CONTINUED)

The following table presents revenues and Segment Adjusted EBIT for each of the Company's segments for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023		2022	
	REVENUES	SEGMENT ADJUSTED EBIT	REVENUES	SEGMENT ADJUSTED EBIT
Engineering Services	\$ 5,897,301	\$ 519,611	\$ 4,686,198	\$ 397,734
Nuclear	1,044,127	145,454	895,954	144,023
O&M	469,625	45,927	497,238	49,134
Linxon	577,788	948	561,225	(9,842)
AtkinsRéalis Services (previously, SNCL Services)	7,988,841	711,940	6,640,615	581,049
LSTK Projects	506,729	(58,559)	799,256	(261,281)
Capital	138,739	112,616	109,160	93,344
	\$ 8,634,309		\$ 7,549,031	
Segment Adjusted EBIT — Total		765,997		413,112
Corporate selling, general and administrative expenses not allocated to the segments — PS&PM (Note 24)		(140,359)		(99,075)
Corporate selling, general and administrative expenses not allocated to the segments — Capital (Note 24)		(28,194)		(28,194)
Restructuring and transformation costs (Note 25)		(49,309)		(82,875)
Amortization of intangible assets related to business combinations (Note 14)		(83,164)		(84,267)
Gain on disposals of Capital investments (Note 5A)		—		3,747
Gain on disposal of a PS&PM business (Note 6A)		46,191		—
DPCP Remediation Agreement expense (Note 32)		—		(27,437)
EBIT		511,162		95,011
Net financial expenses (Note 26)		185,559		115,749
Earnings (loss) before income taxes from continuing operations		325,603		(20,738)
Income tax expense (recovery) (Note 28B)		38,960		(27,757)
Net income from continuing operations		286,643		7,019
Net loss from discontinued operations (Note 6B)		—		(6,890)
Net income		\$ 286,643		\$ 129

GEOGRAPHIC INFORMATION

The following table presents property and equipment and right-of-use assets inside Canada, the United Kingdom, the United States and other countries reflected on the Company's consolidated statements of financial position:

	DECEMBER 31 2023	DECEMBER 31 2022
Property and equipment and right-of-use assets		
United Kingdom	\$ 213,822	\$ 235,310
Canada	212,751	207,811
United States	97,299	110,184
Other countries	63,307	69,044
	\$ 587,179	\$ 622,349

5. CAPITAL INVESTMENTS

The Company makes investments in infrastructure concessions for public services such as bridges, highways, mass transit systems, power facilities, energy infrastructure, water treatment plants and social infrastructure (e.g. hospitals).

The main concessions and public-private partnerships contracts reported under IFRIC 12 are all accounted for under the financial asset model.

In order to provide the reader of the financial statements with a better understanding of the financial position and results of operations of its Capital investments, the Company presents certain distinct financial information related specifically to its Capital investments throughout its financial statements, as well as additional information below.

A) VARIATIONS IN OWNERSHIP INTERESTS IN INVESTMENTS

I) IN 2023

CARLYLE GLOBAL INFRASTRUCTURE OPPORTUNITY FUND, L.P. ("CARLYLE")

In 2023, the Company collected the remaining balance of the consideration receivable, which was previously included in "Other current financial assets" in the Company's consolidated statement of financial position, for the disposal of its ownership interest in Carlyle in 2022. This consideration received of US\$25.5 million (approximately CA\$34.3 million) was included in "Cash inflow on disposal of a Capital investment at fair value through other comprehensive income" in the Company's consolidated statement of cash flows for the year ended December 31, 2023.

II) IN 2022

CARLYLE GLOBAL INFRASTRUCTURE OPPORTUNITY FUND, L.P.

In 2022, the Company completed the sale of its ownership interest in Carlyle, which was no longer core to the Company's strategy following the disposal of its Oil & Gas business in 2021, for a total consideration of US\$52.1 million (approximately CA\$71.2 million), which approximated its fair value at the date of such disposal. Consideration received of US\$21.5 million (approximately CA\$29.5 million), net of withholding taxes, was included in "Cash inflow on disposal of a Capital investment at fair value through other comprehensive income" in the Company's consolidated statement of cash flows for the year ended December 31, 2022, while the remaining balance of the consideration receivable was included in "Other current financial assets" in the Company's consolidated statement of financial position as at December 31, 2022 (see Note 10). The Company's investment in Carlyle was accounted for at fair value through other comprehensive income. Transaction costs incurred on the disposal of Carlyle amounted to \$0.6 million and were included in "Gain on disposals of Capital investments" in the Company's consolidated income statement for the year ended December 31, 2022.

INPOWER BC GENERAL PARTNERSHIP AND ITS RELATED HOLDING COMPANIES

On February 7, 2022, the Company announced that it had completed the sale and transfer of its ownership interest in InPower BC General Partnership and its related holding companies to SNC-Lavalin Infrastructure Partners LP ("SNCL IP Partnership"), in which the Company has a 20% ownership interest.

Net gain on disposal

YEAR ENDED DECEMBER 31	2022
Consideration received in cash	\$ 40,760
Consideration received in equity instruments of the SNCL IP Partnership	10,190
Total consideration received	50,950
Net assets disposed of	(44,676)
Disposition-related costs and other	(1,947)
Gain on disposal	4,327
Income tax recovery	102
Net gain on disposal	\$ 4,429

5. CAPITAL INVESTMENTS (CONTINUED)

Net assets disposed of

On the disposal date, the major classes of assets and liabilities disposed of were as follows:

Cash and cash equivalents	\$	278
Restricted cash		22,454
Other current assets		23,240
Non-current assets		296,057
Assets disposed of		342,029
Current liabilities		21,417
Non-current liabilities		275,936
Liabilities disposed of		297,353
Net assets disposed of	\$	44,676

Net cash inflow on disposal

YEAR ENDED DECEMBER 31		2022
Consideration received in cash	\$	40,760
Less: cash and cash equivalents balances disposed of		278
Net cash inflow on disposal	\$	40,482

PRESENTATION OF DISPOSALS OF CAPITAL INVESTMENTS IN THE INCOME STATEMENT

In 2022, the gain on disposal of InPower BC General Partnership and its related holding companies and the transaction costs related to the disposal of Carlyle included in the Company's consolidated income statement were as follows:

YEAR ENDED DECEMBER 31		2022
Gain on disposal of InPower BC General Partnership and its related holding companies	\$	4,327
Transaction costs related to disposal of Carlyle		(580)
Net gain on disposals of Capital investments ⁽¹⁾	\$	3,747

⁽¹⁾ Included in "Gain on disposals of Capital investments" in the consolidated income statement

B) FINANCIAL INFORMATION

Statements of financial position

The Company's consolidated statements of financial position include the following net assets (liabilities) from its consolidated Capital investments and net book value from its Capital investments accounted for by the equity method.

	DECEMBER 31 2023	DECEMBER 31 2022
Net assets from Capital investments accounted for by the consolidation method	\$ 268,722	\$ 184,896
Net book value of Capital investments accounted for by the equity method ⁽¹⁾	389,256	406,925
	\$ 657,978	\$ 591,821

⁽¹⁾ Includes the Company's investment in 407 International Inc., for which the net book value was nil as at December 31, 2023 and 2022.

5. CAPITAL INVESTMENTS (CONTINUED)

Income statements

The Company's consolidated income statements include the following revenues and expenses from its Capital investments.

YEARS ENDED DECEMBER 31	2023		2022	
Revenues from Capital	\$	138,739	\$	109,160
Direct cost of activities		26,123		15,816
		112,616		93,344
Corporate selling, general and administrative expenses not allocated to the segments — Capital		28,194		28,194
Gain on disposals of Capital investments		—		(3,747)
EBIT		84,422		68,897
Net financial expenses		8,585		3,968
Earnings before income taxes		75,837		64,929
Income taxes		1,609		3,285
Net income	\$	74,228	\$	61,644

I) CAPITAL INVESTMENTS ACCOUNTED FOR BY THE CONSOLIDATION METHOD

AtkinsRéalis' main Capital investment accounted for by the consolidation method is detailed below:

NAME OF CAPITAL INVESTMENT	PRINCIPAL ACTIVITY	SUBJECT TO IFRIC 12	MATURITY OF CONCESSION AGREEMENT	LOCATION	OWNERSHIP INTEREST	
					DECEMBER 31 2023	DECEMBER 31 2022
TransitNEXT General Partnership	New Trillium Line extension (under construction)	Yes	2049	Canada	100.0%	100.0%

II) CAPITAL INVESTMENTS ACCOUNTED FOR BY THE EQUITY METHOD

AtkinsRéalis' main Capital investments accounted for by the equity method are detailed below:

					OWNERSHIP INTEREST	
NAME OF CAPITAL INVESTMENT	PRINCIPAL ACTIVITY	SUBJECT TO IFRIC 12	MATURITY OF CONCESSION AGREEMENT	LOCATION	DECEMBER 31 2023	DECEMBER 31 2022
Joint ventures:						
407 East Development Group General Partnership (“407 EDGGP”)	32-km toll Highway 407 East	Yes	2045	Canada	50.0%	50.0%
407 International Inc. ⁽¹⁾ (“Highway 407 ETR”)	108-km toll highway under a 99-year concession agreement	No	2098	Canada	6.76%	6.76%
Crosslinx Transit Solutions General Partnership (“Eglinton Crosstown”)	Eglinton Crosstown Light Rail Transit project (under construction)	Yes	2051	Canada	25.0%	25.0%
Rideau Transit Group General Partnership (“Rideau”)	The Confederation Line, City of Ottawa’s light rail transit system	Yes	2048	Canada	40.0%	40.0%
Groupe Signature sur le Saint-Laurent S.E.N.C. (“SSL”)	New Champlain Bridge Corridor	Yes	2049	Canada	50.0%	50.0%
Associates:						
Myah Tipaza S.p.A.	Seawater desalination plant to supply treated water under a 25-year take-or-pay agreement ending in 2036	No	N/A	Algeria	25.5%	25.5%
Shariket Kahraba Hadjret En Nouss S.p.A.	1,227 MW gas-fired thermal power plant supplying electricity under a 20-year take-or-pay agreement ending in 2029	No	N/A	Algeria	26.0%	26.0%
SNC-Lavalin Infrastructure Partners LP	Holding interests in mature Capital investments	No	N/A	Canada	20.0%	20.0%

⁽¹⁾ Although the Company holds less than 20% of the equity shares of Highway 407 ETR, the Company exercises joint control over this entity based on its contractual agreements.

N/A: not applicable

5. CAPITAL INVESTMENTS (CONTINUED)

Capital investments accounted for by the equity method – joint ventures

AtkinsRéalis carries out part of its Capital investment activity through joint ventures which are accounted for by the equity method. The aggregate amounts of current assets, non-current assets, current liabilities, non-current liabilities, revenues and expenses related to such joint ventures are summarized below:

YEAR ENDED DECEMBER 31, 2023	HIGHWAY 407 ETR	OTHER CAPITAL INVESTMENTS	TOTAL
Income statements			
Revenues (at 100%)	\$ 1,495,446	\$ 420,757	\$ 1,916,203
Interest income (at 100%)	\$ 62,776	\$ 6,953	\$ 69,729
Interest expense (at 100%)	\$ 473,178	\$ 75,652	\$ 548,830
Depreciation and amortization (at 100%)	\$ 97,074	\$ —	\$ 97,074
Income tax expense (at 100%)	\$ 207,513	\$ 2	\$ 207,515

YEAR ENDED DECEMBER 31, 2022	HIGHWAY 407 ETR	OTHER CAPITAL INVESTMENTS	TOTAL
Income statements			
Revenues (at 100%)	\$ 1,327,215	\$ 520,362	\$ 1,847,577
Interest income (at 100%)	\$ 22,463	\$ 3,056	\$ 25,519
Interest expense (at 100%)	\$ 470,345	\$ 76,753	\$ 547,098
Depreciation and amortization (at 100%)	\$ 99,986	\$ —	\$ 99,986
Income tax expense (at 100%)	\$ 156,468	\$ —	\$ 156,468

YEAR ENDED DECEMBER 31, 2023	HIGHWAY 407 ETR	OTHER CAPITAL INVESTMENTS	TOTAL
Statements of comprehensive income			
Net income (at 100%)	\$ 567,251	\$ 65,051	\$ 632,302
Other comprehensive loss (at 100%)	(824)	—	(824)
Total comprehensive income (at 100%)	\$ 566,427	\$ 65,051	\$ 631,478

YEAR ENDED DECEMBER 31, 2022	HIGHWAY 407 ETR	OTHER CAPITAL INVESTMENTS	TOTAL
Statements of comprehensive income			
Net income (at 100%)	\$ 435,312	\$ 58,499	\$ 493,811
Other comprehensive loss (at 100%)	(805)	—	(805)
Total comprehensive income (at 100%)	\$ 434,507	\$ 58,499	\$ 493,006

YEARS ENDED DECEMBER 31	2023	2022
Company's share of net income of Capital investments based on its ownership interest ⁽¹⁾	\$ 62,279	\$ 49,075
Company's share of net income from Capital investments included in its income statement ⁽¹⁾	\$ 88,478	\$ 70,660

⁽¹⁾ See Note 1 on the following page

5. CAPITAL INVESTMENTS (CONTINUED)

DECEMBER 31, 2023	HIGHWAY 407 ETR	OTHER CAPITAL INVESTMENTS	TOTAL
Statements of financial position			
Cash and cash equivalents (at 100%)	\$ 691,133	\$ 70,356	\$ 761,489
Other current assets (at 100%)	322,419	151,760	474,179
Non-current assets (at 100%)	4,584,323	2,927,185	7,511,508
Total assets (at 100%)	5,597,875	3,149,301	8,747,176
Trade and other payables (at 100%)	62,826	419,572	482,398
Other current financial liabilities (at 100%)	403,464	538,136	941,600
Current non-financial liabilities (at 100%)	14,255	3	14,258
Non-current financial liabilities (at 100%)	10,317,867	1,604,020	11,921,887
Non-current non-financial liabilities (at 100%)	590,075	—	590,075
Total liabilities (at 100%)	11,388,487	2,561,731	13,950,218
Net assets (liabilities) (at 100%)	\$ (5,790,612)	\$ 587,570	\$ (5,203,042)
Company's carrying value of Capital investments included in its statement of financial position ⁽¹⁾	\$ —	\$ 245,369	\$ 245,369

DECEMBER 31, 2022	HIGHWAY 407 ETR	OTHER CAPITAL INVESTMENTS	TOTAL
Statements of financial position			
Cash and cash equivalents (at 100%)	\$ 369,542	\$ 51,852	\$ 421,394
Other current assets (at 100%)	513,536	221,761	735,297
Non-current assets (at 100%)	4,565,066	2,926,032	7,491,098
Total assets (at 100%)	5,448,144	3,199,645	8,647,789
Trade and other payables (at 100%)	62,137	435,232	497,369
Other current financial liabilities (at 100%)	138,637	524,573	663,210
Current non-financial liabilities (at 100%)	14,908	55,783	70,691
Non-current financial liabilities (at 100%)	10,059,994	1,644,640	11,704,634
Non-current non-financial liabilities (at 100%)	579,508	—	579,508
Total liabilities (at 100%)	10,855,184	2,660,228	13,515,412
Net assets (liabilities) (at 100%)	\$ (5,407,040)	\$ 539,417	\$ (4,867,623)
Company's carrying value of Capital investments included in its statement of financial position ⁽¹⁾	\$ —	\$ 229,605	\$ 229,605

⁽¹⁾ Under the equity method of accounting, distributions from a joint venture reduce the carrying amount of the investment. The equity method of accounting requires the Company to stop recognizing its share of the losses of a joint venture when the recognition of such losses results in a negative balance for its investment, or where dividends declared by the joint venture are in excess of the carrying amount of the investment. In these events, the carrying value of the investment is reduced to nil, but does not become negative, unless the Company has incurred legal or constructive obligations or made payments on behalf of the joint venture. In these situations, the Company no longer recognizes its share of net income (loss) of a Capital investment based on its ownership, but rather recognizes in its net income the amount of dividends declared by a joint venture that would otherwise result in a negative carrying value of such investment.

As a result, the Company recognized in its income statement dividends from Highway 407 ETR of \$64.3 million in 2023 (2022: \$50.7 million) and did not recognize its share of Highway 407 ETR's total comprehensive income of \$38.3 million (2022: \$29.4 million) in the same period, as the carrying amount of its investment in Highway 407 ETR was nil at December 31, 2023 and 2022. The negative carrying value of the Company's investment in Highway 407 ETR, which is not recognized on the Company's statement of financial position, amounted to \$392.6 million as at December 31, 2023 (2022: negative carrying value of \$366.6 million).

5. CAPITAL INVESTMENTS (CONTINUED)

Capital investments accounted for by the equity method - associates

The summary tables below provide supplementary information in respect of Capital investments classified as associates:

YEARS ENDED DECEMBER 31	2023	2022
Statements of comprehensive income		
Revenues (at 100%)	\$ 255,553	\$ 216,733
Expenses (at 100%)	200,338	182,680
Net income (at 100%)	\$ 55,215	\$ 34,053
Total comprehensive income (at 100%)	\$ 55,215	\$ 34,053
Company's share of net income of Capital investments based on its ownership interest	\$ 12,715	\$ 4,869
Company's share of net income from Capital investments included in its income statement	\$ 12,715	\$ 4,869
	DECEMBER 31 2023	DECEMBER 31 2022
Statements of financial position		
Current assets (at 100%)	\$ 195,397	\$ 320,212
Non-current assets (at 100%)	571,153	612,470
Total assets (at 100%)	766,550	932,682
Current liabilities (at 100%)	71,092	65,945
Non-current liabilities (at 100%)	40,374	103,772
Total liabilities (at 100%)	111,466	169,717
Net assets (at 100%)	\$ 655,084	\$ 762,965
Company's carrying value of Capital investments included in its statement of financial position	\$ 143,887	\$ 177,320

III) CAPITAL INVESTMENT AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

The Capital investment at fair value through other comprehensive income is listed below:

			OWNERSHIP INTEREST	
			DECEMBER 31 2023	DECEMBER 31 2022
NAME OF CAPITAL INVESTMENT	PRINCIPAL ACTIVITY	LOCATION		
Carlyle Global Infrastructure Opportunity Fund, L.P.	Holding investments in infrastructure projects related to energy, power and other natural resources	U.S.A.	—%	—%

The investment in Carlyle was designated to be measured at fair value through other comprehensive income until its disposal in 2022 (see Note 5A) to avoid the variability of the Company's net income in future periods.

For the year ended December 31, 2022, the Company's consolidated income included dividends of \$2.8 million from Carlyle.

C) PAYMENTS AND REMAINING COMMITMENTS IN CAPITAL INVESTMENTS

When making investments in infrastructure concessions, AtkinsRéalis may not be required to make its contribution immediately but instead may commit to make its contribution over time.

The following table summarizes AtkinsRéalis' payments and outstanding commitments to invest in Capital investments accounted for by the equity method and at fair value through other comprehensive income for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023	2022
Commitments to invest in Capital investments – January 1	\$ 24,921	\$ 24,921
Increase in commitments to invest in Capital investments	—	39,633
Payments for Capital investments during the year	—	(39,633)
Commitments to invest in Capital investments – December 31	\$ 24,921	\$ 24,921

5. CAPITAL INVESTMENTS (CONTINUED)

At December 31, 2023, the commitments to invest in Capital investments were related to contributions for Eglinton Crosstown (2022: Eglinton Crosstown) and were presented in “Other current financial liabilities” (see Note 17) since they are either expected to be paid in the following year or are callable on demand.

In 2016, the Company signed an agreement to support a commitment of US\$100 million to a fund focused on global infrastructure investments sponsored by The Carlyle Group, subject to certain conditions. The intent of this agreement was for the Company and The Carlyle Group to cooperate with respect to investments in, and work on, infrastructure projects. Subsequent to the disposal of Carlyle in 2022, the related commitment to invest was nil as at December 31, 2023 and 2022.

6. DISPOSALS OF PS&PM BUSINESSES

A) DISPOSAL OF THE COMPANY’S SCANDINAVIAN ENGINEERING SERVICES BUSINESS

On August 31, 2023, the Company announced that it had completed the sale of its Scandinavian Engineering Services business (comprising Denmark, Sweden and Norway) to SYSTRA Group, a France-based engineering and consulting group specialized in public transport and mobility solutions.

Net gain on disposal of Scandinavian Engineering Services business

YEAR ENDED DECEMBER 31	2023
Consideration received in cash	\$ 153,949
Consideration paid in cash to the purchaser for purchase price adjustments	(621)
Cash settlement of forward foreign exchange contracts used to hedge the consideration received in cash	(2,258)
Total net consideration received in cash	151,070
Net assets disposed of	(94,669)
Cumulative exchange loss on translating foreign operations reclassified from equity on disposal	(2,813)
Disposition-related costs and other	(7,397)
Gain on disposal of Scandinavian Engineering Services business	46,191
Income taxes	—
Net gain on disposal of Scandinavian Engineering Services business	\$ 46,191

Net assets disposed of

As part of the transaction, the major classes of assets and liabilities of the Scandinavian Engineering Services business disposed of were as follows:

Cash and cash equivalents	\$ 6,874
Other current financial assets	10,826
Current non-financial assets	16,611
Goodwill	74,480
Intangible assets related to business combinations	5,032
Other non-current non-financial assets	12,790
Assets disposed of	126,613
Current financial liabilities	11,287
Current non-financial liabilities	4,089
Non-current financial liabilities	6,846
Non-current non-financial liabilities	9,722
Liabilities disposed of	31,944
Net assets disposed of	\$ 94,669

6. DISPOSALS OF PS&PM BUSINESSES (CONTINUED)

Net cash inflow on disposal of Scandinavian Engineering Services business

YEAR ENDED DECEMBER 31	2023
Total net consideration received in cash	\$ 151,070
Less: cash and cash equivalents balances disposed of	6,874
Net cash inflow on disposal of Scandinavian Engineering Services business	\$ 144,196

B) ADJUSTMENT ON NET GAIN ON DISPOSAL OF OIL & GAS BUSINESS

In 2022, the Company concluded with the purchaser on purchase price adjustments related to the consideration receivable, which resulted in a reduction of the gain on disposal of the Oil & Gas business of \$7.5 million before income taxes (\$6.9 million after income taxes) included in “Net loss from discontinued operations” in the consolidated income statement. In the same year, there was a cash outflow of \$0.7 million related to the settlement of the consideration receivable, which is included in “Net cash inflow (cash outflow) on disposals of PS&PM businesses” in the consolidated statement of cash flows.

