



WorleyParsons

resources & energy

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WorleyParsons Limited
ABN 17 096 090 158

25 February 2015

Manager, Market Announcements Office
ASX Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

**WORLEYPARSONS LIMITED (WOR)
RESULTS FOR ANNOUNCEMENT TO THE MARKET**

The following documents for the half-year ended 31 December 2014 are attached for immediate release to the market:

1. Appendix 4D – Half-Year Report; and
2. Interim Financial Report.

These documents are required by Listing Rule 4.2A and should be read in conjunction with the WorleyParsons' annual financial report for the year ended 30 June 2014 and any public disclosures made by the company in accordance with the continuous disclosure requirements of the Listing Rules and the Corporations Act 2001.

Yours faithfully
WorleyParsons

Peter Janu
Company Secretary & General Counsel Corporate



APPENDIX 4D

HALF YEAR ENDED 31 DECEMBER 2014

RESULTS FOR ANNOUNCEMENT TO THE MARKET¹

		Consolidated	
	Change %	31 December 2014 \$'M	31 December 2013 \$'M
STATUTORY RESULT			
Revenue and other income	(8.4)	4,418.9	4,822.9
Earnings before interest and income tax expense (EBIT)	(4.6)	180.8	189.6
Profit before income tax expense	(2.2)	154.7	158.1
Profit after income tax expense attributable to members of WorleyParsons Limited	(7.0)	104.3	112.1
Basic earnings per share (cents)	(7.3)	42.2	45.5
Diluted earnings per share (cents)	(6.7)	42.1	45.1

UNDERLYING RESULT

During the half year ended 31 December 2013, the Group acquired an additional net interest in entities which had previously been accounted for as equity accounted associates, resulting in the change in the classification of the investments from equity accounted associates to subsidiaries of the Group. This resulted in an \$11.4 million net gain on revaluation of investments previously accounted for as equity accounted associates being recorded in other income in the Statement of Financial Performance. There was no such transaction during the half year ended 31 December 2014.

The underlying result which excludes the net gain on revaluation of investments previously accounted for as equity accounted associates, is as follows:

		Consolidated	
	Change %	31 December 2014 \$'M	31 December 2013 \$'M
EBIT	1.5	180.8	178.2
EBIT margin on aggregated revenue	0.3	5.0%	4.7%
Profit after income tax expense attributable to members of WorleyParsons Limited	3.6	104.3	100.7
Basic earnings per share (cents)	3.4	42.2	40.8
Diluted earnings per share (cents)	3.7	42.1	40.6

Reconciliation of underlying profit after taxation to statutory profit after taxation is as follows:

Underlying profit after tax expense attributable to members of WorleyParsons Limited	3.6	104.3	100.7
Add: Net gain on revaluation of investments previously accounted for as equity accounted associates		-	11.4
Profit after income tax attributable to members of WorleyParsons Limited	(7.0)	104.3	112.1

WORLEYPARSONS LIMITED
APPENDIX 4D
HALF YEAR ENDED 31 DECEMBER 2014

AGGREGATED REVENUE RESULT

Aggregated revenue is defined as statutory revenue and other income plus share of revenue from associates less procurement revenue at nil margin, interest income and net gain on revaluation of investments previously accounted for as equity accounted associates. The directors believe the disclosure of the revenue attributable to associates provides additional information in relation to the financial performance of the Group.

	Consolidated	
	31 December 2014 \$'M	31 December 2013 \$'M
Change %		
Revenue and other income	4,418.9	4,822.9
Less: Procurement revenue at nil margin (including share of revenue from associates)	(1,057.3)	(1,306.4)
Revenue excluding procurement revenue at nil margin	3,361.6	3,516.5
Add: Share of revenue from associates	255.4	289.5
Less: Interest income	(3.3)	(2.0)
Less: Net gain on revaluation of investments previously accounted for as equity accounted associates	-	(11.4)
Aggregated revenue	(4.7)	3,792.6

	Amount per share	Franked amount per share
DIVIDEND		
Proposed interim dividend (cents per share)	34.0	2.7
Record date for determining entitlement to interim dividend		4 March 2015
Proposed date dividend is to be paid		2 April 2015
The unfranked portion of the dividend represents conduit foreign income.		