The loss per share from discontinued operations for the year ended December 31, 2022 was as follows:

YEAR ENDED DECEMBER 31	2022
Loss per share from discontinued operations – Basic (in \$)	\$ (0.04)
Loss per share from discontinued operations – Diluted (in \$)	\$ (0.04)

7. CASH AND CASH EQUIVALENTS AND RESTRICTED CASH

A) CASH AND CASH EQUIVALENTS

	DECEMBER 31 2023	DECEMBER 31 2022
Bank balances, bank term deposits and bankers’ acceptances	\$ 473,563	\$ 570,279
Cash and cash equivalents	\$ 473,563	\$ 570,279

B) RESTRICTED CASH

	DECEMBER 31 2023	DECEMBER 31 2022
Bank balances, bank term deposits and bankers’ acceptances	\$ 5,930	\$ 22,170
Restricted cash	\$ 5,930	\$ 22,170

8. TRADE RECEIVABLES

The following table presents the Company's trade receivables that are within normal terms of payment separately from those that are past due, with a reconciliation to the net carrying amount:

	DECEMBER 31 2023	DECEMBER 31 2022
Trade receivables:		
Within normal terms of payment	\$ 1,220,058	\$ 835,324
Past due	398,646	478,011
Total trade receivables	1,618,704	1,313,335
Allowance for expected credit losses	(129,932)	(135,947)
Trade receivables, net of allowance for expected credit losses	\$ 1,488,772	\$ 1,177,388

The change in the allowance for expected credit losses is detailed below:

YEARS ENDED DECEMBER 31	2023	2022
Balance at beginning of year	\$ 135,947	\$ 167,179
Change in allowance, other than write-offs and recoveries	18,118	(12,325)
Write-offs of trade receivables	(14,263)	(11,433)
Recoveries	(9,870)	(7,474)
Balance at end of year	\$ 129,932	\$ 135,947

9. REVENUE

A) DISAGGREGATION OF REVENUE

Revenues by geographic area

The following table presents revenues by geographic area according to project location for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023			2022 ⁽¹⁾		
	REVENUE FROM CONTRACTS WITH CUSTOMERS	OTHER REVENUE	TOTAL	REVENUE FROM CONTRACTS WITH CUSTOMERS	OTHER REVENUE	TOTAL
United Kingdom	\$ 2,603,739	\$ 14,449	\$ 2,618,188	\$ 2,175,682	\$ 13,863	\$ 2,189,545
Canada	2,308,662	102,543	2,411,205	2,251,585	100,415	2,352,000
United States	1,572,637	32,315	1,604,952	1,435,115	35,228	1,470,343
Middle East	1,047,735	1,736	1,049,471	634,764	175	634,939
Other countries	942,194	8,299	950,493	901,937	267	902,204
	\$ 8,474,967	\$ 159,342	\$ 8,634,309	\$ 7,399,083	\$ 149,948	\$ 7,549,031

⁽¹⁾ Effective October 1, 2023, the Company modified the presentation of its revenues by geographic area by combining the following geographic areas "Latin America", "Europe – Other", "Africa" and "Asia Pacific" into the geographic area "Other countries". The Company has restated the comparative figures accordingly.

In the years ended December 31, 2023 and 2022, the United Kingdom, Canada and the United States were the only countries where the Company derived more than 10% of its revenues.

9. REVENUE (CONTINUED)

Revenues by type of contract

The types of contracts presented are defined as follow:

Reimbursable and engineering services contracts: Reimbursable and engineering services contracts include all revenue-generating contracts of the Company, except standardized EPC contracts and LSTK construction contracts described below. Under reimbursable contracts, the Company charges the customer for the actual cost incurred plus a mark-up that could take various forms, such as a fixed-fee per unit, a percentage of costs incurred or an incentive fee based on achieving certain targets, performance factors or contractual milestones. Reimbursable contracts also include unit-rate contracts for which a fixed amount per quantity is charged to the customer, and reimbursable contracts with a cap or a target price accompanied by incentives and/or disincentives. Engineering services contracts include time and material agreements based on hourly rates and fixed-price lump-sum contracts with limited procurement or construction risks. Reimbursable and engineering services contracts also include all O&M contracts, most of which are fixed-price agreements subject to price-adjustment clauses such as inflation-driven indexation.

Standardized EPC contracts: Under standardized EPC contracts, the Company provides repetitive EPC offerings that are lower-risk, standardized solutions for: i) district cooling plants; and ii) power substations executed through its Linxon subsidiary.

LSTK construction contracts: Under LSTK construction contracts, the Company completes the work required for the project at a lump-sum price. Before entering into such contracts, the Company estimates the total cost of the project, plus a profit margin. The Company's actual profit margin may vary based on its ability to achieve the project requirements at, above or below the initial estimated costs. Although these projects are at a lump-sum price, the amount of associated revenue could nevertheless vary based on change orders, claims or other contract modifications, negotiated or otherwise awarded, which might take various forms. Projects in this category were all initiated as lump-sum contracts, and while in some cases have been modified to change their lump-sum risk exposure, continue to be presented in this category.

The following table presents revenues by type of contract for the year ended December 31, 2023:

YEAR ENDED DECEMBER 31				2023	
	REIMBURSABLE AND ENGINEERING SERVICES CONTRACTS	STANDARDIZED EPC CONTRACTS	LSTK CONSTRUCTION CONTRACTS	TOTAL	
Engineering Services	\$ 5,825,213	\$ 55,744	\$ —	\$ 5,880,957	
Nuclear	1,013,567	—	(1,909)	1,011,658	
O&M	469,632	—	—	469,632	
Linxon	3,856	573,932	—	577,788	
Revenue from contracts with customers – AtkinsRéalis Services (previously, SNCL Services)	7,312,268	629,676	(1,909)	7,940,035	
Revenue from contracts with customers – LSTK Projects	—	—	506,729	506,729	
	\$ 7,312,268	\$ 629,676	\$ 504,820	\$ 8,446,764	
Revenue from PS&PM investments accounted for by the equity method (Note 16)				48,806	
Revenue from contracts with customers – Capital segment				28,203	
Other revenue – Capital segment				110,536	
				\$ 8,634,309	

9. REVENUE (CONTINUED)

The following table presents revenues by type of contract for the year ended December 31, 2022:

YEAR ENDED DECEMBER 31	2022			
	REIMBURSABLE AND ENGINEERING SERVICES CONTRACTS	STANDARDIZED EPC CONTRACTS	LSTK CONSTRUCTION CONTRACTS	TOTAL
Engineering Services	\$ 4,616,007	\$ 55,660	\$ —	\$ 4,671,667
Nuclear	833,129	—	25,989	859,118
O&M	497,238	—	—	497,238
Linxon	15,593	545,632	—	561,225
Revenue from contracts with customers – AtkinsRéalis Services (previously, SNCL Services)	5,961,967	601,292	25,989	6,589,248
Revenue from contracts with customers – LSTK Projects	—	—	798,974	798,974
	\$ 5,961,967	\$ 601,292	\$ 824,963	\$ 7,388,222
Revenue from PS&PM investments accounted for by the equity method (Note 16)				51,649
Revenue from contracts with customers – Capital segment				10,861
Other revenue – Capital segment				98,299
				\$ 7,549,031

B) CONTRACT BALANCES

	DECEMBER 31 2023	DECEMBER 31 2022
Trade receivables (Note 8)	\$ 1,488,772	\$ 1,177,388
Contract assets	1,569,401	1,170,961
Deferred revenues	\$ 1,260,588	\$ 846,810

Trade receivables are rights to consideration in exchange for goods or services that the Company has transferred to a customer when such rights are only conditional on the passage of time. Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.

Contract assets are rights to consideration in exchange for goods or services that the Company has transferred to a customer when such rights are not only conditional on the passage of time, but also on some other factor, such as the satisfaction of further performance obligations under the contract. Contract assets are initially recognized for revenue earned and are usually derecognized when they become trade receivables.

Deferred revenues represent the cumulative amounts received and contractually receivable from customers by the Company that exceed the right to consideration resulting from the Company's performance under a given contract.

The following table presents the amount of revenue recognized from:

YEARS ENDED DECEMBER 31	2023	2022
Amounts included in deferred revenues at the beginning of the year	\$ 735,614	\$ 605,372
Performance obligations satisfied or partially satisfied in previous years (reversal)	\$ (92,811)	\$ (78,202)

As a significant portion of the Company's revenues are recognized over time, the contractual terms which determine when consideration becomes receivable from the customer, such as upon the achievement of certain milestones, the attainment by the Company of such milestones earlier or later than anticipated and the ability to obtain deposits on contracts, will influence, among other factors, the balance of trade receivables, contract assets and deferred revenues on a given contract. Due to i) the large number of contracts entered into by the Company; ii) the variety of contractual terms of such contracts; and iii) the different level of progress of the underlying projects, the variance of the contract assets and deferred revenues balances is not usually attributable to a single factor, except for significant business combinations or divestitures. In 2023, the balance of contract assets increased by an amount similar to the increase in deferred revenues.

9. REVENUE (CONTINUED)

C) REMAINING PERFORMANCE OBLIGATIONS

The aggregate amount of transaction price allocated to performance obligations that are unsatisfied (or partially satisfied) at December 31, 2023, on all contracts with customers, is expected to be recognized in revenues as follows: 2024 – \$5.7 billion, 2025 – \$2.2 billion, 2026 – \$1.4 billion, and thereafter – \$4.8 billion (2022: 2023 – \$4.8 billion, 2024 – \$2.1 billion, 2025 – \$0.9 billion, and thereafter – \$4.8 billion). It should be noted that these amounts exclude any estimated amounts of variable consideration that are excluded from the transaction price.

10. OTHER CURRENT FINANCIAL ASSETS

	DECEMBER 31 2023	DECEMBER 31 2022
Advances to suppliers, subcontractors and employees and deposits on contracts	\$ 71,357	\$ 43,393
Derivative financial instruments used for hedges	24,234	11,409
Life insurance policies measured at FVTPL ⁽¹⁾	7,136	6,903
Current portion of receivables under service concession arrangements	29,454	14,503
Consideration receivable related to disposal of Carlyle (Note 5A)	—	33,609
Recovery of costs expected from suppliers and subcontractors	2,885	2,519
Current portion of finance lease receivables	3,155	2,919
Derivative financial instruments related to share unit plans (Note 22C)	8,979	—
Amount receivable related to indemnity agreement	57,216	—
Other	57,056	65,361
Other current financial assets	\$ 261,472	\$ 180,616

⁽¹⁾ Fair value through profit or loss (“FVTPL”)

11. OTHER CURRENT NON-FINANCIAL ASSETS

	DECEMBER 31 2023	DECEMBER 31 2022 ⁽²⁾
Income taxes and other taxes receivable	\$ 128,813	\$ 123,700
Prepaid expenses and other	118,035	99,031
Inventories	20,371	17,411
Other current non-financial assets	\$ 267,219	\$ 240,142

⁽²⁾ Comparative figures have been restated to reflect the current year presentation (See Note 2C).

12. PROPERTY AND EQUIPMENT

	BUILDINGS	COMPUTER EQUIPMENT	OFFICE FURNITURE	MACHINERY	LEASEHOLD IMPROVEMENTS	OTHER ⁽¹⁾	TOTAL
Gross carrying amount							
Balance as at January 1, 2023	\$ 22,129	\$ 532,425	\$ 116,701	\$ 95,696	\$ 199,258	\$ 27,983	\$ 994,192
Additions	160	53,438	2,264	11,794	8,448	14,938	91,042
Effect of foreign currency exchange differences	(2)	(2,341)	(117)	(2,948)	357	(17)	(5,068)
Disposals / retirements / salvage / transfers	5,793	(32,342)	(19,071)	(11,609)	(22,819)	(17,877)	(97,925)
Balance as at December 31, 2023	\$ 28,080	\$ 551,180	\$ 99,777	\$ 92,933	\$ 185,244	\$ 25,027	\$ 982,241
Accumulated depreciation and impairment losses							
Balance as at January 1, 2023	\$ 5,403	\$ 400,117	\$ 99,935	\$ 63,578	\$ 86,943	\$ 3,662	\$ 659,638
Depreciation expense	1,235	51,654	5,504	18,412	16,550	—	93,355
Effect of foreign currency exchange differences	(2)	(3,422)	(235)	(2,104)	(106)	—	(5,869)
Impairment loss ⁽²⁾	—	—	—	94	—	—	94
Disposals / retirements / salvage	(36)	(43,949)	(18,010)	(12,684)	(22,726)	—	(97,405)
Balance as at December 31, 2023	\$ 6,600	\$ 404,400	\$ 87,194	\$ 67,296	\$ 80,661	\$ 3,662	\$ 649,813

	BUILDINGS	COMPUTER EQUIPMENT	OFFICE FURNITURE	MACHINERY	LEASEHOLD IMPROVEMENTS	OTHER ⁽¹⁾	TOTAL
Gross carrying amount							
Balance as at January 1, 2022	\$ 23,318	\$ 505,796	\$ 117,886	\$ 79,376	\$ 184,979	\$ 21,695	\$ 933,050
Additions	39	44,467	4,738	17,058	25,886	16,738	108,926
Effect of foreign currency exchange differences	—	(1,338)	498	6,226	(396)	2,076	7,066
Disposals / retirements / salvage / transfers	(1,228)	(16,500)	(6,421)	(6,964)	(11,211)	(12,526)	(54,850)
Balance as at December 31, 2022	\$ 22,129	\$ 532,425	\$ 116,701	\$ 95,696	\$ 199,258	\$ 27,983	\$ 994,192
Accumulated depreciation and impairment losses							
Balance as at January 1, 2022	\$ 5,253	\$ 368,346	\$ 98,870	\$ 40,391	\$ 83,035	\$ 3,662	\$ 599,557
Depreciation expense	1,114	47,108	6,061	21,234	14,424	—	89,941
Effect of foreign currency exchange differences	—	661	720	2,680	449	—	4,510
Impairment loss ⁽²⁾	—	—	85	9,747	—	—	9,832
Disposals / retirements / salvage	(964)	(15,998)	(5,801)	(10,474)	(10,965)	—	(44,202)
Balance as at December 31, 2022	\$ 5,403	\$ 400,117	\$ 99,935	\$ 63,578	\$ 86,943	\$ 3,662	\$ 659,638

Net book value:

As at December 31, 2023	\$ 21,480	\$ 146,780	\$ 12,583	\$ 25,637	\$ 104,583	\$ 21,365	\$ 332,428
As at December 31, 2022	\$ 16,726	\$ 132,308	\$ 16,766	\$ 32,118	\$ 112,315	\$ 24,321	\$ 334,554

Net book value of assets subject to operating leases:

As at December 31, 2023	\$ —	\$ —	\$ —	\$ 23,568	\$ —	\$ —	\$ 23,568
As at December 31, 2022	\$ —	\$ —	\$ —	\$ 31,969	\$ —	\$ —	\$ 31,969

⁽¹⁾ "Other" includes assets in the course of their construction and land.

⁽²⁾ In the year ended December 31, 2023, AtkinsRéalis recognized impairment losses in the amount of \$0.1 million (2022: \$9.8 million) in "Restructuring and transformation costs" in the consolidated income statement.

An amount of \$20.4 million as at December 31, 2023 (2022: \$23.4 million) of property and equipment was not being depreciated as the assets were in the course of their construction. The non-cash additions of property and equipment amounted to \$4.8 million in the year ended December 31, 2023 (2022: \$5.1 million).

13. GOODWILL

The following table details a reconciliation of the carrying amount of the Company's goodwill:

Balance at January 1, 2022	\$ 3,382,943
Net foreign currency exchange differences	(12,787)
Goodwill arising from the acquisition of a business completed in the year	550
Balance at December 31, 2022	3,370,706
Net foreign currency exchange differences	31,551
Disposal of a PS&PM business (Note 6A)	(74,480)
Balance at December 31, 2023	\$ 3,327,777

For the purpose of annual impairment testing, goodwill is allocated to a CGU or groups of CGU, which are the units expected to benefit from the synergies of the business combinations in which the goodwill arises.

As at December 31, 2023 and 2022, the Company's goodwill was allocated to the following CGU and groups of CGU:

CGU OR GROUP OF CGU	DECEMBER 31 2023	DECEMBER 31 2022
Engineering Services – United Kingdom, Europe, Middle East, India and Canada	\$ 1,621,943	\$ 1,647,511
Engineering Services – United States, Asia Pacific and Minerals & Metals ⁽¹⁾	978,368	1,000,641
Nuclear	639,613	634,226
O&M	67,664	67,664
Linxon	20,189	20,664
	\$ 3,327,777	\$ 3,370,706

⁽¹⁾ In 2023, the name of this CGU was modified from "Engineering Services – United States, Asia Pacific and Mining & Metallurgy" to "Engineering Services – United States, Asia Pacific and Minerals & Metals".

As at December 31, 2023, approximately 49% and 29% (2022: 49% and 30%) of the Company's goodwill balance was allocated to the Engineering Services – United Kingdom, Europe, Middle East, India and Canada CGU and the Engineering Services – United States, Asia Pacific and Minerals & Metals CGU, respectively. The recoverable amount of these CGU, determined in accordance with the value in use approach, based on a terminal growth rate of 2.5% (2022: 2.5%) and a discount rate of 11.6% (2022: 11.0%) for the Engineering Services – United Kingdom, Europe, Middle East, India and Canada CGU and 12.4% (2022: 11.5%) for the Engineering Services – United States, Asia Pacific and Minerals & Metals CGU, exceeded their carrying amount by approximately \$1,419 million (2022: approximately \$650 million) and approximately \$934 million (2022: approximately \$320 million), respectively, as at October 31, 2023, which is the date of the Company's annual impairment testing. No reasonable change in the key assumptions used for these CGU would have resulted in an impairment loss as at October 31, 2023 and 2022.

The recoverable amount of other CGU or group of CGU was determined based on the value in use approach. Under this approach, the following assumptions were used: cash flows beyond the long-term forecast were extrapolated using a growth rate of 2.5% in 2023 (2022: 2.5%) and discount rates ranging from 11.2% to 12.4% have been used in 2023 (2022: from 9.6% to 10.4%). No reasonable change in the key assumptions used for these other CGU or group of CGU would have resulted in an impairment loss as at October 31, 2023 and 2022.

14. INTANGIBLE ASSETS RELATED TO BUSINESS COMBINATIONS

The following tables reconcile the carrying amount of intangible assets related to business combinations:

	REVENUE BACKLOG	CUSTOMER RELATIONSHIPS	TRADEMARKS	TOTAL
Gross carrying amount				
Balance as at January 1, 2023	\$ 15,004	\$ 723,053	\$ 106,661	\$ 844,718
Derecognition of intangible assets	(15,004)	—	—	(15,004)
Effect of foreign currency exchange differences	—	22,817	570	23,387
Disposal of a PS&PM business	—	(13,128)	—	(13,128)
Balance as at December 31, 2023	\$ —	\$ 732,742	\$ 107,231	\$ 839,973
Accumulated depreciation and impairment losses				
Balance as at January 1, 2023	\$ 15,004	\$ 394,616	\$ 89,553	\$ 499,173
Amortization expense	—	73,074	10,090	83,164
Derecognition of intangible assets	(15,004)	—	—	(15,004)
Effect of foreign currency exchange differences	—	10,117	561	10,678
Disposal of a PS&PM business	—	(8,096)	—	(8,096)
Balance as at December 31, 2023	\$ —	\$ 469,711	\$ 100,204	\$ 569,915

	REVENUE BACKLOG	CUSTOMER RELATIONSHIPS	TRADEMARKS	TOTAL
Gross carrying amount				
Balance as at January 1, 2022	\$ 16,415	\$ 752,648	\$ 105,889	\$ 874,952
Derecognition of intangible assets	(2,426)	—	—	(2,426)
Effect of foreign currency exchange differences	1,015	(29,595)	772	(27,808)
Balance as at December 31, 2022	\$ 15,004	\$ 723,053	\$ 106,661	\$ 844,718
Accumulated depreciation and impairment losses				
Balance as at January 1, 2022	\$ 13,771	\$ 336,686	\$ 78,779	\$ 429,236
Amortization expense	3,331	70,590	10,346	84,267
Derecognition of intangible assets	(2,426)	—	—	(2,426)
Effect of foreign currency exchange differences	328	(12,660)	428	(11,904)
Balance as at December 31, 2022	\$ 15,004	\$ 394,616	\$ 89,553	\$ 499,173
Net book value:				
As at December 31, 2023	\$ —	\$ 263,031	\$ 7,027	\$ 270,058
As at December 31, 2022	\$ —	\$ 328,437	\$ 17,108	\$ 345,545

15. OTHER NON-CURRENT FINANCIAL ASSETS

	DECEMBER 31 2023	DECEMBER 31 2022
Derivative financial instruments related to share unit plans (Note 22C)	\$ 12,853	\$ —
Derivative financial instruments used for hedges	5,182	11,055
Non-current portion of finance lease receivables	8,668	7,492
Other	12,346	13,517
Other non-current financial assets	\$ 39,049	\$ 32,064

The Company's finance lease receivables relate mainly to the subleases of its unused office space. In 2023, the increase was mainly due to additional subleased space during the year, partially offset by a decrease due to the passage of time.

16. OTHER NON-CURRENT NON-FINANCIAL ASSETS

	DECEMBER 31 2023	DECEMBER 31 2022
Post-employment benefit assets (Note 31A)	\$ 38,172	\$ 55,521
PS&PM investments accounted for by the equity method	74,206	70,884
Other	92,510	79,193
Other non-current non-financial assets	\$ 204,888	\$ 205,598

PS&PM investments accounted for by the equity method – joint ventures

AtkinsRéalis carries out part of its PS&PM investment activity through joint ventures which are accounted for by the equity method. The aggregate amounts of current assets, non-current assets, current liabilities, non-current liabilities, revenues and expenses related to such joint ventures are summarized below.

YEARS ENDED DECEMBER 31	2023	2022
Income statements		
Revenues (at 100%)	\$ 2,912,626	\$ 2,582,125
Interest income (at 100%)	\$ 9,792	\$ 1,195
Interest expense (at 100%)	\$ 12,245	\$ 1,694
Depreciation and amortization (at 100%)	\$ 2,661	\$ 1,942
Income tax expense (at 100%)	\$ 1,081	\$ 1,670

YEARS ENDED DECEMBER 31	2023	2022
Statements of comprehensive income		
Net income (at 100%)	\$ 146,891	\$ 144,268
Other comprehensive loss (at 100%)	—	—
Total comprehensive income (at 100%)	\$ 146,891	\$ 144,268

YEARS ENDED DECEMBER 31	2023	2022
Company's share of net income of PS&PM investments based on its ownership interest	\$ 48,806	\$ 51,649
Company's net income from PS&PM investments included in its income statement	\$ 48,806	\$ 51,649

	DECEMBER 31 2023	DECEMBER 31 2022
Statements of financial position		
Cash and cash equivalents (at 100%)	\$ 191,306	\$ 214,095
Other current assets (at 100%)	700,512	600,091
Non-current assets (at 100%)	30,841	22,142
Total assets (at 100%)	922,659	836,328
Trade payables (at 100%)	599,135	540,816
Other current financial liabilities (at 100%)	22,710	40,549
Current non-financial liabilities (at 100%)	18,303	276
Non-current financial liabilities (at 100%)	30,571	26,151
Total liabilities (at 100%)	670,719	607,792
Net assets (at 100%)	\$ 251,940	\$ 228,536
Company's carrying value of PS&PM investments included in its statement of financial position	\$ 74,206	\$ 70,884

17. OTHER CURRENT FINANCIAL LIABILITIES

	DECEMBER 31 2023	DECEMBER 31 2022
Commitments to invest in Capital investments accounted for by the equity method (Note 5C)	\$ 24,921	\$ 24,921
Retentions on supplier contracts	133,207	117,079
Derivative financial instruments used for hedges	20,546	16,636
Derivative financial instruments related to share unit plans (Note 22C)	—	2,691
Federal charges settlement (PPSC) payable	30,694	40,616
Payable related to DPCP Remediation Agreement (Note 32)	11,357	11,393
Amount payable related to indemnity agreement	57,216	—
Other	1,876	520
Other current financial liabilities	\$ 279,817	\$ 213,856

On February 19, 2015, the Royal Canadian Mounted Police and the Public Prosecution Service of Canada (“PPSC”) laid charges (the “Charges”) against the Company and its indirect subsidiaries SNC-Lavalin International Inc. and SNC-Lavalin Construction Inc. On December 18, 2019, the Company announced it had reached a settlement with the PPSC regarding the Charges (the “federal charges settlement (PPSC)”). As part of the federal charges settlement (PPSC), SNC-Lavalin Construction Inc. is required to pay a fine in the amount of \$280 million, payable over 5 years, and was subject to a three-year probation order. The Company estimated the net present value of these installments at \$257.3 million at October 18, 2019, the date of the federal charges settlement (PPSC), of which nil is included in “Other non-current financial liabilities” (see Note 20) as at December 31, 2023 (2022: \$53.2 million).

18. OTHER CURRENT NON-FINANCIAL LIABILITIES

	DECEMBER 31 2023	DECEMBER 31 2022
Income taxes and other taxes payable	\$ 311,707	\$ 272,688
Share unit plans’ liabilities (Note 22C)	75,210	21,951
Other current non-financial liabilities	\$ 386,917	\$ 294,639

19. SHORT-TERM DEBT AND LONG-TERM DEBT

As at December 31, 2023 and 2022, the Company's short-term debt and long-term debt included in its consolidated statement of financial position were as follows:

	DECEMBER 31 2023	DECEMBER 31 2022 ⁽¹⁾
Recourse debt:		
Revolving Facility (i)	\$ 324,552	\$ 176,339
Term Loan (ii)	499,110	499,156
Series 4 Debentures (iii)	—	199,963
Series 6 Debentures (iii)	299,465	298,649
Series 7 Debentures (iii)	297,392	296,453
Limited recourse debt:		
CDPQ Loan (iv)	398,288	400,000
Non-recourse debt: ⁽²⁾		
Senior Secured Notes from a PS&PM investment (v)	—	22,157
Unsecured Loan of Linxon (vi)	11,507	11,769
Credit facility – TransitNEXT General Partnership (vii)	145,208	143,738
Other	7,109	8,173
Total short-term debt and long-term debt	1,982,631	2,056,397
Less: short-term debt and current portion of long-term debt	787,841	547,286
Long-term debt	\$ 1,194,790	\$ 1,509,111

⁽¹⁾ Comparative figures have been restated to reflect the current year presentation (See Note 2C).

⁽²⁾ Non-recourse debt is unsecured or secured only by Capital or PS&PM investment's specific assets.

- i. As at December 31, 2023, the Company's unsecured revolving credit facility (the "Revolving Facility"), which is part of the Company's credit agreement, dated May 13, 2022, between, among others, the Company, as borrower, and the syndicate of lenders party thereto (as amended, from time to time, the "2022 Credit Agreement"), is comprised of two tranches: (i) tranche A is for an amount of \$1,350.0 million until May 13, 2025 and \$1,315.1 million thereafter and until May 31, 2026 (2022: \$1,500.0 million from May 13, 2022 to April 30, 2023 and of \$1,350.0 million from May 1, 2023 to May 13, 2025); and (ii) tranche B is for an amount of \$450.0 million until May 13, 2025 and \$438.4 million thereafter and until May 31, 2026 (2022: \$500.0 million from May 13, 2022 to April 30, 2023 and of \$450.0 million from May 1, 2023 to May 13, 2025). Borrowings under tranche A may be obtained in the form of: (i) prime rate loans; (ii) acceptances; (iii) US base rate loans; (iv) SOFR loans, SONIA loans and EURIBOR loans; and (v) financial, non-financial and documentary letters of credit. Borrowings under tranche B may be obtained only in the form of non-financial and documentary letters of credit. The 2022 Credit Agreement also allows the issuance of up to a maximum aggregate of \$2,000.0 million of financial, non-financial and documentary letters of credit by way of uncommitted bilateral facilities.

As at December 31, 2023 and 2022, the cash draws and letters of credit outstanding under the Company's Revolving Facility were as follows:

AT DECEMBER 31, 2023	COMMITTED	CASH DRAWS	LETTERS OF CREDIT OUTSTANDING	UNUSED
Revolving Facility	\$ 1,800,000	\$ 328,310	\$ 186,368 ⁽³⁾	\$ 1,285,322

⁽³⁾ Includes \$60.8 million of financial letters of credit

AT DECEMBER 31, 2022	COMMITTED	CASH DRAWS	LETTERS OF CREDIT OUTSTANDING	UNUSED
Revolving Facility	\$ 2,000,000	\$ 180,306	\$ 186,406 ⁽⁴⁾	\$ 1,633,288

⁽⁴⁾ Includes \$2.8 million of financial letters of credit

In addition, as at December 31, 2023, \$1,556.5 million (2022: \$1,387.3 million) of uncommitted bilateral letters of credit were outstanding, of which \$106.3 million (2022: \$94.1 million) related to financial letters of credit.

19. SHORT-TERM DEBT AND LONG-TERM DEBT (CONTINUED)

- ii. The Company's non-revolving term loan, which is part of the 2022 Credit Agreement, is in the principal amount of \$500 million (the "Term Loan"). Borrowings under the Term Loan are being made available by way of prime rate loans or acceptances. The Term Loan matures in May 2026 (2022: May 2025).
- iii. These unsecured debentures were issued as follows: (i) \$200 million in 3.235% *per annum* Series 4 Debentures due in March 2023 (the "Series 4 Debentures"); (ii) \$300 million in 3.80% *per annum* Series 6 Debentures due in August 2024 (the "Series 6 Debentures"); and (iii) \$300 million in 7.00% *per annum* Series 7 Debentures due in June 2026 (the "Series 7 Debentures"). The Series 4 Debentures were repaid in full at their maturity in March 2023.
- iv. The loan ("CDPQ Loan") made under the loan agreement (as amended, from time to time, the "CDPQ Loan Agreement"), dated April 20, 2017, between AtkinsRéalis Highway Holding Inc. (previously, SNC-Lavalin Highway Holdings Inc.) ("Highway Holding"), an indirect wholly-owned subsidiary of the Company holding the shares of Highway 407 ETR, as borrower, and CDPQ Revenu fixe I Inc., as lender, is a limited recourse debt comprised of two tranches: (i) tranche A which is a non-revolving term loan in an aggregate amount of \$400 million (2022: \$400 million); and (ii) tranche B which was a non-revolving term loan in an aggregate amount of \$500 million. Recourse is limited to specific circumstances of enforcement on or against the shares of Highway Holding. Each of tranche A and tranche B was available by way of a single drawdown by Highway Holding. Borrowings under tranche A and tranche B bear interest at a base annual rate, which is the greater of: (i) the CDOR rate; and (ii) 0.9%, plus an applicable margin. In 2018, the Company repaid borrowings under tranche B of its CDPQ Loan in full. Tranche A of the CDPQ Loan matures in July 2026 (2022: July 2024).

In 2022, the CDPQ Loan Agreement was amended to disapply a condition under a restrictive covenant in order to allow dividends received by Highway Holding from Highway 407 ETR in 2022 to be distributed to the Company.

- v. The senior secured notes of a subsidiary of the Company were up to US\$40.0 million (approximately CA\$54.4 million) aggregate principal amount (the "Senior Secured Notes"), of which US\$38.0 million (approximately CA\$51.7 million) aggregate principal amount was issued as at December 31, 2022. The Senior Secured Notes were payable in instalments until 2026 and bore interest at a variable rate. The net proceeds from the issuance of the Senior Secured Notes were used by the subsidiary of the Company to finance certain long-term assets associated to a BOO (Build-Own-Operate) contract. The Senior Secured Notes were repaid in full in 2023.
- vi. In relation to the acquisition of Linxon by the Company in 2018, the holder of the non-controlling interest of 49% in Linxon granted an unsecured loan (the "Unsecured Loan") and provided an unsecured working capital revolving credit facility to Linxon. The Unsecured Loan in the principal amount of US\$9.3 million (approximately CA\$12.3 million) (2022: approximately CA\$12.7 million) is an interest-free loan and is repayable in full in September 2024 (2022: September 2023). The working capital credit facility in a maximum aggregate amount of €30.0 million (approximately CA\$44.0 million) bore interest at a variable rate and was extinguished on September 30, 2022.
- vii. The credit facility of TransitNEXT General Partnership in the aggregate maximum principal amount of \$149.0 million bears interest at a rate of CDOR plus an applicable margin and is repayable upon meeting certain conditions, but at the latest in February 2024. The credit facility is secured by all assets of TransitNEXT. In addition, a wholly-owned entity indirectly holding TransitNEXT entered into a term loan facility agreement. The aggregate principal amount of the term loan facility is \$99.7 million and cannot be drawn until substantial completion of the Trillium project is achieved. The term loan facility bears interest at an annual rate of: i) 4.82% prior to August 10, 2026; and ii) CDOR plus an applicable margin from and after August 10, 2026. The maturity of the term loan facility is the earlier of: i) the date that is 4 years after the substantial completion date of the Trillium project; and ii) March 29, 2028. The term loan facility is secured by all assets of such entity indirectly holding TransitNEXT and the interests and securities issued by the entity indirectly holding TransitNEXT have also been pledged to the project lenders.

19. SHORT-TERM DEBT AND LONG-TERM DEBT (CONTINUED)

REPAYMENT OF PRINCIPAL OF SHORT-TERM DEBT AND LONG-TERM DEBT

The future principal payments of AtkinsRéalis' recourse, limited recourse and non-recourse short-term and long-term debt are summarized below and reconciled to their net carrying amount:

AT DECEMBER 31, 2023	RECOURSE	LIMITED RECOURSE	NON-RECOURSE	TOTAL
2024	\$ 628,310	\$ —	\$ 164,616	\$ 792,926
2025	—	—	—	—
2026	800,000	400,000	—	1,200,000
Total	1,428,310	400,000	164,616	1,992,926
Net unamortized deferred financing costs and unamortized discounts	(7,791)	(1,712)	(792)	(10,295)
Net carrying amount of short-term debt and long-term debt	\$ 1,420,519	\$ 398,288	\$ 163,824	\$ 1,982,631

20. OTHER NON-CURRENT FINANCIAL LIABILITIES

	DECEMBER 31 2023	DECEMBER 31 2022
Federal charges settlement (PPSC) payable (Note 17)	\$ —	\$ 53,232
Payable related to DPCP Remediation Agreement (Note 32)	—	10,786
Contingent consideration payable to seller related to Linxon acquisition	14,326	15,287
Derivative financial instrument used for hedges	2,724	5,811
Derivative financial instrument related to share unit plans (Note 22C)	—	7,814
Other	7,526	7,154
Other non-current financial liabilities	\$ 24,576	\$ 100,084

21. PROVISIONS

	Pension, other long-term benefits and other post-employment benefits	Forecasted losses on certain contracts	Restructuring	Other ⁽¹⁾	Total
Balance at January 1, 2023	\$ 111,055	\$ 51,444	\$ 40,145	\$ 384,819	\$ 587,463
Additional provisions recognized in the year	12,536	29,473	27,425	66,924	136,358
Amounts used during the year	(56,374)	(57,800)	(43,156)	(61,916)	(219,246)
Unused amounts reversed during the year	—	(9,514)	—	(42,716)	(52,230)
Remeasurement recognized in equity	37,615	—	—	—	37,615
Increase from the passage of time, effect of changes in discount rates and effect of foreign currency exchange differences	(584)	568	(60)	173	97
Disposal of a PS&PM business	676	—	—	—	676
Decrease in post-employment benefit assets	(17,349)	—	—	—	(17,349)
Balance at December 31, 2023	\$ 87,575	\$ 14,171	\$ 24,354	\$ 347,284	\$ 473,384

Presented on the statement of financial position as follows:

Current portion of provisions	\$ 169,342
Non-current portion of provisions	\$ 304,042

⁽¹⁾ Other provisions include mainly provisions recognized for legal proceedings and claims, indemnification from past disposals of PS&PM businesses, warranty and other project provisions, environmental liabilities and other asset retirement obligations. Due to the nature of these provisions, the Company does not provide information on each individual component separately.

21. PROVISIONS (CONTINUED)

The expected timing of outflows of economic benefits relating to the Company's provisions are as follows: i) most of the provisions for legal proceedings and claims relate to matters that are subject to significant uncertainties, including uncertainties over the timing of resolution, which could extend to several years; ii) forecasted losses on certain contracts are expected to be incurred over the period of a contract duration, usually up to 3 years; iii) most of the accrued restructuring costs are expected to be disbursed within the next 12 months for severance and up to 14 years for onerous contracts under lease arrangements; iv) warranty expenditures are expected to take place within the next 5 years; and v) most of the other provisions are expected to be resolved over the next 10 years. The main assumptions used to determine the provision for pension, other long-term benefits and other post-employment benefits and other information, including the expected level of future funding payments in respect of those arrangements, are given in Note 31.

22. SHARE CAPITAL

A) AUTHORIZED

The Company is authorized to issue an unlimited number of common shares, an unlimited number of first preferred shares and an unlimited number of second preferred shares.

The Board of Directors is authorized to issue such preferred shares in one or more series and to establish the number of shares in each series and the rights, privileges, restrictions and conditions attaching thereto, prior to their issue.

The issued and outstanding share capital of the Company consists only of fully paid common shares without nominal value. All common shares are equally eligible to receive dividends, subject to the prior rights of the holders of preferred shares. Each common share carries one vote at the shareholders' meeting of the Company.

Subject to the prior rights of the holders of preferred shares, upon the liquidation or dissolution of the Company or any other distribution of its assets among its shareholders for the purpose of winding-up its affairs, all the Company's assets available for payment or distribution to the holders of the common shares shall be paid or distributed equally, share for share, to the holders of such common shares.

22. SHARE CAPITAL (CONTINUED)

B) STOCK OPTION PLAN

The main features of the stock option plan are summarized below:

	2013 STOCK OPTION PLAN
Grant date	Sixth trading day following the approval by the Company's Board of Directors
Exercise price of stock options	The greater of: i) the average closing price for the five trading days preceding the grant date; and ii) the closing price on the first trading day immediately preceding the grant date
Vesting of stock options	Graded vesting in three equal tranches: two years, three years and four years, respectively, after the grant date
Expiry of stock options	Six years after the grant date
Other provisions	In the event of cessation of employment, except in the event of death or if the optionee is eligible to retire, unvested options are cancelled immediately and vested options remain exercisable for a specified period not exceeding 30 days. In the event the optionee is eligible to retire, both vested and unvested options continue to run their normal course. In the event of death, vested options of the optionee remain exercisable by his/her legal representatives within a period of one year following such death, and unvested options of the optionee are cancelled as of the date of death. In the event of change of control of the Company, if the options are not honoured, assumed or converted to an alternative award of a successor entity, each unvested option becomes exercisable immediately prior to the change of control, allowing the optionee to exercise such option, and any unexercised option expires upon the change of control.

The table below presents the changes in the number of stock options outstanding in 2023 and 2022.

YEARS ENDED DECEMBER 31	2023		2022	
	NUMBER OF OPTIONS	WEIGHTED AVERAGE EXERCISE PRICE (IN DOLLARS)	NUMBER OF OPTIONS	WEIGHTED AVERAGE EXERCISE PRICE (IN DOLLARS)
Options outstanding at beginning of year	339,239	\$ 31.11	—	\$ —
Granted ⁽¹⁾	750,428	\$ 31.08	378,511	\$ 31.12
Forfeited	(27,411)	\$ 31.07	(39,272)	\$ 31.15
Options outstanding at end of year	1,062,256	\$ 31.09	339,239	\$ 31.11

⁽¹⁾ The weighted average fair value of stock options granted was \$10.57 in 2023 (2022: \$10.31).

The table below summarizes information regarding the stock options outstanding and exercisable as at December 31, 2023.

OPTIONS OUTSTANDING					OPTIONS EXERCISABLE	
EXERCISE PRICE	YEAR OF GRANT	NUMBER OUTSTANDING	WEIGHTED AVERAGE REMAINING OPTIONS' TERM (MONTHS)	WEIGHTED AVERAGE EXERCISE PRICE (IN DOLLARS)	NUMBER EXERCISABLE	WEIGHTED AVERAGE EXERCISE PRICE (IN DOLLARS)
\$ 31.15	2022	323,919	50	\$ 31.15	—	\$ —
\$ 30.25	2022	14,127	50	\$ 30.25	—	\$ —
\$ 31.07	2023	720,449	63	\$ 31.07	—	\$ —
\$ 33.17	2023	3,761	65	\$ 33.17	—	\$ —
		1,062,256	59	\$ 31.09	—	\$ —

As at December 31, 2023, 1,725,607 stock options remained available for future grants under the 2013 stock option plan (2022: 2,448,624 stock options).

The stock option compensation cost recorded in the year ended December 31, 2023 was \$4.8 million (2022: \$1.4 million).

The following table presents the weighted average assumptions used to determine the stock option compensation cost, using the Black-Scholes option pricing model, for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023	2022
Risk-free interest rate	3.49%	1.96%
Expected stock price volatility	33.86%	37.02%
Expected option life	4.5 years	4.5 years
Expected dividend yield	0.23%	0.25%

The underlying expected volatility was determined by reference to historical data.

22. SHARE CAPITAL (CONTINUED)

C) SHARE UNIT PLANS

As at December 31, 2023 and 2022, the Company had three share unit compensation plans for executives, namely the 2009 DSU plan, the 2019 RSU plan, and the 2019 PSU plan, and a share unit compensation plan, the DSU plan, for members of the Board of Directors of SNC-Lavalin Group Inc.