	Consolidated	
	31 December 2014 \$	30 June 2014 \$
NET ASSETS PER SHARE		
Net assets per share	9.09	8.86
Net tangible assets per share	(0.05)	0.63

Additional Appendix 4D disclosure requirements can be found in the Interim Financial Report for the half year ended 31 December 2014 issued 25 February 2015.

REVIEW OF OPERATIONS

Commentary on the results for the half year is contained in the ASX media release dated 25 February 2015.

¹ The International Financial Reporting Standards financial information contained within this Appendix 4D has been derived from the 31 December 2014 Interim Financial Report, which has been reviewed by Ernst & Young. However, this Appendix 4D has not been reviewed.



WorleyParsons

resources & energy

EcoNomics™

INTERIM FINANCIAL REPORT

HALF YEAR ENDED 31 DECEMBER 2014

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WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

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WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

DIRECTORS' REPORT

The directors present their report on the consolidated entity consisting of WorleyParsons Limited (Company or Parent Entity) and the entities it controlled (Group or consolidated entity) at the end of, and during, the half year ended 31 December 2014.

DIRECTORS

The following persons were directors of the Company from 1 July 2014 up to the date of this report:

John Grill (Chairman)
Ron McNeilly (Deputy Chairman and Lead Independent Director)
Larry Benke
Erich Fraunschiel
John M Green
Christopher Haynes
Catherine Livingstone
Wang Xiao Bin
Andrew Wood (Chief Executive Officer).

PRINCIPAL ACTIVITIES

During the half year, the principal activities of the Group consisted of providing engineering design and project delivery services, including providing maintenance, reliability support services and advisory services to the following sectors:

- Hydrocarbons;
- Minerals, Metals & Chemicals; and
- Infrastructure.

REVIEW OF OPERATIONS

The profit after income tax expense attributable to members of the Company for the half year ended 31 December 2014 was \$104.3 million (an increase of 3.6% on the \$100.7 million underlying net profit after tax reported in the previous corresponding period). The result was earned on aggregated revenue of \$3,613.7 million, a decrease of 4.7% on the \$3,792.6 million reported in the previous corresponding period.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

As announced in April 2014 and effective 1 July 2014, the business operations are managed and reported by business lines: Services, Major Projects, *Improve* and Development. This represents a change to the operating segments reported in the previous corresponding period. The historical segment results for the half year ended 31 December 2013 have been restated to be comparable with the revised segmentation approach as required by AASB 8 Operating Segments.

On 24 October 2014, the Group acquired 100% of the voting shares of MTG Limited (MTG) and its controlled entities. MTG is a US based management consulting firm in the oil and gas, petrochemicals and chemicals industries with operations in North America, the United Kingdom and Australia. The acquisition was made as a building block in the growth of Advisian, the advisory business of the Group. The Interim Financial Report includes the results of MTG for the two month period from the acquisition date. On 2 December 2014, the Group also acquired 100% of the voting rights of Hadron Holdings Inc and its controlled entities (comprising the Atlantic Nuclear business (ANI)).

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

DIRECTORS' REPORT (continued)

SUBSEQUENT EVENTS

Since the end of the half year, the directors have resolved to pay an interim dividend of 34.0 cents per fully paid ordinary share, including exchangeable shares, partially franked at 7.9% (31 December 2013: 34.0 cents per share, partially franked at 25.0%). In accordance with AASB 137 Provisions, Contingent Liabilities and Contingent Assets, the aggregate amount of the proposed interim dividend of \$84.1 million is not recognized as a liability as at 31 December 2014.

No other material matter or transaction has arisen since 31 December 2014 that has significantly affected the Group's operations or state of affairs.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is as follows:



680 George Street
Sydney NSW 2000 Australia
GPO Box 2646 Sydney NSW 2001

Tel: +61 2 9248 5555
Fax: +61 2 9248 5959
ey.com/au

Auditor's Independence Declaration to the Directors of WorleyParsons Limited

In relation to our review of the financial report of WorleyParsons Limited for the half-year ended 31 December 2014, to the best of my knowledge and belief, there have been no contraventions of the auditor independence requirements of the *Corporations Act 2001* or any applicable code of professional conduct.

A handwritten signature in cursive script, likely representing the auditor, Ernst & Young.

Ernst & Young

A handwritten signature in cursive script, likely representing the partner, SJ Ferguson.

SJ Ferguson
Partner
Sydney
25 February 2015


WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

DIRECTORS' REPORT (continued)

ROUNDING OF AMOUNTS

The Company is of a kind referred to in Class Order 98/100 issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the Directors' Report and financial statements. Unless otherwise expressly stated, amounts referred to in this report have been rounded off to the nearest hundred thousand dollars in accordance with that Class Order and amounts less than \$50,000 that have been rounded down are represented in this report by 0.0.

This Directors' Report is made in accordance with a resolution of the directors.

A handwritten signature in dark ink, appearing to read 'John Grill', with a horizontal line underneath it.

John Grill
Chairman

Sydney, 25 February 2015

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
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STATEMENT OF FINANCIAL PERFORMANCE

	Notes	31 December 2014 \$'M	31 December 2013 \$'M
REVENUE AND OTHER INCOME			
Professional services revenue		2,759.3	2,924.4
Procurement revenue		1,215.9	1,398.4
Construction and fabrication revenue		438.9	482.3
Interest income		3.3	2.0
Other	1.2	1.5	15.8
Total revenue and other income		4,418.9	4,822.9
EXPENSES			
Professional services costs		(2,532.1)	(2,685.7)
Procurement costs		(1,214.3)	(1,394.3)
Construction and fabrication costs		(416.6)	(469.6)
Global support costs		(77.9)	(92.9)
Borrowing costs		(29.4)	(33.5)
Total expenses		(4,270.3)	(4,676.0)
Share of net profits of associates accounted for using the equity method		6.1	11.2
Profit before income tax expense		154.7	158.1
Income tax expense	1.4	(41.6)	(38.3)
Profit after income tax expense		113.1	119.8
Profit after income tax expense attributable to:			
Members of WorleyParsons Limited		104.3	112.1
Non-controlling interests		8.8	7.7
Basic earnings per share (cents)			
	1.1	42.2	45.5
Diluted earnings per share (cents)			
	1.1	42.1	45.1

The Statement of Financial Performance, Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity and Statement of Cash Flows should be read in conjunction with the accompanying notes.

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

STATEMENT OF COMPREHENSIVE INCOME

	31 December 2014 \$'M	31 December 2013 \$'M
Profit after income tax expense	113.1	119.8
Items that may be reclassified in future periods to the Statement of Financial Performance		
Net movement in foreign currency translation reserve	69.7	74.7
Net movement in hedge reserve	2.7	(3.3)
Total comprehensive income, net of tax	185.5	191.2
Total comprehensive income, net of tax, attributable to:		
Members of WorleyParsons Limited	175.1	178.3
Non-controlling interests	10.4	12.9

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

STATEMENT OF FINANCIAL POSITION

		31 December 2014 \$'M	30 June 2014 \$'M
	Notes		
ASSETS			
<i>Current assets</i>			
Cash and cash equivalents	1.5	417.8	365.8
Trade receivables	1.6	2,096.4	1,883.7
Other receivables		198.9	193.1
Income tax receivable		1.5	1.4
Prepayments		110.2	86.3
Derivatives		8.6	1.6
Assets held for sale		31.6	30.9
Total current assets		2,865.0	2,562.8
<i>Non-current assets</i>			
Property, plant and equipment		121.7	115.7
Intangible assets	1.7	2,260.6	2,029.2
Equity accounted associates		121.6	115.5
Derivatives		67.4	26.8
Deferred tax assets		239.6	195.6
Other non-current assets		3.8	3.9
Total non-current assets		2,814.7	2,486.7
TOTAL ASSETS		5,679.7	5,049.5
LIABILITIES			
<i>Current liabilities</i>			
Trade and other payables		1,467.5	1,331.7
Interest bearing loans and borrowings	1.8	3.0	4.2
Income tax payable		1.2	47.8
Provisions		515.7	426.5
Derivatives		5.2	5.6
Liabilities held for sale		19.6	19.4
Total current liabilities		2,012.2	1,835.2
<i>Non-current liabilities</i>			
Interest bearing loans and borrowings	1.8	1,224.8	871.8
Deferred tax liabilities		147.3	122.3
Provisions		47.6	35.3
Total non-current liabilities		1,419.7	1,029.4
TOTAL LIABILITIES		3,431.9	2,864.6
NET ASSETS		2,247.8	2,184.9
EQUITY			
Issued capital	1.9	1,255.0	1,239.7
Reserves		(132.6)	(195.8)
Retained profits		1,116.3	1,137.7
Parent Entity interest		2,238.7	2,181.6
Non-controlling interests		9.1	3.3
TOTAL EQUITY		2,247.8	2,184.9