The terms and conditions of the executive plans are summarized below:

	2009 DSU PLAN	2019 RSU PLAN	2019 PSU PLAN
Grant date	Date of approval by the Company's Board of Directors	Date of approval by the Company's Board of Directors	Date of approval by the Company's Board of Directors
Number of units	Determined at grant date, without any further changes	Determined at grant date, without any further changes	Determined at grant date, without any further changes
Vesting of units	Units typically vest at a rate of 20% per year at the end of each calendar year following the grant date. At the discretion of the Company's Board of Directors, alternative vesting schedules could be used for grants made on an ad hoc basis ⁽¹⁾	Units vest in full three years following their grant date	Units vest in full at the end of the third calendar year following the grant date
Payment	Units are redeemable for cash by the Company within thirty days following the first anniversary of a participant's cessation of employment	Units are redeemable for cash by the Company no later than March 15 th of the year following the end of the vesting period	Units are redeemable for cash by the Company no later than two and a half months after the end of the performance period of such award. Performance period means the period starting on January 1 st of the calendar year during which the grant of such award was made and ending on the vesting date. Subject to performance conditions, the number of units to be paid shall be adjusted depending on the total shareholders return and, for grants effective January 1, 2023 and thereafter, the adjusted EBITDA growth
Redemption price	Average closing price per share on the Toronto Stock Exchange on the first anniversary of cessation of employment and the last trading day on the Toronto Stock Exchange of each of the 12 weeks preceding that date	Average closing price per share on the Toronto Stock Exchange on the five trading days preceding the vesting date	Average closing price per share on the Toronto Stock Exchange on the five trading days preceding the vesting date
Forfeiture	If a participant terminates his employment voluntarily for reasons other than death, termination without cause or retirement, unvested units expire immediately with no payment being made. If a participant is terminated for cause before the end of the vesting period, all units expire immediately on the date of termination with no payment being made	If a participant terminates his employment voluntarily for reasons other than death, termination without cause or retirement or if a participant is terminated for cause before the end of the vesting period, the units expire immediately on the date of termination with no payment being made	If a participant terminates his employment voluntarily for reasons other than death, termination without cause or retirement or if a participant is terminated for cause before the end of the vesting period, the units expire immediately on the date of termination with no payment being made
Other provisions	The units vest immediately in the event of death, termination without cause or if a participant is retiring, with payment being made on the date of the first anniversary following the participant's last day of employment. If a participant terminates his employment voluntarily for reasons other than death, termination without cause or retirement, vested units will become payable on the date of the first anniversary following the participant's last day of employment. In the event of change of control of the Company, if the units are not assumed or converted into or substituted by an alternative award of a successor entity, the units fully vest immediately prior to the change of control and become payable within thirty days following the first anniversary of such change of control	In the event of death, termination without cause or retirement of a participant before the end of the vesting period, the units vest on a pro rata basis, with payment being made no later than March 15 th of the year following the event. In the event of change of control of the Company, if the units are not assumed or converted into or substituted by an alternative award of a successor entity, the units fully vest immediately prior to the change of control and become payable not later than March 15 th of the year following the event	In the event of death, termination without cause or retirement of a participant before the end of the vesting period, the units vest on a pro rata basis, with payment being made no later than two and a half months following the event. In the event of change of control of the Company, if the units are not assumed or converted into or substituted by an alternative award of a successor entity, the units fully vest immediately prior to the change of control and become payable no later than two and a half months following the event

⁽¹⁾ Executives subject to share ownership requirements have the option to elect to convert all or part of their annual bonus into deferred share units under the 2009 DSU plan to assist them in meeting their requirements. Deferred share units received pursuant to such election are immediately vested.

22. SHARE CAPITAL (CONTINUED)

The terms and conditions of the DSU plan are as follows: each member of the Board of Directors of SNC-Lavalin Group Inc. (the “member”) receives an annual retainer consisting of: (a) a lump sum credited in DSU plan units, and (b) a cash award payment. Each member may elect to receive 100% of the cash award payment, as well as 100% of their committee chair retainer, meeting fees and travel fees, if applicable, in either cash or DSU plan units. DSU plan units track the price of common shares of SNC-Lavalin Group Inc. on the Toronto Stock Exchange. They accumulate during a member’s term in office and are redeemed in cash when the member leaves the Board of Directors. For the purposes of redeeming DSU plan units, the value of a unit on any given date is equivalent to the average of the closing price for a common share on the Toronto Stock Exchange for the five trading days immediately prior to such date. DSU plan units are credited on a quarterly basis and do not carry voting rights. Furthermore, additional DSU plan units accumulate as dividend equivalents whenever cash dividends are paid on common shares.

The table below presents the number of granted share units and the weighted average fair value per granted share unit for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023		2022	
	NUMBER OF GRANTED SHARE UNITS	WEIGHTED AVERAGE FAIR VALUE PER SHARE UNIT (IN DOLLARS)	NUMBER OF GRANTED SHARE UNITS	WEIGHTED AVERAGE FAIR VALUE PER SHARE UNIT (IN DOLLARS)
2019 PSU plan	570,489	\$ 31.28	714,346	\$ 31.24
2019 RSU plan	717,738	\$ 31.43	865,419	\$ 31.14
DSU plan	53,699	\$ 38.09	90,950	\$ 24.15

The Company has entered into derivative financial instruments with investment grade financial institutions to limit the Company’s exposure to the variability of the units caused by fluctuations in its share price. The derivative financial instruments, the fair value of which fluctuates in accordance with the movement in the Company’s share price, are required to be classified as at FVTPL. As such, they are measured at fair value on the consolidated statement of financial position under “Other current financial assets” (see Note 10) and “Other non-current financial assets” (see Note 15) if the fair value of a derivative financial instrument is favourable or under “Other current financial liabilities” (see Note 17) and “Other non-current financial liabilities” (see Note 20) if the fair value of a derivative financial instrument is unfavourable.

The compensation expense related to the share unit plans was \$68.0 million for the year ended December 31, 2023 (2022: \$15.7 million).

The total intrinsic value of the share unit plans’ liabilities for which the participants’ right to cash vested was \$72.0 million as at December 31, 2023 (2022: \$9.3 million), while the share unit plans’ liabilities amounted to \$112.9 million (2022: \$50.5 million), of which \$75.2 million was included in “Other current non-financial liabilities” (see Note 18) as at December 31, 2023 (2022: \$22.0 million) and the remaining balance of \$37.7 million was included in “Other non-current non-financial liabilities” as at December 31, 2023 (2022: \$28.5 million).

D) WEIGHTED AVERAGE NUMBER OF OUTSTANDING SHARES – BASIC AND DILUTED

The weighted average number of outstanding shares in 2023 and 2022 used to calculate the basic and diluted earnings per share were as follows:

YEARS ENDED DECEMBER 31 (IN THOUSANDS)	2023	2022
Weighted average number of outstanding shares – basic	175,554	175,554
Dilutive effect of stock options	18	—
Weighted average number of outstanding shares – diluted	175,572	175,554

In 2023, 724,210 outstanding stock options (2022: 339,239 outstanding stock options) were not included in the computation of diluted earnings per share because they were anti-dilutive.

E) DIVIDENDS

During the year ended December 31, 2023, the Company recognized as distributions to its equity shareholders dividends of \$14.0 million or \$0.08 per share (2022: \$14.0 million or \$0.08 per share).

23. OTHER COMPONENTS OF EQUITY

The Company has the following elements, net of income taxes, within its other components of equity at December 31, 2023 and 2022:

	DECEMBER 31 2023	DECEMBER 31 2022
Exchange differences on translating foreign operations	\$ (297,460)	\$ (335,279)
Cash flow hedges	3,928	(4,876)
Other components of equity	\$ (293,532)	\$ (340,155)

- Exchange differences on translating foreign operations component represents exchange differences relating to the translation from the functional currencies of the Company's foreign operations into Canadian dollars. On disposal of a foreign operation, the cumulative translation differences are reclassified to net income as part of the gain or loss on disposal. Exchange differences also include gains and losses on hedging instruments, if any, relating to the effective portion of hedges of net investments of foreign operations, which are reclassified to net income on the disposal of the foreign operation.
- Cash flow hedges component represents hedging gains and losses recognized on the effective portion of cash flow hedges. The cumulative deferred gain or loss on the hedge is recognized in net income when the hedged transaction impacts net income, or is included as a basis adjustment to the non-financial hedged item, consistent with the applicable accounting policy.

A) ITEMS THAT WILL BE RECLASSIFIED SUBSEQUENTLY TO NET INCOME

The following table provides a reconciliation of each element of other components of equity for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023	2022
Exchange differences on translating foreign operations:		
Balance at beginning of the year	\$ (335,279)	\$ (329,121)
Current year gains (losses)	40,620	(19,179)
Reclassification to net income (Note 6A)	2,813	—
Net investment hedge – current year gains (losses)	(6,471)	10,458
Income taxes relating to current year gains (losses)	857	2,563
Balance at end of the year	(297,460)	(335,279)
Cash flow hedges:		
Balance at beginning of the year	(4,876)	(4,148)
Current year gains	29,183	3,642
Income taxes relating to current year gains	(8,000)	(1,085)
Reclassification to net income	(18,873)	(5,114)
Income taxes relating to amounts reclassified to net income	6,494	1,829
Balance at end of the year	3,928	(4,876)
Other components of equity	\$ (293,532)	\$ (340,155)

23. OTHER COMPONENTS OF EQUITY (CONTINUED)

B) ITEMS THAT WILL NOT BE RECLASSIFIED SUBSEQUENTLY TO NET INCOME

Remeasurement recognized in other comprehensive income

The following table presents changes in the cumulative amount of remeasurement gains (losses) recognized in other comprehensive income relating to defined benefit pension plans and other post-employment benefits for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023			2022		
	BEFORE TAX	INCOME TAX ⁽¹⁾	NET OF TAX	BEFORE TAX	INCOME TAX ⁽¹⁾	NET OF TAX
Cumulative amount at January 1	\$ 174,535	\$ (31,148)	\$ 143,387	\$ 298,692	\$ (59,409)	\$ 239,283
Remeasurement recognized during the year:						
Defined benefit pension plans	(24,321)	5,744	(18,577)	(124,231)	28,349	(95,882)
Other post-employment benefits	(13,294)	1,399	(11,895)	74	(88)	(14)
	(37,615)	7,143	(30,472)	(124,157)	28,261	(95,896)
Cumulative amount at December 31	\$ 136,920	\$ (24,005)	\$ 112,915	\$ 174,535	\$ (31,148)	\$ 143,387

⁽¹⁾ For the year ended December 31, 2023, an amount of deferred income tax liability of \$4.1 million (2022: deferred income tax asset of \$11.8 million) is included in deferred income taxes while the remaining balance of income tax recovery of \$11.2 million (2022: \$16.5 million) is included in current income taxes.

Equity instruments designated at fair value through other comprehensive income

The following table presents changes in fair value of the equity instruments designated at fair value through other comprehensive income for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023			2022		
	BEFORE TAX	INCOME TAX	NET OF TAX	BEFORE TAX	INCOME TAX	NET OF TAX
Cumulative amount at January 1	\$ (1,973)	\$ (150)	\$ (2,123)	\$ (4,033)	\$ 105	\$ (3,928)
Gains recognized during the year	—	—	—	2,060	(255)	1,805
Cumulative amount at December 31	\$ (1,973)	\$ (150)	\$ (2,123)	\$ (1,973)	\$ (150)	\$ (2,123)

24. CORPORATE SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

YEARS ENDED DECEMBER 31	2023	2022 ⁽²⁾
Corporate selling, general and administrative expenses before loss (gain) arising on financial instruments at fair value through profit or loss	\$ 176,217	\$ 123,970
Loss (gain) arising on financial instruments at fair value through profit or loss	(7,664)	3,299
Corporate selling, general and administrative expenses	\$ 168,553	\$ 127,269

⁽²⁾ Effective January 1, 2023, the Company modified the presentation of its “Corporate selling, general and administrative expenses before loss (gain) arising on financial instruments at fair value through profit or loss” by combining the line items “Selling expenses” and “General and administrative expenses” into the line item “Corporate selling, general and administrative expenses before loss (gain) arising on financial instruments at fair value through profit or loss”. The Company has restated the comparative figures accordingly.

25. RESTRUCTURING AND TRANSFORMATION COSTS

YEARS ENDED DECEMBER 31	2023	2022
Restructuring costs	\$ 29,529	\$ 49,334
Transformation costs	19,780	33,541
Restructuring and transformation costs	\$ 49,309	\$ 82,875

The restructuring costs of \$29.5 million recognized in 2023 were mainly for severances and included \$2.1 million of non-cash charges related to impairment losses.

25. RESTRUCTURING AND TRANSFORMATION COSTS (CONTINUED)

The restructuring costs of \$49.3 million recognized in 2022 included \$35.9 million of non-cash charges, notably \$26.1 million of impairment losses on right-of-use assets, mainly relating to non-cash charges incurred to right size the office real estate footprint to align with new working practices, and \$9.8 million of impairment losses on property and equipment, while the remaining balance was mainly for severances.

26. NET FINANCIAL EXPENSES

YEARS ENDED DECEMBER 31	2023	2022
Interest on debt:		
Recourse	\$ 111,565	\$ 61,941
Limited recourse	33,621	21,711
Non-recourse	12,582	8,028
Interest on lease liabilities	20,304	18,833
Other	22,560	17,884
Financial expenses	200,632	128,397
Financial income	(18,140)	(8,787)
Net foreign exchange losses (gains)	3,067	(3,861)
Financial income and net foreign exchange losses (gains)	(15,073)	(12,648)
Net financial expenses	\$ 185,559	\$ 115,749

27. STATEMENTS OF CASH FLOWS

A) DEPRECIATION AND AMORTIZATION

The following table presents the items composing “Depreciation and amortization” for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023	2022
Property and equipment	\$ 93,355	\$ 89,941
Intangible assets related to business combinations	83,164	84,267
Right-of-use assets	71,153	77,251
Other	655	—
Total	\$ 248,327	\$ 251,459

The depreciation and amortization charge was presented in the Company’s income statements in the following lines for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023	2022
Direct costs of activities	\$ 158,051	\$ 162,726
Corporate selling, general and administrative expenses	7,112	4,466
Amortization of intangible assets related to business combinations	83,164	84,267
Total	\$ 248,327	\$ 251,459

27. STATEMENTS OF CASH FLOWS (CONTINUED)

B) OTHER RECONCILING ITEMS

The following table presents the other reconciling items related to operating activities presented in the statements of cash flows for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023	2022
Income taxes recognized in net income	\$ 38,960	\$ (28,348)
Net financial expenses recognized in net income (Note 26)	185,559	115,749
Expense recognized in respect of cash-settled share-based payment arrangements (Note 22C)	67,957	15,667
Expense recognized in respect of stock options (Note 22B)	4,797	1,418
Income from Capital investments accounted for by the equity method	(101,193)	(75,529)
Dividends and distributions received from Capital investments accounted for by the equity method	116,864	65,871
Income from PS&PM investments accounted for by the equity method	(48,806)	(51,649)
Dividends and distributions received from PS&PM investments accounted for by the equity method	44,688	53,545
Net change in provisions related to forecasted losses on certain contracts	(37,841)	(18,551)
Gain on disposals of Capital investments (Note 5A)	—	(3,747)
Restructuring and transformation costs recognized in net income (Note 25)	49,309	82,875
Restructuring and transformation costs paid	(61,723)	(64,213)
Loss (gain) on disposals of PS&PM businesses (Note 6)	(46,191)	7,481
DPCP Remediation Agreement expense (Note 32)	—	27,437
Payments related to federal charges settlement (PPSC) and DPCP Remediation Agreement	(77,788)	(76,983)
Loss (gain) arising on financial instruments at fair value through profit or loss (Note 24)	(7,664)	3,299
Net change in other provisions ⁽¹⁾	(60,676)	(59,600)
Other	(70,399)	(33,070)
Other reconciling items	\$ (4,147)	\$ (38,348)

⁽¹⁾ Net change in other provisions includes changes in all provisions, except for: i) pension, other long-term benefits and other post-employment benefits, which change is included in "Other"; ii) forecasted losses on certain contracts, which change is separately presented in the table above; and iii) restructuring, which change is separately presented in the table above.

C) NET CHANGE IN NON-CASH WORKING CAPITAL ITEMS

The following table presents the net change in non-cash working capital items related to operating activities presented in the statements of cash flows for the years ended December 31, 2023 and 2022:

YEARS ENDED DECEMBER 31	2023	2022 ⁽²⁾
Increase in trade receivables	\$ (324,137)	\$ (34,775)
Increase in contract assets	(420,509)	(130,064)
Increase in other current financial assets	(17,785)	(30,308)
Increase in other current non-financial assets	(34,444)	(70,925)
Increase in trade payables and accrued liabilities	148,494	21,207
Increase in deferred revenues	411,851	3,823
Increase in other current financial liabilities	16,473	7,172
Increase (decrease) in other current non-financial liabilities	33,197	(26,700)
Net change in non-cash working capital items	\$ (186,860)	\$ (260,570)

⁽²⁾ Comparative figures have been restated to reflect the current year presentation (See Note 2C).

27. STATEMENTS OF CASH FLOWS (CONTINUED)

D) CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

The following table provides a reconciliation between the opening and closing balances in the statement of financial position for liabilities arising from financing activities for the year ended December 31, 2023:

	DEBT ⁽¹⁾	LEASE LIABILITIES ⁽³⁾
Balance at January 1, 2023	\$ 2,056,397	\$ 436,285
Changes arising from cash flows:		
Increase	569,025	—
Repayment	(644,952)	(80,364)
Total – changes arising from cash flows	(75,927)	(80,364)
Non-cash changes:		
Effect of foreign currency exchange differences	(3,148)	2,322
Amortization of deferred financing costs and discounts and increase from the passage of time	6,497	—
Net increase of lease liabilities	—	33,058
Non-cash contribution by a non-controlling interest	(1,188)	—
Balance at December 31, 2023	\$ 1,982,631	\$ 391,301

CHANGES ARISING FROM CASH FLOWS – RECOURSE DEBT, LIMITED RECOURSE DEBT AND NON-RECOURSE DEBT

YEAR ENDED DECEMBER 31	2023		
	INCREASE OF DEBT	REPAYMENT OF DEBT	PAYMENT FOR DEBT ISSUE COSTS
Recourse debt:			
Revolving Facility	\$ 568,722	\$ (416,959)	\$ (1,397)
Term Loan	—	—	(410)
Series 7 Debentures	—	—	(580)
Series 4 Debentures	—	(200,000)	—
Total – Recourse debt	568,722	(616,959)	(2,387)
Limited recourse debt:			
CDPQ Loan	—	—	(2,036)
Total – Limited recourse debt	—	—	(2,036)
Non-recourse debt:			
Credit facility – TransitNEXT General Partnership	303	—	—
Senior Secured Notes of a PS&PM investment	—	(22,970)	—
Other	—	(1,180)	—
Total – Non-recourse debt	303	(24,150)	—
Total	\$ 569,025	\$ (641,109)	\$ (4,423)

⁽¹⁾ Short-term debt and long-term debt were presented in the Company's consolidated statements of financial position as follows:

	DECEMBER 31 2023	JANUARY 1 2023 ⁽²⁾
Short-term debt	\$ 787,841	\$ 547,286
Long-term debt	1,194,790	1,509,111
Total	\$ 1,982,631	\$ 2,056,397

⁽²⁾ Comparative figures have been restated to reflect the current year presentation (See Note 2C).

⁽³⁾ Lease liabilities were presented in the Company's consolidated statements of financial position as follows:

	DECEMBER 31 2023	JANUARY 1 2023
Current portion of lease liabilities	\$ 74,887	\$ 87,625
Non-current portion of lease liabilities	316,414	348,660
Total	\$ 391,301	\$ 436,285

27. STATEMENTS OF CASH FLOWS (CONTINUED)

The following table provides a reconciliation between the opening and closing balances in the statement of financial position for liabilities arising from financing activities for the year ended December 31, 2022:

	Debt ^{(1) (2)}	Lease liabilities ⁽³⁾	Dividends declared to AtkinsRéalis shareholders	Other non-current financial liabilities ⁽⁴⁾	Other non-current non-financial liabilities ⁽⁴⁾
Balance at January 1, 2022	\$ 1,664,171	\$ 497,058	\$ —	\$ 137,519	\$ 37
Changes arising from cash flows:					
Increase	794,436	—	—	—	75
Repayment	(408,811)	(85,462)	(14,044)	(1,632)	(112)
Total – changes arising from cash flows	385,625	(85,462)	(14,044)	(1,632)	(37)
Non-cash changes:					
Declaration of dividends to AtkinsRéalis shareholders	—	—	14,044	—	—
Effect of foreign currency exchange differences	2,346	(6,537)	—	(6,660)	—
Amortization of deferred financing costs and discounts and increase from the passage of time	4,835	—	—	6,415	—
Payable related to deferred financing costs	(580)	—	—	—	—
Change in fair value of derivatives used for hedges	—	—	—	6,982	—
Change in fair value of contingent consideration related to the Linxon transaction	—	—	—	846	—
Net increase of lease liabilities	—	31,226	—	—	—
Other non-cash changes	—	—	—	—	28,529
Reclassification of payable related to federal charges settlement (PPSC) to “Other current financial liabilities”	—	—	—	(53,447)	—
Payable related to DPCP Remediation Agreement	—	—	—	10,061	—
Balance at December 31, 2022	\$ 2,056,397	\$ 436,285	\$ —	\$ 100,084	\$ 28,529

(1), (2), (3), (4) See Notes 1, 2, 3 and 4 on the following page

CHANGES ARISING FROM CASH FLOWS – RECOURSE DEBT AND NON-RECOURSE DEBT

YEAR ENDED DECEMBER 31	2022		
	INCREASE OF DEBT	REPAYMENT OF DEBT	PAYMENT FOR DEBT ISSUE COSTS
Recourse debt:			
Revolving Facility	\$ 462,712	\$ (382,305)	\$ (3,010)
Term Loan	—	—	(805)
Series 7 Debentures	296,985	—	—
Bank overdraft	15,403	(15,403)	—
Total – Recourse debt	775,100	(397,708)	(3,815)
Non-recourse debt:			
Credit facility – TransitNEXT General Partnership	19,336	—	—
Senior Secured Notes of a PS&PM investment	—	(7,288)	—
Total – Non-recourse debt	19,336	(7,288)	—
Total	\$ 794,436	\$ (404,996)	\$ (3,815)

27. STATEMENTS OF CASH FLOWS (CONTINUED)

(1) Short-term debt and long-term debt were presented in the Company's consolidated statements of financial position as follows:

	DECEMBER 31 2022 ⁽²⁾	JANUARY 1 2022 ⁽²⁾
Short-term debt	\$ 547,286	\$ 110,874
Long-term debt	1,509,111	1,553,297
Total	\$ 2,056,397	\$ 1,664,171

(2) Comparative figures have been restated to reflect the current year presentation (See Note 2C).