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

STATEMENT OF CHANGES IN EQUITY

	Issued capital \$'M	Retained profits \$'M	Foreign currency translation reserve \$'M	Hedge reserve \$'M	Performance rights reserve \$'M	Acquisition reserve \$'M	Parent Entity interest \$'M	Non- controlling interests \$'M	Total \$'M
As at 1 July 2014	1,239.7	1,137.7	(246.5)	11.0	49.3	(9.6)	2,181.6	3.3	2,184.9
Profit after income tax expense	-	104.3	-	-	-	-	104.3	8.8	113.1
Other comprehensive income	-	-	68.1	2.7	-	-	70.8	1.6	72.4
Total comprehensive income, net of tax	-	104.3	68.1	2.7	-	-	175.1	10.4	185.5
<i>Transactions with owners</i>									
Performance rights transactions	15.3	-	-	-	(7.6)	-	7.7	-	7.7
Dividends paid	-	(125.7)	-	-	-	-	(125.7)	(4.6)	(130.3)
As at 31 December 2014	1,255.0	1,116.3	(178.4)	13.7	41.7	(9.6)	2,238.7	9.1	2,247.8
As at 1 July 2013	1,238.5	1,098.2	(218.0)	16.9	32.9	(9.6)	2,158.9	34.0	2,192.9
Profit after income tax expense	-	112.1	-	-	-	-	112.1	7.7	119.8
Other comprehensive income	-	-	69.5	(3.3)	-	-	66.2	5.2	71.4
Total comprehensive income, net of tax	-	112.1	69.5	(3.3)	-	-	178.3	12.9	191.2
<i>Transactions with owners</i>									
Performance rights transactions	1.2	-	-	-	8.1	-	9.3	-	9.3
Contribution to equity	-	-	-	-	-	-	-	1.7	1.7
Dividends paid	-	(125.7)	-	-	-	-	(125.7)	(2.7)	(128.4)
As at 31 December 2013	1,239.7	1,084.6	(148.5)	13.6	41.0	(9.6)	2,220.8	45.9	2,266.7

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

STATEMENT OF CASH FLOWS

	Notes	31 December 2014 \$'M	31 December 2013 \$'M
Cash flows from operating activities			
Receipts from customers		4,378.4	4,826.2
Payments to suppliers and employees		(4,202.1)	(4,554.8)
		176.3	271.4
Dividends received from associates		6.1	12.2
Interest received		2.1	2.0
Borrowing costs paid		(27.1)	(28.8)
Income taxes paid		(79.4)	(27.2)
Net cash inflow from operating activities	1.10	78.0	229.6
Cash flows from investing activities			
Payments for acquisition of controlled entities		(87.4)	(30.0)
Cash balances in controlled entities acquired, net of bank overdraft		3.9	11.1
Payments for purchase of property, plant and equipment and computer software		(34.2)	(31.9)
Proceeds from sale of property, plant and equipment		0.4	1.1
Net cash outflow from investing activities		(117.3)	(49.7)
Cash flows from financing activities			
Repayments of borrowings		(1,688.3)	(803.0)
Proceeds from borrowings		1,875.2	808.4
Costs of bank facilities and proceeds from finance leases		(2.1)	(4.5)
Net loans from/(to) related parties		4.8	(7.2)
Dividends paid to members of WorleyParsons Limited	1.3	(125.7)	(125.7)
Dividends paid to non-controlling interests		(4.6)	(2.7)
Net cash inflow/(outflow) from financing activities		59.3	(134.7)
Net increase in cash		20.0	45.2
Cash and cash equivalents at the beginning of the half year		368.3	320.0
Effects of exchange rate changes on cash		33.7	10.0
Cash and cash equivalents at the end of the half year	1.5	422.0	375.2