(3) Lease liabilities were presented in the Company's consolidated statements of financial position as follows:

	DECEMBER 31 2022	JANUARY 1 2022
Current portion of lease liabilities	\$ 87,625	\$ 91,317
Non-current portion of lease liabilities	348,660	405,741
Total	\$ 436,285	\$ 497,058

(4) Changes arising from cash flows of other non-current financial liabilities and other non-current non-financial liabilities were presented in the financing activities in the Company's consolidated statement of cash flows as follows:

YEAR ENDED DECEMBER 31	2022
Other non-current financial liabilities	\$ (1,632)
Other non-current non-financial liabilities	(37)
Other	(1,332)
Total	\$ (3,001)

28. INCOME TAXES

A) DEFERRED INCOME TAX ASSET AND DEFERRED INCOME TAX LIABILITY

Deferred income tax asset (liability) arising from temporary differences and unused tax losses can be summarized as follows:

	JANUARY 1 2023	Derecognized on disposal of a PS&PM business	Recognized in other comprehensive income	Recognized in net income	Exchange differences and other charges	DECEMBER 31 2023
Current:						
Contract assets	\$ 15,506	\$ 6,718	\$ —	\$ (14,085)	\$ —	\$ 8,139
Retentions on supplier contracts	13,110	—	—	2,761	—	15,871
Accrued employee compensation	32,363	—	—	11,685	(1,010)	43,038
Current liabilities	120,896	(51)	—	(21,262)	—	99,583
Other	(13,466)	—	—	(1,895)	—	(15,361)
Non-current:						
Property and equipment, goodwill and intangible assets related to business combinations	(80,885)	1,277	—	4,198	(1,951)	(77,361)
Right-of-use assets	(35,769)	1,481	—	8,596	373	(25,319)
Capital investments accounted for by the equity method	(190,704)	—	—	(10,930)	—	(201,634)
Other non-current financial assets	21,771	—	—	(10,089)	(277)	11,405
Provisions	(68,517)	—	—	(5,537)	(640)	(74,694)
Lease liabilities	60,015	(1,494)	—	(7,014)	(470)	51,037
Pension plans and other post-employment benefits	6,413	(161)	(4,077)	1,367	415	3,957
Other	2,273	201	(649)	(15,679)	(812)	(14,666)
Unused tax losses	599,408	—	—	136,844	(4,871)	731,381
Deferred income tax asset, net	\$ 482,414	\$ 7,971	\$ (4,726)	\$ 78,960	\$ (9,243)	\$ 555,376
Presented on the statement of financial position as follows:						
Deferred income tax asset	\$ 794,900					\$ 886,203
Deferred income tax liability	\$ 312,486					\$ 330,827

28. INCOME TAXES (CONTINUED)

Deferred income taxes for the comparative period of 2022 can be summarized as follows:

	JANUARY 1 2022	Recognized in other comprehensive income	Recognized in net income	Exchange differences and other charges	DECEMBER 31 2022
Current:					
Contract assets	\$ 20,655	\$ —	\$ (5,198)	\$ 49	\$ 15,506
Retentions on supplier contracts	11,107	—	2,003	—	13,110
Accrued employee compensation	37,354	—	(8,904)	3,913	32,363
Current liabilities	119,831	—	1,064	1	120,896
Other	(8,386)	—	(5,080)	—	(13,466)
Non-current:					
Property and equipment, goodwill and intangible assets related to business combinations	(101,464)	—	28,419	(7,840)	(80,885)
Right-of-use assets	(40,479)	—	6,080	(1,370)	(35,769)
Capital investments accounted for by the equity method and at fair value through other comprehensive income	(194,789)	—	4,085	—	(190,704)
Other non-current financial assets	19,752	—	(140)	2,159	21,771
Provisions	(94,295)	—	23,329	2,449	(68,517)
Lease liabilities	61,743	—	(3,755)	2,027	60,015
Pension plans and other post-employment benefits	(4,325)	11,841	(1,119)	16	6,413
Other	11,901	3,307	(4,322)	(8,613)	2,273
Unused tax losses	455,259	—	121,822	22,327	599,408
Deferred income tax asset, net	\$ 293,864	\$ 15,148	\$ 158,284	\$ 15,118	\$ 482,414
Presented on the statement of financial position as follows:					
Deferred income tax asset	\$ 658,061				\$ 794,900
Deferred income tax liability	\$ 364,197				\$ 312,486

As at December 31, 2023, the Company had \$3,966.9 million (2022: \$3,529.5 million) of non-capital tax loss carryforwards, of which \$3,152.7 million will expire in varying amounts from 2024 to 2044 (2022: \$2,746.5 million expiring from 2023 to 2043). As at December 31, 2023, a deferred income tax asset of \$731.4 million (2022: \$599.4 million) has been recognized on \$2,945.5 million (2022: \$2,424.4 million) of these losses. The deferred income tax assets are recognized only to the extent that it is probable that taxable income will be available against which the unused tax losses can be utilized. As at December 31, 2023, the Company had \$719.0 million of the unrecognized non-capital tax losses carryforwards that will expire in varying amounts from 2024 to 2044 (2022: \$798.0 million expiring in varying amounts from 2023 to 2043).

As at December 31, 2023, the Company had \$471.7 million (2022: \$450.1 million) of capital tax loss carryforwards on which no deferred income tax asset has been recognized, of which \$157.9 million will expire from 2027 to 2028 (2022: \$152.0 million expiring from 2027 to 2028), while the remaining capital tax loss carryforwards have no expiry date.

As at December 31, 2023, a deferred income tax liability has not been recognized on taxable temporary differences of \$479.7 million (2022: \$637.3 million) associated with investments in subsidiaries, associates and interests in joint arrangements, as the Company controls the timing of the reversal and it is probable that the temporary differences will not reverse in the foreseeable future.

28. INCOME TAXES (CONTINUED)

B) INCOME TAXES

The relationship between the expected income taxes based on the Canadian effective tax rate of AtkinsRéalis at 26.4% (2022: 26.3%) and the reported income taxes in net income can be reconciled as follows:

YEARS ENDED DECEMBER 31	2023		2022 ⁽¹⁾	
	AMOUNT	%	AMOUNT	%
Earnings (loss) before income taxes from continuing operations	\$ 325,603		\$ (20,738)	
Canadian tax rate for AtkinsRéalis		26.4		26.3
Expected income taxes from continuing operations	85,959		(5,454)	
Increase (decrease) resulting from:				
Effect of DPCP Remediation Agreement	255	0.1	7,201	(34.7)
Effect of differences of foreign tax rates compared to Canadian rates	(23,892)	(7.3)	(5,097)	24.6
Effect of adjustments to deferred tax attributable to tax rate changes	1,790	0.5	(1,275)	6.1
Net income and losses not affected by tax	1,590	0.5	3,296	(15.9)
Effect of benefit from a previously unrecognized tax loss used to reduce current tax expense	—	—	(551)	2.7
Effect of reversal of a previous write-down of deferred income tax asset	(2,586)	(0.8)	—	—
Effect of write-down of previously recognized deferred income tax asset (liability)	2,859	0.9	—	—
Non-taxable income from certain Capital investments accounted for by the equity method	(19,576)	(6.0)	(12,959)	62.5
Non-taxable gain on disposal of a PS&PM business	(11,849)	(3.6)	—	—
Non-taxable portion of gain on disposal of a Capital investment	—	—	(1,255)	6.1
Other permanent differences for tax purposes	11,188	3.4	5,588	(26.9)
Other	(6,778)	(2.1)	(17,251)	83.0
Income tax expense (recovery) from continuing operations at effective tax rate	\$ 38,960	12.0	\$ (27,757)	133.8

⁽¹⁾ Effective January 1, 2023, the Company modified the presentation of its income taxes by combining the line items “Effect of federal charges settlement (PPSC)” and “Other” into the line item “Other”. The Company has restated the comparative figures accordingly.

AtkinsRéalis’ income taxes from continuing operations were comprised of the following:

YEARS ENDED DECEMBER 31	2023		2022	
Current income taxes	\$	117,920	\$	131,957
Deferred income taxes		(78,960)		(159,714)
Income tax expense (recovery)	\$	38,960	\$	(27,757)

C) GLOBAL MINIMUM TAX

In December 2021, the Organisation for Economic Co-operation and Development (“OECD”) released a draft legislative framework, followed by detailed guidance issued in March 2022, to assist in the implementation by participating jurisdictions of a reform to the international tax system resulting in multinational enterprises with annual consolidated revenues exceeding a certain threshold being subject to a minimum 15% effective tax rate collected via a “top-up tax” (the “Global Minimum Tax”). Once changes to the tax laws in any jurisdiction in which AtkinsRéalis operates are enacted and in effect, AtkinsRéalis might be subject to a top-up tax, collected in such jurisdiction(s). While there was no impact from the Global Minimum Tax in 2023 and 2022, the Company is closely monitoring the progress of the legislative process in each jurisdiction in which it operates.

The Company derives most of its consolidated revenues from the following three jurisdictions: the United Kingdom, Canada and the United States. The progress of legislative process in each of these jurisdictions is as follows: (i) in July 2023, the United Kingdom enacted new legislation to implement the Global Minimum Tax effective for the years beginning January 1, 2024 and thereafter; (ii) in August 2023, Canada released draft Global Minimum Tax legislation, which could be enacted during the year ending December 31, 2024, with a retrospective application to January 1, 2024; and (iii) the United States are not expected to enact the Global Minimum Tax legislation in the near future; however, the Company’s operations in this jurisdiction are expected to be within the scope of these rules for entities located in the United States, which are held directly or indirectly by the Company’s holding entities in the United Kingdom and Canada.

28. INCOME TAXES (CONTINUED)

The Company also expects to be subject to the top-up tax for the years beginning January 1, 2024 and thereafter in countries where the statutory tax rate is below 15% (most notably, the United Arab Emirates and Guernsey).

Due to the complexities in applying the Global Minimum Tax legislation, the quantitative impact of the enacted or substantively enacted legislation is not yet reasonably estimable.

The Company has applied a temporary mandatory exception to recognizing and disclosing information about deferred income tax assets and liabilities arising from jurisdictions implementing the Global Minimum Tax rules.

29. FINANCIAL INSTRUMENTS

A) CLASSIFICATION AND FAIR VALUE OF FINANCIAL INSTRUMENTS

The following tables present the carrying value of AtkinsRéalis' financial assets as at December 31, 2023 and 2022 by category and classification, with the corresponding fair value, when available.

AT DECEMBER 31		2023			
		CARRYING VALUE OF FINANCIAL ASSETS BY CATEGORY			
	FVTPL ⁽¹⁾	AMORTIZED COST	DERIVATIVES USED FOR HEDGES	TOTAL	FAIR VALUE
Cash and cash equivalents	\$ 473,563	\$ —	\$ —	\$ 473,563	\$ 473,563
Restricted cash	5,930	—	—	5,930	5,930
Trade receivables ⁽²⁾	—	1,488,772	—	1,488,772	1,488,772
Other current financial assets	7,136	221,123	33,213	261,472	255,687
Non-current portion of receivables under service concession arrangements ⁽³⁾	—	398,436	—	398,436	364,071
Other non-current financial assets ⁽³⁾	—	21,014	18,035	39,049	39,049
Total	\$ 486,629	\$ 2,129,345	\$ 51,248	\$ 2,667,222	

AT DECEMBER 31		2022			
		CARRYING VALUE OF FINANCIAL ASSETS BY CATEGORY			
	FVTPL ⁽¹⁾	AMORTIZED COST	DERIVATIVES USED FOR HEDGES	TOTAL	FAIR VALUE
Cash and cash equivalents	\$ 570,279	\$ —	\$ —	\$ 570,279	\$ 570,279
Restricted cash	22,170	—	—	22,170	22,170
Trade receivables ⁽²⁾	—	1,177,388	—	1,177,388	1,177,388
Other current financial assets	6,903	162,304	11,409	180,616	177,102
Non-current portion of receivables under service concession arrangements ⁽³⁾	—	320,343	—	320,343	278,843
Other non-current financial assets ⁽³⁾	—	21,009	11,055	32,064	32,064
Total	\$ 599,352	\$ 1,681,044	\$ 22,464	\$ 2,302,860	

⁽¹⁾ Fair value through profit or loss ("FVTPL")

⁽²⁾ Due to the short-term nature of trade receivables, their carrying amount is considered to be a reasonable approximation of their fair value.

⁽³⁾ For receivables under service concession arrangements and most of the other non-current financial assets other than at fair value, the Company uses the present value technique to determine the fair value.

29. FINANCIAL INSTRUMENTS (CONTINUED)

The following tables present the carrying value of AtkinsRéalis' financial liabilities as at December 31, 2023 and 2022 by category and classification, with the corresponding fair value, when available.

AT DECEMBER 31	2023					
	CARRYING VALUE OF FINANCIAL LIABILITIES BY CATEGORY					
	DERIVATIVES USED FOR HEDGES		FVTPL ⁽¹⁾	AMORTIZED COST	TOTAL	FAIR VALUE
Trade payables and accrued liabilities ⁽²⁾	\$	—	\$	—	\$ 1,825,916	\$ 1,825,916
Other current financial liabilities ⁽²⁾		20,546		—	259,271	279,817
Provisions ⁽²⁾		—		—	24,354	24,354
Lease liabilities		—		—	391,301	391,301
Short-term debt and long-term debt ⁽⁴⁾		—		—	1,982,631	1,982,631
Other non-current financial liabilities ⁽⁵⁾		2,724		14,326	7,526	24,576
Total	\$	23,270	\$	14,326	\$ 4,490,999	\$ 4,528,595

AT DECEMBER 31	2022				
	CARRYING VALUE OF FINANCIAL LIABILITIES BY CATEGORY				
	DERIVATIVES USED FOR HEDGES	FVTPL ⁽¹⁾	AMORTIZED COST	TOTAL	FAIR VALUE
Trade payables and accrued liabilities ⁽²⁾	\$ —	\$ —	\$ 1,704,352	\$ 1,704,352	\$ 1,704,352
Other current financial liabilities ⁽²⁾	19,327	—	194,529	213,856	213,856
Provisions ⁽²⁾	—	—	40,145	40,145	40,145
Lease liabilities	—	—	436,285	436,285	N/A ⁽³⁾
Short-term debt and long-term debt ⁽⁴⁾	—	—	2,056,397	2,056,397	2,052,929
Other non-current financial liabilities ⁽⁵⁾	13,625	15,287	71,172	100,084	97,561
Total	\$ 32,952	\$ 15,287	\$ 4,502,880	\$ 4,551,119	

⁽¹⁾ Fair value through profit or loss ("FVTPL")

⁽²⁾ Due to the short-term nature of trade payables and accrued liabilities, other current financial liabilities (other than those already at fair value) and provisions, their carrying amount is considered to be a reasonable approximation of their fair value, except for the current portion of the interest-free payable related to the federal charges settlement (PPSC) and DPCP Remediation Agreement included in "Other current financial liabilities".

⁽³⁾ N/A: not applicable

⁽⁴⁾ The fair value of short-term debt and long-term debt was determined using public quotations or the discounted cash flows method in accordance with current financing arrangements. The discount rates used correspond to prevailing market rates offered to AtkinsRéalis or to the Capital investments, depending on which entity has issued the debt instrument, for debt with similar terms and conditions.

⁽⁵⁾ For most of the other non-current financial liabilities other than at fair value, the Company uses the present value technique to determine the fair value.

29. FINANCIAL INSTRUMENTS (CONTINUED)

FINANCIAL INSTRUMENTS MEASURED AT FAIR VALUE

The methodology used to measure the Company's financial instruments accounted for at fair value is determined based on the following hierarchy:

LEVEL	BASIS FOR DETERMINATION OF FAIR VALUE	FINANCIAL INSTRUMENTS
Level 1	Quoted prices in active markets for identical assets or liabilities	None
Level 2	Inputs other than quoted prices included in Level 1 that are directly or indirectly observable for the asset or liability	Cash and cash equivalents, restricted cash, derivatives, life insurance policies, which are included in "Other current financial assets" and equity investments measured at FVTOCI
Level 3	Inputs for the asset or liability that are not based on observable market data	Contingent consideration receivable from the acquirer of the 10.01% interest in Highway 407 ETR included in "Other non-current financial assets" and contingent consideration payable to seller related to Linxon acquisition included in "Other non-current financial liabilities"

ASSETS AND LIABILITIES NOT MEASURED AT FAIR VALUE AND FOR WHICH THE FAIR VALUE IS DISCLOSED

The methodology used to determine the fair value of the following Company's assets and liabilities not measured at fair value is based on the following hierarchy:

LEVEL	BASIS FOR DETERMINATION OF FAIR VALUE	ASSETS AND LIABILITIES
Level 1	Quoted prices in active markets for identical assets or liabilities	None
Level 2	Inputs other than quoted prices included in Level 1 that are directly or indirectly observable for the asset or liability	Trade receivables, receivables under service concession arrangements, trade payables and accrued liabilities, short-term debt and long-term debt, as well as the following assets and liabilities not measured at fair value: other current financial assets, other non-current financial assets, other current financial liabilities, provisions and other non-current financial liabilities
Level 3	Inputs for the asset or liability that are not based on observable market data	None

For the years ended December 31, 2023 and 2022, there were no changes in valuation techniques and in inputs used in the fair value measurements and there were no transfers between the levels of the fair value hierarchy.

LEVEL 3 FINANCIAL INSTRUMENTS

The following table presents changes in fair value of Level 3 financial instruments for the year ended December 31, 2023:

	CONTINGENT CONSIDERATION RECEIVABLE FROM THE ACQUIRER OF THE 10.01% INTEREST IN HIGHWAY 407 ETR	CONTINGENT CONSIDERATION PAYABLE TO SELLER RELATED TO LINXON ACQUISITION
Balance as at January 1, 2023	\$ —	\$ 15,287
Unrealized net gain ⁽¹⁾	—	(525)
Effect of foreign currency exchange differences	—	(436)
Balance as at December 31, 2023	\$ —	\$ 14,326

⁽¹⁾ Included in "Corporate selling, general and administrative expenses" in the consolidated income statement

No reasonable change in the principal assumptions used in the valuation would result in a significant change in the estimated fair value of Level 3 financial instruments.

29. FINANCIAL INSTRUMENTS (CONTINUED)

B) NATURE AND EXTENT OF RISKS ARISING FROM FINANCIAL INSTRUMENTS AND RELATED RISK MANAGEMENT

NATURE OF RISK	DESCRIPTION
Credit risk	Risk that AtkinsRéalis will incur a financial loss if the other party to a financial instrument fails to discharge an obligation. The maximum exposure to credit risk for AtkinsRéalis at the end of a given period usually corresponds to the carrying amount of its financial assets exposed to such risk, as presented in Note 29A.
Liquidity risk	Possibility that AtkinsRéalis will encounter difficulties in meeting the obligations associated with its financial liabilities
Market risk	Variability in the fair value or future cash flows of a financial instrument caused by a change in market prices in items such as currency rates, interest rates and equity prices

CREDIT RISK

For AtkinsRéalis, credit risk arises from:

- i) Cash and cash equivalents, and restricted cash, which are invested in liquid and high-grade financial instruments, based on AtkinsRéalis' investment policy.
- ii) Derivative financial instruments with a favourable fair value, which contain an inherent credit risk relating to default on obligations by the counterparty. This credit risk is reduced by entering into such contracts with high-grade financial institutions, which are expected to satisfy their obligations under the contracts.
- iii) Trade receivables, as detailed in Note 8, and contract assets. A given client may represent a material portion of AtkinsRéalis' consolidated revenues in any given year due to the size of a particular project and the progress accomplished on such project.

The Company's objective is to reduce its exposure to credit risk by converting its contract assets into trade receivables on a timely basis and then ensuring collection of its trade receivables within satisfactory payment terms. The amounts of trade receivables and contract assets presented in the consolidated statements of financial position are net of an allowance for expected credit losses, estimated by the Company and based, in part, on the age of individual and aggregated receivable balances, on the financial situation of specific customers and the current and expected collection trends, based on the Company's past experience, adjusted as needed to better reflect anticipated conditions.

Generally, trade receivables and contract assets are written off if they are no longer subject to enforcement activity. As such, the amount of trade receivables and contract assets that have been written off but are still being pursued is minimal.

The Company does not generally hold collateral as security.

- iv) Other current financial assets, as detailed in Note 10, and other non-current financial assets, as detailed in Note 15. The current portion of receivables under service concession arrangements is within normal terms of payment and there were no significant amounts that were past due as at December 31, 2023 and 2022.

LIQUIDITY RISK

AtkinsRéalis monitors its liquidity risk arising from financial instruments on an ongoing basis by ensuring that it has access to sufficient resources to meet its obligations.

The Company's liquidity is generally provided by available cash and cash equivalents, cash generated from operations, credit facilities and access to capital markets, as needed. Due to the nature of the Company's activities, the fact that its operations are conducted through multiple entities and joint operations and that it operates in many countries, the Company's cash and cash equivalents are distributed across numerous locations. In order to manage its cash needs and reserves, the Company is part of various cash pooling agreements with financial institutions, may transfer cash balances between subsidiaries and joint arrangements and use credit facilities to meet the capital requirements of certain projects or other cash disbursements.

AtkinsRéalis' consolidated statement of financial position included \$171.0 million at December 31, 2023 (2022: \$181.0 million) of liabilities from Capital investments that are accounted for by the consolidation method. These liabilities, which are non-recourse to the Company, are to be repaid by the Capital investments and are secured by the respective concession's assets, including \$438.0 million of financial assets at December 31, 2023 (2022: \$360.2 million), and by AtkinsRéalis' shares or units in such concession investments. As such, the actual book value at risk for AtkinsRéalis, assuming its Capital investments accounted for by the consolidation method were to be unable to meet their obligations, corresponds to the carrying amount invested in these entities.

AtkinsRéalis' future principal payments on its short-term debt and long-term debt are presented in Note 19.

29. FINANCIAL INSTRUMENTS (CONTINUED)

I) MATURITY ANALYSIS OF FINANCIAL LETTERS OF CREDIT

A draw on letters of credit or bank guarantees (Note 29C) by one or more third parties could, among other things, significantly reduce the Company's cash position and have a material adverse effect on its business and results of operations. The following table presents a maturity analysis for the financial letters of credit outstanding as at December 31, 2023 and 2022:

MATURITY	DECEMBER 31 2023	DECEMBER 31 2022
Not later than 1 year	\$ 165,980	\$ 55,696
Later than 1 year and not later than 5 years	530	40,698
Later than 5 years	620	562
	\$ 167,130	\$ 96,956

II) MATURITY ANALYSIS OF TRADE PAYABLES AND ACCRUED LIABILITIES

As at December 31, 2023, 98% (2022: 99%) of the outstanding balance of "Trade payables and accrued liabilities" of \$1,825.9 million (2022: \$1,704.4 million) had a maturity of not later than 1 year.

MARKET RISK

I) CURRENCY RISK

AtkinsRéalis' foreign currency risk arises from arrangements in currencies other than its reporting currency and from the net assets (liabilities) of its foreign operations.

The Company manages foreign currency risk by matching, when possible, the cash receipts in a foreign currency and the cash disbursements in the same foreign currency, for revenue-generating projects in which foreign currencies are involved. Derivative financial instruments with financial institutions, usually forward foreign exchange contracts, are also used to hedge the cash flows in foreign currencies.

The following table summarizes the major forward foreign exchange contracts that were outstanding for which AtkinsRéalis has committed to buy or sell foreign currencies:

AT DECEMBER 31, 2023					AT DECEMBER 31, 2022				
BUY		SELL		MATURITY	BUY		SELL		MATURITY
CA\$	756,104	US\$	562,153	2024-2026	CA\$	722,203	US\$	534,443	2023-2025
CA\$	20,056	€	13,773	2024-2025	CA\$	31,690	€	21,810	2023-2025
US\$	677,724	CA\$	908,536	2024	US\$	562,359	CA\$	765,472	2023-2024
€	31,891	CA\$	46,777	2024-2025	€	42,245	CA\$	61,506	2023-2025
CA\$	271,768	£	161,176	2024	CA\$	245,377	£	149,645	2023
£	275,313	CA\$	464,583	2024	£	309,343	CA\$	508,463	2023
INR	7,350,000	£	69,234	2024-2025	INR	9,793,000	£	92,585	2023-2025
US\$	134,683	£	106,619	2024	US\$	84,415	£	70,523	2023
CHF	27,971	US\$	31,772	2024	CHF	15,791	US\$	17,150	2023-2024

As at December 31, 2023, the forward foreign exchange contracts used for hedging purposes by the Company had a net favourable fair value of \$1.9 million (2022: net unfavourable fair value of \$4.3 million). The majority of the forward foreign exchange contracts that were outstanding at that date were to either buy or sell foreign currencies against the Canadian dollar.

29. FINANCIAL INSTRUMENTS (CONTINUED)

CURRENCY SENSITIVITY ANALYSIS

The following impact on equity for the year ended December 31, 2023 has been calculated from the Company's net financial assets (liabilities) denominated in US dollars and British pounds.

		IMPACT ON EQUITY	
		CA\$/US\$ ^{(2), (3)}	CA\$/£ ^{(2), (4)}
Increase (decrease)	10% appreciation in the Canadian dollar ⁽¹⁾	\$ (146,195)	\$ (225,222)
Increase (decrease)	10% depreciation in the Canadian dollar ⁽¹⁾	\$ 146,195	\$ 225,222

⁽¹⁾ Assuming all other variables remain the same

⁽²⁾ The Company's exposure to other currencies is not significant.

⁽³⁾ Includes mainly \$158.7 million of change in exchange differences on translating foreign operations

⁽⁴⁾ Includes mainly \$238.4 million of change in exchange differences on translating foreign operations

As at December 31, 2023, a 10% appreciation in the Canadian dollar relative to: i) the US dollar would increase the Company's net income by \$5.0 million (10% depreciation in the Canadian dollar relative to the US dollar would decrease the Company's net income by \$5.0 million); and ii) the British pound would decrease the Company's net income by \$3.7 million (10% depreciation in the Canadian dollar relative to the British pound would increase the Company's net income by \$3.7 million).

II) INTEREST RATE RISK

Cash and cash equivalents, and restricted cash, usually involve limited interest rate risk due to their short-term nature.

NON-RECOURSE DEBT

The credit facility of TransitNEXT General Partnership bears interest at a variable rate, which exposes the Company to interest rate risk. Such risk has been reduced by the use of a hedging strategy until August 2022.

A subsidiary of the Company from PS&PM activities issued senior secured notes to finance certain long-term assets associated to a BOO (Build-Own-Operate) contract. The Senior Secured Notes bore interest at a variable rate which exposed the Company to interest rate risk until the repayment of these Senior Secured Notes by the Company in full in 2023. Also, in relation to the acquisition of Linxon by the Company in 2018, the holder of non-controlling interest of 49% in Linxon granted an interest-free loan and provided a working capital revolving credit facility to Linxon. The working capital revolving credit facility bore interest at a variable rate which exposed the Company to interest rate risk until its extinguishment on September 30, 2022.

LIMITED RECOURSE DEBT

AtkinsRéalis' limited recourse debt, being the CDPQ Loan, bears interest at a variable rate, which exposes the Company to interest rate risk.

RECOURSE DEBT

AtkinsRéalis' Revolving Facility bears interest at a variable rate, which exposes the Company to interest rate risk.

AtkinsRéalis' Series 6 Debentures and Series 7 Debentures bear interest at a fixed rate and are measured at amortized cost; therefore, the Company's net income is not exposed to a change in interest rates on these financial liabilities.

AtkinsRéalis' Term Loan bears interest at a variable rate which exposes the Company to interest rate risk, which was reduced in 2023 and 2022 due to the hedging by the Company of a portion of its Term Loan (see below).

AtkinsRéalis' Series 4 Debentures bore interest at a variable rate, which exposed the Company to interest rate risk until the repayment in full of these debentures in March 2023.

INTEREST RATE SWAPS

In 2023 and 2022, the Company entered into interest rate swap agreements with financial institutions related to its variable interest bearing Term Loan in the aggregate principal amount of \$500 million. Under the interest rate swap agreements, the Company pays interest at a fixed rate and receives interest at a variable rate on a total nominal amount of \$375 million. The interest rate swap agreements will expire in April 2025. This hedge is classified as a cash flow hedge.

TransitNEXT General Partnership entered into an interest rate swap agreement with financial institutions related to its credit facility in the aggregate maximum principal amount of \$149.0 million, which bears interest at a rate of CDOR plus an applicable margin, to hedge the variability of the interest rate. Under the interest rate swap agreement, TransitNEXT paid interest at a fixed rate and received interest at a rate of CDOR. The interest rate swap agreement expired in August 2022. This hedge was classified as a cash flow hedge.

29. FINANCIAL INSTRUMENTS (CONTINUED)

INTEREST RATE SENSITIVITY ANALYSIS

For floating rate debt and interest rate swaps, the analysis is prepared assuming the amount of the instrument outstanding at the end of the reporting period was outstanding for the whole year. A 1% (100 basis points) increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If, as at December 31, 2023, interest rates had been 100 basis points higher/lower than the base rate and all other variables were held constant, the Company's net income would decrease/increase by \$7.8 million and the Company's other components of equity would increase/decrease by \$3.3 million for the year ended December 31, 2023. This is attributable to the Company's exposure to interest rates on its variable rate borrowings and its interest rate swaps.

III) EQUITY PRICE RISK

The Company limits its exposure arising from the share unit plans caused by fluctuations in its share price, through financial arrangements with high investment grade financial institutions described in Note 22C.

C) LETTERS OF CREDIT

Under certain circumstances, AtkinsRéalis provides bank letters of credit as collateral for the fulfillment of contractual obligations, including guarantees for performance, advance payments, contractual retentions and bid bonds. The amount outstanding under certain letters of credit decreases in relation to the percentage of completion of projects. As at December 31, 2023, AtkinsRéalis had outstanding letters of credit of \$1,742.9 million (2022: \$1,573.7 million).

30. CAPITAL MANAGEMENT

AtkinsRéalis' main objective when managing its capital is to maintain an adequate balance between: i) having sufficient capital for financing net asset positions, maintaining satisfactory bank lines of credit and capacity to absorb project net retained risks, while at the same time, ii) maximizing return on equity.

The Company defines its capital as its equity attributable to AtkinsRéalis shareholders excluding other components of equity plus its recourse debt. The Company excludes other components of equity from its definition of capital because this element of equity results in part from the translation into Canadian dollars of its foreign operations having a different functional currency, and from the accounting treatment of cash flow hedges, including its accumulated share of other comprehensive income of investments accounted for by the equity method. These amounts are not representative of the way the Company evaluates the management of its foreign currency risk and interest rate risk. Accordingly, the other components of equity are not representative of the Company's financial position.

The Company does not consider non-recourse and limited recourse debt when monitoring its capital because such debt results from the consolidation of certain PS&PM investments and Capital investments or holding entities held by the Company. As such, the lenders of such debt do not have recourse to the general credit of the Company, but rather to the specific assets of the PS&PM investments and Capital investments or investment in Capital investments they finance. The Company's investments and underlying assets in its PS&PM investments and Capital investments accounted for by the consolidation or equity methods may be at risk, if such investments or holding entities were to be unable to repay their long-term debt.

The Company's capital for the years ended December 31, 2023 and 2022 was as follows:

	DECEMBER 31 2023	DECEMBER 31 2022
Equity attributable to AtkinsRéalis shareholders	\$ 3,163,626	\$ 2,869,514
Less: Other components of equity	(293,532)	(340,155)
Plus: Recourse debt	1,420,519	1,470,560
Total amount of capital	\$ 4,877,677	\$ 4,680,229

The Company has paid quarterly dividends for 34 consecutive years. Dividend policy is determined by the Board of Directors of the Company.

COVENANTS ON RECOURSE AND LIMITED RECOURSE DEBT

The Company's unsecured recourse debentures are subject to affirmative and negative covenants, as defined in the underlying indentures related thereto.

The Company's Revolving Facility and Term Loan are committed and subject to various covenants, including financial covenants, which comprise a requirement to maintain at all times, on a rolling 12-month basis, a net recourse debt to earnings before interest, taxes, depreciation and amortization ("EBITDA") ratio, as defined in the 2022 Credit Agreement, not exceeding a certain limit.

The CDPQ Loan is subject to various covenants, as well as financial covenants, notably not to exceed, on a rolling 12-month and consolidated basis, a maximum net recourse debt to EBITDA ratio, as defined under the CDPQ Loan Agreement.

The terms "net recourse debt" and "EBITDA" are defined in each of the 2022 Credit Agreement and the CDPQ Loan Agreement and do not correspond to the Company's financial measures as presented above and/or to the specific terms used in the Company's Management's Discussion and Analysis for the year ended December 31, 2023.

In case of an event of default, the debentures, the Revolving Facility, the Term Loan and the CDPQ Loan are subject to customary accelerated repayment terms.

In 2023, the Company complied with all of the covenants, as amended from time to time, related to its debentures, the Revolving Facility, the Term Loan and the CDPQ Loan.

31. PENSION PLANS, OTHER LONG-TERM BENEFITS AND OTHER POST-EMPLOYMENT BENEFITS

A) PENSION PLANS

AtkinsRéalis has defined contribution and defined benefit pension plans. The total cash amount paid by AtkinsRéalis for its pension plans, consisting of contributions to its defined contribution and defined benefit pension plans, was \$232.2 million in 2023 (2022: \$269.1 million).

DEFINED CONTRIBUTION PENSION PLANS

AtkinsRéalis' contributions to its defined contribution plans are recorded as expenses in the year in which they are incurred and totaled \$180.1 million in 2023 (2022: \$169.1 million).

DEFINED BENEFIT PENSION PLANS

AtkinsRéalis has a number of defined benefit pension plans, which are mostly closed to new entrants, and that provide pension benefits based on length of service and final pensionable earnings. An individual actuarial valuation is performed at least every three years for all the plans. The measurement date used for the benefit obligation and plan assets is December 31 of each year. All of AtkinsRéalis' defined benefit pension plans are partly funded, except for two plans, of which one plan is unfunded and one plan is secured by a letter of credit.

The defined benefit plans are administered by committees composed of a number of representatives from employer's representatives, active employees, inactive employees and independent members. Members of the committees are required by law and by their articles of association to act in the best interest of the pension plans and all their relevant stakeholders, i.e. active employees, inactive employees, retirees and employers. The pension plan committees are responsible for the investment policy with regard to the assets of the pension plans, which are held by a trustee legally separated from AtkinsRéalis.

AtkinsRéalis' defined benefit pension plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, compensation risk and longevity risk.

NATURE OF RISK	DESCRIPTION
Investment risk	The present value of the defined benefit pension plan obligation is calculated using a discount rate determined by reference to high quality corporate bond yields; if the return on the plans' assets is below this rate, it will create a plan deficit.
Interest rate risk	A decrease in the bond interest rate will increase the plans' liabilities and the return on the plans' debt securities.
Compensation risk	The present value of the defined benefit pension plan obligation is calculated by reference to the final pensionable earnings of the plans' participants.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of the plans' participants both during and after their employment. An increase in the life expectancy of the plans' participants will increase the plans' liability.

The two main defined benefit pension plans of the Company are the Atkins Pension Plan and the U.K. Railways Pension Scheme (the "Railways Pension Scheme"), both of which are funded final salary schemes in the U.K.

31. PENSION PLANS, OTHER LONG-TERM BENEFITS AND OTHER POST-EMPLOYMENT BENEFITS (CONTINUED)

The following tables set forth the change in pension benefit obligation and pension plan assets, as well as the funded status of AtkinsRéalis' defined benefit pension plans:

YEAR ENDED DECEMBER 31, 2023	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS	TOTAL
Change in pension benefit obligation:				
Pension benefit obligation at beginning of year	\$ 1,978,385	\$ 496,769	\$ 149,725	\$ 2,624,879
Current service cost	—	1,007	794	1,801
Interest cost	96,004	24,337	6,295	126,636
Benefits paid	(103,054)	(22,826)	(5,930)	(131,810)
Disposal of a PS&PM business	—	—	(2,251)	(2,251)
Contributions by plan participants	—	336	483	819
Remeasurement:				
Actuarial gains arising from changes in demographic assumptions	(42,631)	(9,567)	(867)	(53,065)
Actuarial losses arising from changes in financial assumptions	40,617	10,574	8,038	59,229
Actuarial losses arising from experience adjustments	23,330	13,427	2,825	39,582
Effect of foreign currency exchange differences	57,513	14,512	3,201	75,226
Pension benefit obligation at end of year	\$ 2,050,164	\$ 528,569	\$ 162,313	\$ 2,741,046
Change in pension plan assets:				
Fair value of pension plan assets at beginning of year	\$ 1,933,626	\$ 525,788	\$ 161,352	\$ 2,620,766
Interest income	97,179	25,680	6,853	129,712
Remeasurement:				
Return on plan assets (excluding interest income)	39,778	(23,162)	4,809	21,425
Administration costs	—	(1,175)	(25)	(1,200)
Benefits paid	(103,054)	(22,826)	(5,930)	(131,810)
Disposal of a PS&PM business	—	—	(2,927)	(2,927)
Contributions by the employer	38,603	10,238	3,211	52,052
Contributions by plan participants	—	336	483	819
Effect of foreign currency exchange differences	56,517	15,208	3,414	75,139
Fair value of pension plan assets at end of year	\$ 2,062,649	\$ 530,087	\$ 171,240	\$ 2,763,976
AT DECEMBER 31, 2023	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS	TOTAL
Funded status reflected in the statement of financial position:				
Present value of pension benefit obligation	\$ 2,050,164	\$ 528,569	\$ 162,313	\$ 2,741,046
Fair value of pension plan assets	2,062,649	530,087	171,240	2,763,976
Net accrued pension benefit asset	\$ (12,485)	\$ (1,518)	\$ (8,927)	\$ (22,930)
Presented on the statement of financial position as follows:				
Other non-current non-financial assets (Note 16)				\$ 38,172
Non-current portion of provisions				\$ 15,242

31. PENSION PLANS, OTHER LONG-TERM BENEFITS AND OTHER POST-EMPLOYMENT BENEFITS (CONTINUED)

The following tables set forth the change in pension benefit obligation and pension plan assets, as well as the funded status of AtkinsRéalis' defined benefit pension plans:

YEAR ENDED DECEMBER 31, 2022	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS	TOTAL
Change in pension benefit obligation:				
Pension benefit obligation at beginning of year	\$ 3,096,367	\$ 775,632	\$ 283,488	\$ 4,155,487
Current service cost	161	3,698	1,242	5,101
Interest cost	55,623	13,986	4,690	74,299
Benefits paid	(81,827)	(24,918)	(10,647)	(117,392)
Payments in respect of settlement	—	—	(53,768)	(53,768)
Loss on settlement	—	—	1,381	1,381
Contributions by plan participants	—	643	456	1,099
Remeasurement:				
Actuarial gains arising from changes in demographic assumptions	(14,629)	(3,054)	(621)	(18,304)
Actuarial gains arising from changes in financial assumptions	(1,120,176)	(276,186)	(78,474)	(1,474,836)
Actuarial losses arising from experience adjustments	190,983	44,048	7,041	242,072
Effect of foreign currency exchange differences	(148,117)	(37,080)	(5,063)	(190,260)
Pension benefit obligation at end of year	\$ 1,978,385	\$ 496,769	\$ 149,725	\$ 2,624,879
Change in pension plan assets:				
Fair value of pension plan assets at beginning of year	\$ 3,301,651	\$ 609,865	\$ 274,613	\$ 4,186,129
Interest income	60,285	11,092	4,596	75,973
Remeasurement:				
Return on plan assets (excluding interest income)	(1,263,734)	(52,569)	(60,256)	(1,376,559)
Administration costs	—	(1,608)	(223)	(1,831)
Benefits paid	(81,827)	(24,918)	(10,647)	(117,392)
Payments in respect of settlement	—	—	(53,768)	(53,768)
Contributions by the employer	78,612	9,806	11,547	99,965
Contributions by plan participants	—	643	456	1,099
Effect of foreign currency exchange differences	(161,361)	(26,523)	(4,966)	(192,850)
Fair value of pension plan assets at end of year	\$ 1,933,626	\$ 525,788	\$ 161,352	\$ 2,620,766
Funded status reflected in the statement of financial position:				
Present value of pension benefit obligation	\$ 1,978,385	\$ 496,769	\$ 149,725	\$ 2,624,879
Fair value of pension plan assets	1,933,626	525,788	161,352	2,620,766
Net accrued pension benefit liability (asset)	\$ 44,759	\$ (29,019)	\$ (11,627)	\$ 4,113
Presented on the statement of financial position as follows:				
Other non-current non-financial assets (Note 16)				\$ 55,521
Non-current portion of provisions				\$ 59,634

31. PENSION PLANS, OTHER LONG-TERM BENEFITS AND OTHER POST-EMPLOYMENT BENEFITS (CONTINUED)

AtkinsRéalis' net defined benefit pension costs recognized in net income were comprised of:

YEAR ENDED DECEMBER 31, 2023	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS	TOTAL
Current service cost	\$ —	\$ 1,007	\$ 794	\$ 1,801
Net interest income	(1,175)	(1,343)	(558)	(3,076)
Administration costs	—	1,175	25	1,200
Components of (reversal of) benefit pension costs recognized in net income	\$ (1,175)	\$ 839	\$ 261	\$ (75)

YEAR ENDED DECEMBER 31, 2022	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS	TOTAL
Current service cost	\$ 161	\$ 3,698	\$ 1,242	\$ 5,101
Net interest cost (income)	(4,662)	2,894	127	(1,641)
Administration costs	—	1,608	223	1,831
Loss on settlement	—	—	1,381	1,381
Components of (reversal of) benefit pension costs recognized in net income	\$ (4,501)	\$ 8,200	\$ 2,973	\$ 6,672

AtkinsRéalis' net defined benefit pension costs recognized in other comprehensive income was comprised of:

YEAR ENDED DECEMBER 31, 2023	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS	TOTAL
Remeasurement on the net defined benefit liability (asset):				
Return on plan assets (excluding interest income)	\$ (39,778)	\$ 23,162	\$ (4,809)	\$ (21,425)
Actuarial gains arising from changes in demographic assumptions	(42,631)	(9,567)	(867)	(53,065)
Actuarial losses arising from changes in financial assumptions	40,617	10,574	8,038	59,229
Actuarial losses arising from experience adjustments	23,330	13,427	2,825	39,582
Components of (reversal of) benefit pension costs recognized in other comprehensive income	\$ (18,462)	\$ 37,596	\$ 5,187	\$ 24,321

YEAR ENDED DECEMBER 31, 2022	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS	TOTAL
Remeasurement on the net defined benefit liability (asset):				
Return on plan assets (excluding interest income)	\$ 1,263,734	\$ 52,569	\$ 60,256	\$ 1,376,559
Actuarial gains arising from changes in demographic assumptions	(14,629)	(3,054)	(621)	(18,304)
Actuarial gains arising from changes in financial assumptions	(1,120,176)	(276,186)	(78,474)	(1,474,836)
Actuarial losses arising from experience adjustments	190,983	44,048	7,041	242,072
Variation in liability due to minimum funding requirements	—	—	(1,260)	(1,260)
Components of (reversal of) benefit pension costs recognized in other comprehensive income	\$ 319,912	\$ (182,623)	\$ (13,058)	\$ 124,231

AtkinsRéalis expects to make contributions of \$14.4 million in 2024 to its defined benefit pension plans.

31. PENSION PLANS, OTHER LONG-TERM BENEFITS AND OTHER POST-EMPLOYMENT BENEFITS (CONTINUED)

The following tables present the fair value of the major categories of assets of AtkinsRéalis' defined benefit pension plans:

AT DECEMBER 31, 2023	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS	TOTAL
Asset category				
Equity securities	\$ 266,224	\$ 216,052	\$ 23,548	\$ 505,824
Debt securities	1,444,326	138,971	98,759	1,682,056
Other ⁽¹⁾	352,099	175,064	48,933	576,096
Total	\$ 2,062,649	\$ 530,087	\$ 171,240	\$ 2,763,976

AT DECEMBER 31, 2022	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS	TOTAL
Asset category				
Equity securities	\$ 89,214	\$ 217,660	\$ 21,050	\$ 327,924
Debt securities	1,217,325	123,415	93,285	1,434,025
Other ⁽¹⁾	627,087	184,713	47,017	858,817
Total	\$ 1,933,626	\$ 525,788	\$ 161,352	\$ 2,620,766

⁽¹⁾ As at December 31, 2023 and 2022, the asset category "Other" includes mainly property and cash.

The fair values of the above equity and debt instruments are mainly determined based on quoted prices in active markets.

The following is a summary of significant weighted average assumptions used in measuring AtkinsRéalis' accrued pension benefit obligation as at December 31, 2023:

AT DECEMBER 31, 2023	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS
Accrued pension benefit obligation			
Discount rate	4.62%	4.62%	3.77%
Rate of compensation increase ⁽²⁾	2.87%	2.87%	1.62%
Inflation ⁽³⁾	2.87%	2.87%	2.33%
Longevity at age 65 for current pensioners			
Men	22.3 years	21.6 years	22.8 years
Women	24.4 years	22.7 years	24.8 years
Longevity at age 65 for future pensioners (current age 45)			
Men	23.3 years	22.5 years	24.1 years
Women	25.5 years	23.9 years	26.2 years

⁽²⁾ The weighted average rate of compensation increase for other plans, excluding pension plans for which benefits are not linked to future salary levels, represented 2.59% as at December 31, 2023.

⁽³⁾ The inflation assumption shown for the Atkins Pension Plan and the Railways Pension Scheme is for the Retail Price Index. The assumption for the Consumer Price Index was 2.53% as at December 31, 2023.

31. PENSION PLANS, OTHER LONG-TERM BENEFITS AND OTHER POST-EMPLOYMENT BENEFITS (CONTINUED)

The following is a summary of significant weighted average assumptions used in measuring AtkinsRéalisis' accrued pension benefit obligation as at December 31, 2022:

AT DECEMBER 31, 2022	ATKINS PENSION PLAN	RAILWAYS PENSION SCHEME	OTHER PLANS
Accrued pension benefit obligation			
Discount rate	4.84%	4.84%	4.31%
Rate of compensation increase ⁽¹⁾	2.97%	2.97%	1.73%
Inflation ⁽²⁾	2.97%	2.97%	2.52%
Longevity at age 65 for current pensioners			
Men	22.8 years	22.1 years	23.0 years
Women	24.8 years	23.1 years	24.8 years
Longevity at age 65 for future pensioners (current age 45)			
Men	23.8 years	23.1 years	24.4 years
Women	25.9 years	24.3 years	26.3 years

⁽¹⁾ The weighted average rate of compensation increase for other plans, excluding pension plans for which benefits are not linked to future salary levels, represented 2.78% as at December 31, 2022.

⁽²⁾ The inflation assumption shown for Atkins Pension Plan and the Railways Pension Scheme is for the Retail Price Index. The assumption for the Consumer Price Index was 2.57% as at December 31, 2022.

The sensitivity analysis below was determined based on reasonable possible changes of the respective assumptions occurring at December 31, 2023, while holding all other assumptions constant.

If the discount rate is 100 basis points higher (lower), the defined benefit pension obligation would decrease by an estimated amount of \$321.0 million (increase by an estimated amount of \$322.8 million).

If the rate of compensation increase is 100 basis points higher (lower), the defined benefit pension obligation would increase by an estimated amount of \$4.0 million (decrease by an estimated amount of \$4.0 million).

If the rate of inflation is 100 basis points higher (lower), the defined benefit pension obligation would increase by an estimated amount of \$202.1 million (decrease by an estimated amount of \$202.1 million).

If longevity increases by 1 year, the defined benefit pension obligation would increase by an estimated amount of \$140.3 million.

The sensitivity analyses presented above may not be representative of the actual change in the defined benefit pension obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analyses, the present value of the defined benefit pension obligation was calculated using the projected unit credit method at the end of the reporting period, which is the same method applied in calculating the liability arising from the defined benefit pension obligation recognized in the statement of financial position.

The weighted average duration of the pension benefit obligation as at December 31, 2023 was 14.0 years for the Atkins Pension Plan (2022: 14.0 years), 12.4 years for Railways Pension Scheme (2022: 13.2 years) and 14.9 years for the other plans (2022: 15.4 years).

B) OTHER LONG-TERM BENEFITS AND OTHER POST-EMPLOYMENT BENEFITS

AtkinsRéalisis has a number of other long-term benefit and other post-employment benefit plans, which are all defined benefit plans and include mainly termination indemnities, medical and dental care benefits, and life insurance benefits. AtkinsRéalisis' other long-term benefit and other post-employment benefit plans are unfunded plans.

AtkinsRéalisis' net defined other long-term benefit and other post-employment benefit costs recognized in net income amounted to \$12.2 million for the year ended December 31, 2023 (2022: \$15.7 million) and benefit costs recognized in other comprehensive income amounted to \$13.3 million for the year ended December 31, 2023 (2022: reversal of benefit costs of \$0.1 million). As at December 31, 2023, the obligation for other long-term benefits and other post-employment benefits, which is included in "Provisions" in the consolidated statement of financial position, amounted to \$72.3 million (2022: \$51.4 million).

32. CONTINGENT LIABILITIES

Class actions

Ruediger Class Action

On February 6, 2019, a Motion for authorization of a class action and for authorization to bring an action against the Company and certain of its directors and officers (collectively, the “Ruediger Defendants”) pursuant to section 225.4 of the *Securities Act* (Québec) (the “Ruediger Class Action”) was filed with the Superior Court of Québec, on behalf of persons who acquired the Company’s securities from February 22, 2018 through January 27, 2019 (the “Ruediger Class Period”) and held some or all of such securities as of the commencement of trading on January 28, 2019.

The Ruediger Class Action alleges that certain documents filed by the Company and oral statements made by its then Chief Executive Officer during the Ruediger Class Period contained misrepresentations related to the Company’s revenue forecasts and to the financial performance of the former Mining & Metallurgy segment and the former Oil & Gas segment, which misrepresentations would have been corrected by way of the Company’s January 28, 2019 press release.

The Ruediger Class Action seeks leave from the Québec Superior Court to bring a statutory misrepresentation claim under the *Securities Act* (Québec). The plaintiff in the proposed action claims damages and seeks the condemnation of the Ruediger Defendants to pay the class members an unspecified amount for compensatory damages with interest and additional indemnity as well as full costs and expenses, including expert fees, notice fees and fees relating to administering the plan of distribution.

On October 15, 2019, the plaintiffs in the Ruediger Class Action delivered an amended “Motion for authorization of a class action and for authorization to bring an action pursuant to section 225.4 of Québec’s Securities Act”. The amendments extend the Ruediger Class Period to July 22, 2019 and broaden the scope of the claim to include, among other things, disclosure alleged to have been made regarding the Company’s ability to execute certain fixed price contracts.

On October 20, 2021, a class action in the Ontario Superior Court of Justice pertaining to facts similar to those in the Ruediger Class Action (the “Drywall Class Action”) was dismissed and the claimants in the Drywall Class Action were consequently entitled to have their claims included in the Ruediger Class Action.

The authorization hearing on the amended Ruediger Class Action occurred in April 2022 and, on October 11, 2022, the Québec Superior Court ruled dismissing the Ruediger Class Action, as amended, on all grounds. On November 18, 2022, the plaintiffs appealed the ruling to the Québec Court of Appeal. The appeal was heard on January 17, 2024 and final judgment is expected to be rendered in the second half of 2024.

The Company believes that the claims outlined in the Ruediger Class Action are, in each case, entirely without merit and is vigorously defending these claims. Due to the inherent uncertainties of litigation, it is not possible to predict the final outcomes of the Ruediger Class Action or to determine the amount of any potential losses resulting therefrom, if any, and the Company may, in the future, be subject to further class action lawsuits or other litigation. The Company has directors’ and officers’ liability insurance insuring individuals against liability for acts or omissions in their capacity as directors and officers, and the Company itself has coverage for such claims. The amount of coverage under the directors’ and officers’ policy is limited and such coverage may be less than any amounts the Company is required or determines to pay in connection with these proceedings. If the Company is required or determines to pay an amount in connection with the Ruediger Class Action, such amount could have a material adverse effect on the Company’s liquidity and financial results.

Peters Class Action

On February 25, 2019, a Notice of action was issued with the Ontario Superior Court of Justice by a proposed representative plaintiff, Mr. John Peters, on behalf of persons who acquired the Company securities from September 4, 2018 through October 10, 2018. On March 25, 2019, a Statement of Claim was filed with the Ontario Superior Court of Justice with respect to the claims set out in the Notice of Action (together, the Notice of Action and the Statement of Claim are referred to as the “Peters Class Action”).

The Peters Class Action alleged that the defendants, including the Company, the then chair of its Board of Directors and certain of its then officers, failed to make timely disclosure of a material change in the business, operations or capital of the Company, by failing to disclose that on September 4, 2018, the Director of the Public Prosecution Service of Canada communicated her decision to the Company not to award an opportunity to negotiate a remediation agreement.

The Peters Class Action sought leave from the Ontario Superior Court of Justice to bring a statutory misrepresentation claim under the *Securities Act* (Ontario) and the comparable securities legislation in other provinces and asserted a claim for common law negligent misrepresentation. The Peters Class Action claimed damages in the sum of \$75 million or such other amount as the Superior Court may determine plus interest and costs.

32. CONTINGENT LIABILITIES (CONTINUED)

On March 5, 2020, the plaintiff in the Peters Class Action brought a motion for leave and certification of the Peters Class Action. The leave and certification hearing was held between June 1 and June 3, 2021 and, on July 16, 2021, the court dismissed the Peters Class Action. The Plaintiff appealed the ruling and the appeal hearing was held on November 8, 2022. The Court of Appeal delivered its judgment on May 24, 2023 dismissing the appeal. The Plaintiff has not sought leave to appeal to the Supreme Court and this matter is resolved with the lawsuit having been definitively dismissed.

Pyrrhotite case

On June 12, 2014, the Québec Superior Court rendered a decision in “Wave 1” of the matter commonly referred to as the “Pyrrhotite Case” in Trois-Rivières, Québec and in which the Company was one of numerous defendants. The Québec Superior Court ruled in favour of the plaintiffs, awarding an aggregate amount of approximately \$168 million in damages apportioned amongst the then-known defendants, on a solidary (in solidum) basis (the “Wave 1 claims”). The Québec Superior Court ruled that the Company’s share of the damages award was approximately 70%. The Company’s external insurers disputed the extent of the insurance coverage available to the Company and this dispute was included in the Pyrrhotite Case. The Company, among other parties, appealed the Québec Superior Court’s ruling and, on April 6, 2020, the Québec Court of Appeal rendered its decision dismissing most of the appeals filed by all parties and upheld: (i) the Québec Superior Court’s ruling regarding the Company’s approximate 70% share of liability; and (ii) the solidary nature of the defendants’ liability. In a further ruling, on June 12, 2020, the Québec Court of Appeal confirmed the Company’s allocated share of the damages, inclusive of interest and costs at approximately \$200 million, and the Company paid this amount of damages awarded to the plaintiffs on August 3, 2020. The Company filed a notice seeking leave to appeal to the Supreme Court of Canada.

The Québec Court of Appeal also dismissed an appeal from the Company’s external insurers and confirmed that multiple insurance policy towers were triggered by the Wave 1 claims, resulting in multiple years of coverage. The Company’s external insurers filed notices seeking leave to appeal to the Supreme Court of Canada.

On May 6, 2021, the Supreme Court of Canada dismissed both the Company’s and its external insurers’ applications seeking leave to appeal.

Given that the Company’s external insurers initially refused to comply with terms contained in the relevant policies of insurance and the orders of the Québec Superior Court and the Québec Court of Appeal requiring them to pay a substantial portion of the \$200 million damages award, the Company filed an application with the Québec Superior Court seeking an order requiring the Company’s external insurers to comply with the Québec Court of Appeal’s order and facilitate execution of the \$200 million damages award by way of the multiple towers of insurance. On October 16, 2020, the Québec Superior Court ruled in favour of the Company ordering the Company’s external insurers to pay the Company approximately \$141 million, which was fully collected. An additional \$33 million in insurance proceeds was also collected by the Company through a reinsurance policy which was not subject to this court ruling.

The Company filed a recourse in warranty claim against Lafarge Canada Inc. (“Lafarge”) seeking its contribution to the damages awarded against the Company in the Wave 1 judgment. The trial commenced in March 2019 and concluded in 2020. On February 4, 2021, the Québec Superior Court dismissed the Company’s claim and the Company appealed the Québec Superior Court’s ruling to the Québec Court of Appeal. The appeal was heard between November 8 and 10, 2022 and, on July 14, 2023, the Court of Appeal upheld the first instance decision. The Company filed its application for leave to appeal this decision to the Supreme Court of Canada on September 29, 2023. A decision on leave is not expected before the second half of 2024.

In parallel to the Wave 1 claims, notices of additional potential claims have been made and continue to be made against certain defendants, including the Company, in “Wave 2” of the Pyrrhotite Case. In April 2022, the parties, including most of the Company’s external insurers, reached a settlement concerning Wave 2 claims that relate to certain residential buildings. The Company’s portion of the settlement in capital and interest totaled \$60.9 million, of which the uninsured portion was \$25.7 million. On June 27, 2023, the court approved a settlement between the parties, including most of the Company’s external insurers, concerning various multi-apartment claims and certain commercial claims. The Company’s and its insurers’ portion of the settlement in capital, interest and fees totaled \$17.6 million, of which the uninsured portion was \$7.1 million. These settlements did not have an impact on the Company’s financial results as their outcomes were covered by the amounts previously provisioned for by the Company. The Company’s liability exposure for the remaining Wave 2 claims remains subject to several uncertainties. In addition, the Company has filed a separate recourse in warranty claim against Lafarge with respect to the Wave 2 claims.

32. CONTINGENT LIABILITIES (CONTINUED)

Sainte-Marthe-sur-le-Lac Case

This case pertains to a class action authorized on April 18, 2023 brought against the City of Sainte-Marthe-sur-le-Lac (the “City”) and the Attorney General of Quebec seeking reparation for all the citizens of the City who were affected by floodings due to the breach of a surrounding dike. AECOM, the successor of the engineering firm Gendron, Lefebvre et Associés (“GLA”), is a defendant in warranty and has called AtkinsRéalis Canada Inc. in rear warranty. The Company’s involvement stems from the acquisition of Laboratoire de Béton Ltée (“LDB”), a subcontractor to GLA between 1979 and 1982. Although LDB’s exact role remains to be defined, it is alleged that it was responsible for the quality control of the materials and of the borrow pits from where the clay required in the construction process was extracted. Each member of the class action claims up to 350 thousand dollars. The actual number of members remains to be determined but is currently estimated at 1,000. There are also separate actions in respect of 16 individual files where the same defendants are named and where a total amount of \$31.5 million is being claimed. These cases are under a special case management and are separate from the class action as in Québec, plaintiffs have the choice to join a class action or file separately.

Dubai civil case

In November 2018, WS Atkins & Partners Overseas, a subsidiary of the Company, was named as defendant together with other parties by the subrogated insurers of a property developer in a civil case initiated before the courts of Dubai. The claimant sought damages jointly from the defendants on account of the alleged refurbishment costs and loss of income arising from a fire at the property developer’s building. WS Atkins & Partners Overseas was a subcontractor in the hotel’s design and construction supervision and the claim revolved around alleged negligence in the specification, testing and installation of the building cladding, which was claimed to have exacerbated the fire, thereby increasing the damage to the building. In a first instance court ruling in 2021, the claim was dismissed against all defendants including WS Atkins & Partners Overseas. The claimant filed an appeal, and on September 14, 2022, the court dismissed the claimant’s appeal. On November 14, 2022, the claimant filed a further appeal to the Court of Cassation (Dubai’s highest tribunal). WS Atkins & Partners Overseas objected to the appeal on December 5, 2022, alongside the other defendants. The appeal before the Court of Cassation was heard on August 17, 2023 and was dismissed on August 24, 2023 such that this matter is resolved with the lawsuit having been definitively dismissed as against all defendants, including WS Atkins & Partners Overseas.

Australian Arbitration

One of the Company’s former subsidiaries, divested as part of the sale of the Company’s Oil & Gas business, had a 35% interest in a joint operation for a project that has been completed. The construction joint operation is in a dispute with the project owner over labour rates. Pursuant to the agreement to sell the Oil & Gas business, the Company has retained the divested subsidiary’s risk associated with, and conduct of, this dispute. Under the relevant project contract, the subsidiary is jointly and severally liable with the other joint operator vis-à-vis the project owner for performance and other liabilities. In December 2018, the joint operation received a split award of liability from an arbitration tribunal resulting in an adverse decision on certain aspects of the dispute. In August 2020, a hearing on residual legal issues occurred and, in September 2020, the tribunal ruled in favour of the joint operation. The ruling was challenged by the project owner and a court hearing occurred in June 2021 and, on September 28, 2021, the court found in favor of the project owner effectively reversing the September 2020 tribunal ruling. The joint operation appealed the September 2021 court ruling and the appeal hearing occurred in September 2022. On January 17, 2023, the court dismissed the joint operation’s appeal, and the joint operation then filed an application to the Australian High Court seeking leave to appeal the ruling. The High Court of Australia granted Special Leave to Appeal on November 17, 2023 and the appeal will be heard on April 16, 2024, with a decision likely to be rendered in the second half of 2024. The arbitration on quantum will likely resume in 2025.

General litigation risk

Due to the inherent uncertainties of litigation, it is not possible to (a) predict the final outcome of these and other related proceedings generally, (b) determine if the amount included in the Company’s provisions is sufficient, or (c) determine the amount of potential losses, if any, that may be incurred in connection with any final judgment on these matters.

The Company maintains insurance coverage for various aspects of its business and operations. The Company’s insurance programs have varying coverage limits and maximums, and insurance companies may deny claims the Company might make. In addition, the Company has elected to retain a portion of losses that may occur through the use of various deductibles, limits and retentions under these programs. As a result, the Company may be subject to future liability in respect of lawsuits or investigations for which it is only partially insured, or completely uninsured.

32. CONTINGENT LIABILITIES (CONTINUED)

In addition, the nature of the Company's business sometimes results in clients, subcontractors and suppliers presenting claims for, among other things, recovery of costs related to certain projects. Similarly, the Company occasionally presents change orders and other claims to clients, subcontractors, and suppliers. If the Company fails to properly issue the change orders or other claims, or fails to document the nature of claims and change orders or is otherwise unsuccessful in negotiating reasonable settlements with clients, subcontractors and suppliers, the Company could incur cost overruns, reduced profits or, in some cases, a loss for a project. A failure to recover promptly on these types of claims could have a material adverse impact on the Company's liquidity and financial results. Additionally, irrespective of how well the Company documents the nature of its claims and change orders, the cost to prosecute and defend claims and change orders can be significant.

In addition, a number of project contracts have warranty periods and/or outstanding claims that may result in legal proceedings that extend beyond the actual performance and completion of the projects.

Litigation and regulatory proceedings are subject to inherent uncertainties and unfavourable rulings can and do occur. Pending or future claims against the Company could result in professional liability, product liability, criminal liability, warranty obligations, and other liabilities which, to the extent the Company is not insured against a loss or its insurer fails to provide coverage, could have a material adverse impact on the Company's business, financial condition and results of operations.

Jacques Cartier Bridge Criminal Charges (Canada)

On September 23, 2021, the Royal Canadian Mounted Police (the "RCMP"), represented by the Province of Québec's Directeur des Poursuites Criminelles et Pénales ("DPCP"), laid charges against the Company's subsidiary, SNC-Lavalin Inc. and its indirect subsidiary, SNC-Lavalin International Inc. Each entity was jointly charged (along with a former employee of the Company, Normand Morin) with the following counts: 1) forgery under Section 366 of the Criminal Code (Canada) (the "Criminal Code"), 2) fraud under Section 380 of the Criminal Code, and 3) fraud against the government under Section 121 of the Criminal Code. Each entity was charged with one count of conspiracy to commit the aforementioned crimes (the "Criminal Charges"). On the same date, the DPCP gave notice to SNC-Lavalin Inc. and SNC-Lavalin International Inc. of an invitation to negotiate a remediation agreement in accordance with Part XXII.1. of the Criminal Code with respect to the Criminal Charges, and on October 1, 2021, both entities formally accepted the invitation. These Criminal Charges follow the RCMP's formal investigation relating to alleged payments in connection with a 2002 contract for the refurbishment of the Jacques Cartier Bridge by a consortium which included SNC-Lavalin Inc. and which previously led to a guilty plea on certain criminal charges in 2017 by the former head of the Canada Federal Bridges Corporation. Another former employee of the Company, Kamal Francis, was also charged separately with similar offenses.

SNC-Lavalin Inc. and SNC-Lavalin International Inc. reached agreement on the terms of the remediation agreement and, on May 11, 2022, the Québec Superior Court issued an order approving the remediation agreement (the "Remediation Agreement"). The Remediation Agreement has a three-year term, and requires a total payment of \$29.6 million payable over three years as well as the appointment of a monitor for a three-year period, amongst other obligations. The Company estimated the net present value of these installments at \$27.4 million at May 11, 2022, which was included in "DPCP Remediation Agreement expense" in the consolidated income statement for the year ended December 31, 2022. The Criminal Charges are suspended during the term of the Remediation Agreement, and, upon its expiry, provided the terms will have been complied with and subject to Court approval, the Criminal Charges will be dismissed. Also on May 11, 2022, the Company entered into an administrative agreement with Public Services and Procurement Canada allowing the Company to continue to do business with the Canadian federal government and federal departments and agencies under the auspices of the federal Integrity Regime despite the Criminal Charges being suspended pursuant to the Remediation Agreement.

The Company cannot predict what, if any, other actions may be taken by any other applicable government or authority or the Company's customers or other third parties as a result of the Criminal Charges.

Ongoing and potential investigations

The Company is subject to ongoing investigations that could subject the Company to criminal and administrative enforcement actions, civil actions and sanctions, fines and other penalties, some of which may be significant. These investigations, and potential results thereof, could harm the Company's reputation, result in suspension, prohibition or debarment of the Company from participating in certain projects, reduce its revenues and net income and adversely affect its business.

The Company understands that there are investigations by various authorities which may remain ongoing in connection with certain legacy matters in various jurisdictions, including, without limitation, Algeria, Brazil and Angola.

32. CONTINGENT LIABILITIES (CONTINUED)

The Company is currently unable to determine when any of these investigations will be completed or whether other investigations of the Company by these or other authorities will be initiated or the scope of current investigations broadened or result in legal proceedings against the Company. The Company continues to cooperate and communicate with authorities in connection with all ongoing investigations.

If regulatory, enforcement or administrative authorities or third parties determine to take action against the Company or to sanction the Company in connection with possible violations of law, contracts or otherwise as a result of ongoing or future investigations, the consequences of any such sanctions or other actions, whether actual or alleged, could require the Company to pay material fines or damages, consent to restrictions on future conduct or lead to other penalties, including temporary or permanent, mandatory or discretionary suspension, prohibition or debarment from participating in projects, or the revocation of authorizations or certifications, by certain administrative organizations or by governments (such as the Government of Canada and/or the Government of Québec) under applicable procurement laws, regulations, policies or practices. The Company derives a significant percentage of its annual consolidated revenue from government and government-related contracts. Further, public and private sector bid processes in some instances assess whether the bidder, or an affiliate thereof, has ever been the object of any investigations, or sanctions or other actions resulting therefrom. In such instances, if the Company or one of its subsidiaries or investee entities must answer affirmatively to a query as to past or current investigations, or sanctions or other actions resulting therefrom, such answer may affect that entity's ability to be considered for the applicable project. In addition, the Company may not win contracts that it has bid upon due to a client's perception of the Company's reputation and/or perceived reputational advantages held by competitors as a result of such investigations, sanctions or other actions. Loss of bidding opportunities resulting from such investigations, sanctions or other actions, whether discretionary (including as a result of reputational factors) or mandatory, from participating in certain government, government-related and private contracts (in Canada, Canadian provinces or elsewhere) could materially adversely affect the Company's business, financial condition and liquidity and the market price of the Company's issued and traded securities.

The outcomes of ongoing or future investigations could also result in, among other things, (i) covenant defaults under various project contracts, (ii) third party claims, which may include claims for special, indirect, derivative or consequential damages, or (iii) adverse consequences on the Company's ability to secure or continue its own financing, or to continue or secure financing for current or future projects, any of which could materially adversely affect the Company's business, financial condition and liquidity and the market price of the Company's issued and traded securities. In addition, these investigations and outcomes of these investigations and any negative publicity associated therewith could damage the Company's reputation and ability to do business.

Due to the uncertainties related to the outcome of ongoing or future investigations, the Company is currently unable to reliably estimate an amount of potential liabilities or a range of potential liabilities, if any, in connection with any of these investigations.

The Company's senior management and Board of Directors have been required to devote significant time and resources to the investigations described above and ongoing related matters, as well as the investigations leading to the settlements described above, which have distracted and may continue to distract senior management and the Board of Directors from the conduct of the Company's daily business, and significant expenses have been and may continue to be incurred in connection with such investigations including substantial fees of lawyers and other advisors. In addition, the Company and/or its employees or former employees could become the subject of these or other investigations by law enforcement and/or regulatory authorities in respect of the matters described above or below, or other matters, which, in turn, could require the devotion of additional time of senior management and the diversion or utilization of other resources.

Other legal proceedings

The Company becomes involved in various legal proceedings in the ordinary course of its business and this section describes important ordinary course of business legal proceedings, including the general cautionary language relating to the risks inherent to all litigation and proceedings against the Company, which is equally applicable to the legal proceedings described below.

The Company has initiated court proceedings against a Canadian client stemming from engineering, procurement and construction management services that the Company provided in relation to the client's expansion of an ore-processing facility. The Company claimed from the client certain amounts due under the project contract. The client has counter-claimed alleging that the Company defaulted under the project contracts and is seeking damages.

32. CONTINGENT LIABILITIES (CONTINUED)

The Company has initiated court proceedings in Qatar against a main contractor stemming from its involvement in a consortium that was a sub-contractor for mechanical, electrical and plumbing services in relation to the construction of a hospital. The Company claimed from the main contractor certain amounts due under the sub-contract. The Company's consortium partner has also initiated court proceedings against the main contractor claiming certain amounts due to it under the sub-contract. The main contractor has counter-claimed alleging that the Company and its consortium partner defaulted under the sub-contract and is seeking damages.

Due to the inherent uncertainties of litigation, it is not possible to (a) predict the final outcome of this and other legal proceedings generally, (b) determine if the amount included in the Company's provisions is sufficient, or (c) determine the amount of potential losses, if any, that may be incurred in connection with any final judgment on these matters.

The Company is a party to other claims and litigation arising in the normal course of operations, including by clients, subcontractors, and suppliers presenting claims for, amongst other things, recovery of costs related to certain projects. Due to the inherent uncertainties of litigation and/or the early stage of certain proceedings, it is not possible to predict the final outcome of all ongoing claims and litigation at any given time or to determine the amount of any potential losses, if any. With respect to claims or litigation arising in the normal course of operations which are at a more advanced stage and which permit a better assessment of potential outcome, the Company does not expect the resolution of these matters to have a material adverse effect on its financial position or results of operations.

33. LEASES

Right-of-use assets

YEAR ENDED DECEMBER 31, 2023	OFFICE REAL ESTATE	EQUIPMENT	TOTAL
Depreciation expense on right-of-use assets	\$ 59,414	\$ 11,739	\$ 71,153
Additions	\$ 22,923	\$ 9,259	\$ 32,182

YEAR ENDED DECEMBER 31, 2022	OFFICE REAL ESTATE	EQUIPMENT	TOTAL
Depreciation expense on right-of-use assets	\$ 60,379	\$ 16,872	\$ 77,251
Additions	\$ 30,133	\$ 9,905	\$ 40,038

Net book value:

As at December 31, 2023	\$ 234,009	\$ 20,742	\$ 254,751
As at December 31, 2022	\$ 267,674	\$ 20,121	\$ 287,795

Lease liabilities

The table below presents the future gross lease liabilities payments from continuing operations as at December 31, 2023 and 2022:

MATURITY	DECEMBER 31 2023	DECEMBER 31 2022
Not later than 1 year	\$ 97,468	\$ 103,777
Later than 1 year and not later than 5 years	226,318	231,903
Later than 5 years	200,540	203,800
	\$ 524,326	\$ 539,480

Amounts recognized in the income statement from continuing operations

YEARS ENDED DECEMBER 31	2023	2022
Depreciation expense on right-of-use assets (Note 27A)	\$ 71,153	\$ 77,251
Interest expense on lease liabilities (Note 26)	\$ 20,304	\$ 18,833
Expense relating to short-term leases	\$ 1,185	\$ 738
Gain arising from sale and leaseback transactions	\$ —	\$ 3,669
Expense relating to variable lease payments not included in the measurement of the lease liabilities	\$ 31,421	\$ 31,423
Income from subleasing right-of-use assets	\$ 5,039	\$ 4,999
Impairment losses on right-of-use assets ⁽¹⁾	\$ 728	\$ 26,142

⁽¹⁾ Included in "Restructuring and transformation costs" in the consolidated income statements

Amounts recognized in the statement of cash flows

Total cash outflows for leases amounted to \$133.3 million for the year ended December 31, 2023 (2022: \$136.5 million).

Operating leases

Operating leases, in which the Company is the lessor, relate mainly to equipment owned by the Company. For the year ended December 31, 2023, the lease income on operating leases amounted to \$13.8 million (2022: \$12.7 million).

34. REMUNERATION

A) EMPLOYEE REMUNERATION

Expenses recognized for employee benefits, including expenses recognized for key management remuneration and directors' fees, are analyzed as follows:

YEARS ENDED DECEMBER 31	2023	2022
Short-term benefits ⁽¹⁾	\$ 3,925,746	\$ 3,365,214
Share-based payments	72,754	17,085
Defined contribution pension plans	180,111	169,126
Defined benefit pension plans, other long-term benefits and other post-employment benefits	12,108	22,330
	\$ 4,190,719	\$ 3,573,755

⁽¹⁾ Short-term benefits include mainly wages, salaries, social security contributions, sick leaves, profit-sharing and bonuses, non-monetary benefits and termination benefits that are expected to be settled within twelve months after the end of the annual reporting period.

B) KEY MANAGEMENT REMUNERATION AND DIRECTORS' FEES

The Company's key management includes all employees that are classified at the executive levels, corresponding mainly to the vice-presidents and above, and all members of the Company's Board of Directors.

In 2023, the number of individuals included as key management was 153 people (2022: 155 people).

Expenses recognized for key management remuneration and directors' fees, even if the services were provided only for a portion of the year, are detailed as follows:

YEARS ENDED DECEMBER 31	2023	2022
Short-term benefits ⁽²⁾	\$ 103,596	\$ 127,894
Share-based payments	34,852	12,459
Termination benefits	1,696	2,358
Defined benefit and defined contribution pension plans, other long-term benefits and other post-employment benefits	6,888	4,970
	\$ 147,032	\$ 147,681

⁽²⁾ Short-term benefits include mainly wages, salaries, social security contributions, sick leaves, profit-sharing and bonuses and non-monetary benefits that are expected to be settled within twelve months after the end of the annual reporting period.

35. RELATED PARTY TRANSACTIONS

In the normal course of its operations, AtkinsRéalis enters into transactions with certain of its associates and joint ventures, mainly its Capital investments. Investments in which AtkinsRéalis has significant influence or joint control, which are accounted for by the equity method, are considered related parties.

For the years ended December 31, 2023 and 2022, the Company recognized the following transactions with its related parties:

YEARS ENDED DECEMBER 31	2023	2022
PS&PM revenue from contracts with investments accounted for by the equity method	\$ 376,320	\$ 468,770
Income from Capital investments accounted for by the equity method	101,193	75,529
Dividends and distributions received from Capital investments accounted for by the equity method	116,864	65,871
Income from PS&PM investments accounted for by the equity method	48,806	51,649
Dividends and distributions received from PS&PM investments accounted for by the equity method	\$ 44,688	\$ 53,545

As at December 31, 2023 and 2022, the Company has the following balances with its related parties:

	DECEMBER 31 2023	DECEMBER 31 2022
Trade receivables from investments accounted for by the equity method	\$ 161,001	\$ 132,489
Retentions on client contracts from investments accounted for by the equity method ⁽¹⁾	115,646	113,775
Remaining commitment to invest in Capital investments accounted for by the equity method ⁽²⁾ (Note 5C)	24,921	24,921
Dividends and distributions receivable from Capital investments accounted for by the equity method ⁽³⁾	\$ 1,781	\$ 1,603

⁽¹⁾ Included in "Contract assets" or "Deferred revenues" in the statements of financial position

⁽²⁾ Included in "Other current financial liabilities" in the statements of financial position

⁽³⁾ Included in "Other current financial assets" in the statements of financial position

In the year ended December 31, 2022, the Company sold and transferred its investment in InPower BC General Partnership and its related holding companies to an investment accounted for by the equity method, namely the SNCL IP Partnership, which resulted in a gain on disposal of \$4.4 million after income taxes (see Note 5A).

All of these related party transactions are measured at fair value.

36. SUBSIDIARIES, JOINT ARRANGEMENTS AND ASSOCIATES

The main subsidiaries, joint ventures, joint operations and associates of the Company at December 31, 2023 and 2022, except where otherwise indicated, in addition to their jurisdiction of incorporation and the percentage of voting shares beneficially owned, or controlled, or directed, directly or indirectly by the Company or the percentage of joint arrangement interest are set out below:

	DECEMBER 31 2023	DECEMBER 31 2022	
SUBSIDIARIES	%	%	COUNTRY
Atkins China Limited	100.0	100.0	China
Atkins Danmark A/S ⁽¹⁾	—	100.0	Denmark
Atkins Nuclear Secured Holdings Corporation	100.0	100.0	United States
Atkins US Holdings Inc.	100.0	100.0	United States
AtkinsRéalís Canada Inc. (previously, SNC-Lavalin Inc.)	100.0	100.0	Canada
AtkinsRéalís Capital Inc. (previously, SNC-Lavalin Capital Inc.)	100.0	100.0	Canada
AtkinsRealis Construction (USA) Inc. (previously, SNC-Lavalin Constructors Inc.)	100.0	100.0	United States
AtkinsRéalís (GB) Holdings Limited [previously, SNC-Lavalin (GB) Holdings Limited]	100.0	100.0	United Kingdom
AtkinsRéalís (GBL) Limited [previously, SNC-Lavalin (GB) Limited]	100.0	100.0	United Kingdom
AtkinsRéalís Highway Holding Inc. (previously, SNC-Lavalin Highway Holdings Inc.)	100.0	100.0	Canada
AtkinsRéalís International Holdings Limited (previously, Atkins International Holdings Limited)	100.0	100.0	United Kingdom
AtkinsRéalís Investments Inc. (previously, SNC-Lavalin Investments Inc.)	100.0	100.0	Canada
AtkinsRéalís Major Projects Inc. (previously, SNC-Lavalin Major Projects Inc.)	100.0	100.0	Canada
AtkinsRéalís Operations & Maintenance Inc. (previously, SNC-Lavalin Operations & Maintenance Inc.)	100.0	100.0	Canada
AtkinsRéalís PPS Limited (previously, Faithful+Gould Limited)	100.0	100.0	United Kingdom
AtkinsRéalís Rail & Transit Limited (previously, SNC-Lavalin Rail & Transit Limited)	100.0	100.0	United Kingdom
AtkinsRéalís Stavibel Inc. (previously, SNC-Lavalin Stavibel Inc.) ⁽²⁾	100.0	100.0	Canada
AtkinsRéalís UK International Limited (previously, WS Atkins International Limited)	100.0	100.0	United Kingdom
AtkinsRéalís UK Limited (previously, Atkins Limited)	100.0	100.0	United Kingdom
AtkinsRealis USA Holdings LLC (previously, Atkins North America Holdings LLC)	100.0	100.0	United States
AtkinsRealis USA Inc. (previously, Atkins North America, Inc.)	100.0	100.0	United States
AtkinsRéalís (WS) Limited (previously, WS Atkins Limited)	100.0	100.0	United Kingdom
Candu Energy Inc.	100.0	100.0	Canada
Faithful+Gould Saudi Arabia Limited	51.0	51.0	Saudi Arabia
Isotek Systems, LLC	100.0	100.0	United States
Linxon Gulf L.L.C. ⁽³⁾	49.0	49.0	United Arab Emirates
Linxon India Private Limited	99.0	99.0	India
Linxon Pvt Ltd	51.0	51.0	United Kingdom
Linxon Saudi Arabia Co. Ltd.	100.0	100.0	Saudi Arabia
Linxon Sweden AB	100.0	100.0	Sweden
Linxon Switzerland Ltd	100.0	100.0	Switzerland
Linxon UK Ltd	100.0	100.0	United Kingdom

⁽¹⁾ Sold effective August 31, 2023 (see Note 6A)

⁽²⁾ On January 1, 2024, AtkinsRéalís Stavibel Inc. was merged into AtkinsRéalís Canada Inc.

⁽³⁾ Although the Company holds less than 50% of the equity shares of Linxon Gulf L.L.C., the Company exercises control over this entity based on its contractual agreements.

36. SUBSIDIARIES, JOINT ARRANGEMENTS AND ASSOCIATES (CONTINUED)

	DECEMBER 31 2023	DECEMBER 31 2022	
SUBSIDIARIES	%	%	COUNTRY
Linxon US LLC	100.0	100.0	United States
Protrans BC Operations Ltd.	100.0	100.0	Canada
SNC-Lavalin Algérie, EURL	100.0	100.0	Algeria
SNC-Lavalin Arabia Co. Ltd.	100.0	100.0	Saudi Arabia
SNC-Lavalin ATP Inc.	100.0	100.0	Canada
SNC-Lavalin Construction Inc.	100.0	100.0	Canada
SNC-Lavalin Constructors International Inc.	100.0	100.0	Canada
SNC-Lavalin Constructors (Pacific) Inc.	100.0	100.0	Canada
SNC-Lavalin Europe B.V.	100.0	100.0	Netherlands
SNC-Lavalin (Guernsey) Holdings Ltd.	100.0	100.0	Guernsey
SNC-Lavalin International Inc.	100.0	100.0	Canada
SNC-Lavalin International S.A.S.	100.0	100.0	France
SNC-Lavalin Nuclear Inc.	100.0	100.0	Canada
SNC-Lavalin Peru S.A.	100.0	100.0	Peru
SNC-Lavalin Projetos Industriais Ltda.	100.0	100.0	Brazil
SNC-Lavalin Romania S.A.	100.0	100.0	Romania
The SNC-Lavalin Corporation	100.0	100.0	United States
TransitNEXT General Partnership	100.0	100.0	Canada
WS Atkins Ireland Limited	100.0	100.0	Ireland
WS Atkins & Partners Overseas	100.0	100.0	United Kingdom
WS Atkins & Partners Overseas Engineering Consultants	75.0	75.0	Saudi Arabia
	DECEMBER 31 2023	DECEMBER 31 2022	
JOINT VENTURES	%	%	COUNTRY
Capital investments			
407 East Development Group General Partnership	50.0	50.0	Canada
407 International Inc. ⁽¹⁾	6.76	6.76	Canada
Crosslinx Transit Solutions General Partnership	25.0	25.0	Canada
Rideau Transit Group General Partnership	40.0	40.0	Canada
Groupe Signature sur le Saint-Laurent S.E.N.C.	50.0	50.0	Canada
PS&PM investments			
Canadian National Energy Alliance Ltd.	50.0	50.0	Canada
Central Plateau Cleanup Company LLC	22.0	22.0	United States
Mid-America Conversion Services, LLC	42.0	42.0	United States
Washington River Protection Solutions LLC	40.0	40.0	United States
	DECEMBER 31 2023	DECEMBER 31 2022	
JOINT OPERATIONS	%	%	COUNTRY
Crosslinx Transit Solutions Constructors G.P.	25.0	25.0	Canada
East West Rail Joint Operation	33.0	33.0	United Kingdom
NouvLR General Partnership	24.0	24.0	Canada
SLN-Aecon JV	40.0	40.0	Canada
SNC-Dragados-Pennecon G.P.	40.0	40.0	Canada
SNC-Lavalin / AECOM	60.0	60.0	Canada

⁽¹⁾ Although the Company holds less than 20% of the equity shares of 407 International Inc., the Company exercises joint control over this entity based on its contractual agreements.

36. SUBSIDIARIES, JOINT ARRANGEMENTS AND ASSOCIATES (CONTINUED)

	DECEMBER 31 2023	DECEMBER 31 2022	
ASSOCIATES	%	%	COUNTRY
Capital investments			
Myah Tipaza S.p.A.	25.5	25.5	Algeria
Shariket Kahraba Hadjret En Nouss S.p.A.	26.0	26.0	Algeria
SNC-Lavalin Infrastructure Partners LP	20.0	20.0	Canada

37. EVENTS AFTER THE REPORTING PERIOD

A) AMENDMENTS TO THE CREDIT FACILITY OF TRANSITNEXT GENERAL PARTNERSHIP

On February 9, 2024, TransitNEXT General Partnership entered into an agreement with its lenders mainly to: i) extend the maturity of its credit facility in the aggregate principal amount of \$149.0 million from February 2024 to no later than July 2024; and ii) provide for the novation from CDOR to a new interest benchmark rate (see Note 2D).

B) NORMAL COURSE ISSUER BID

On February 29, 2024, the Toronto Stock Exchange approved the renewal of the Company's normal course issuer bid (the "2024 NCIB") pursuant to which the Company may purchase for cancellation up to 1,500,000 of its common shares. The 2024 NCIB will commence on March 8, 2024 and will end no later than March 7, 2025.