NOTES TO THE FINANCIAL STATEMENTS

BASIS OF PREPARATION OF THE INTERIM FINANCIAL REPORT

The Interim Financial Report of the consolidated entity for the half year ended 31 December 2014 does not include all notes of the type normally included within the annual financial report and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and investing and financing activities of the Group as a full financial report.

The Interim Financial Report should be read in conjunction with the Annual Report of the Company as at 30 June 2014, which was prepared in accordance with the *Corporations Act 2001*, Australian Accounting Standards (AAS) and other authoritative pronouncements of the Australian Accounting Standards Board. It is also recommended that the Interim Financial Report be considered together with any public announcements made by the Company and its controlled entities during the half year ended 31 December 2014 in accordance with continuous disclosure obligations arising under the *Corporations Act 2001* and *Guidance Note 8 – Continuous Disclosure: Listing Rules 3.1-3.1B* issued by the Australian Securities Exchange (ASX).

The Interim Financial Report has been prepared using consistent accounting policies as used in the annual financial report for the year ended 30 June 2014, including:

(a) Basis of accounting

(i) Basis of preparation

The Interim Financial Report is a general purpose financial report, which has been prepared in accordance with the requirements of the *Corporations Act 2001* and AASB 134 Interim Financial Reporting.

The Group is of a kind referred to in Class Order 98/100 issued by the Australian Securities and Investments Commission, relating to the “rounding off” of amounts in the Directors’ Report and financial statements. Unless otherwise expressly stated, amounts have been rounded off to the nearest hundred thousand dollars in accordance with that Class Order. Amounts shown as 0.0 represent amounts less than \$50,000 which have been rounded down.

For the purposes of preparing the Interim Financial Report, the half year has been treated as a discrete reporting period.

(ii) Historical cost convention

The Interim Financial Report has been prepared on a historical cost basis, except for derivative financial instruments and available-for-sale financial assets that have been measured at fair value. The carrying values of recognized assets and liabilities that are hedged with fair value hedges are adjusted to record changes in the fair values attributable to the risks that are being hedged.

(iii) Critical accounting estimates

In the application of AAS, management is required to make judgments, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments.

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.

Management has identified the following critical accounting policies for which significant judgments, estimates and assumptions are made:

- revenue recognition;
- goodwill and intangible assets with identifiable useful lives;
- warranty and other provisions;
- share based payments; and
- recovery of deferred taxes.

Actual results may differ from these estimates under different assumptions and conditions and may materially affect financial results or the financial position reported in future periods.

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

BASIS OF PREPARATION OF THE INTERIM FINANCIAL REPORT (continued)

(b) Adoption of new and amended accounting standards and interpretations

The Group has adopted the following new interpretation from 1 July 2014:

- IFRIC 21 Levies.

Adoption of this interpretation did not have any material effect on the Statement of Financial Performance, Statement of Comprehensive Income and Statement of Financial Position of the Group.

The Group has not elected to early adopt any other new or amended interpretations or standards that are issued but not yet effective.

	31 December 2014	31 December 2013
1.1 EARNINGS PER SHARE		
Attributable to members of WorleyParsons Limited		
Basic earnings per share (cents)	42.2	45.5
Diluted earnings per share (cents)	42.1	45.1
The following reflects the income and security data used in the calculation of basic and diluted earnings per share:		
	\$'M	\$'M
Earnings used in calculating basic and diluted earnings per share	104.3	112.1
Weighted average number of ordinary securities used in calculating basic earnings per share	246,895,346	246,526,093
Performance rights which are considered dilutive	1,116,023	1,764,888
Adjusted weighted average number of ordinary securities used in calculating diluted earnings per share ¹	248,011,369	248,290,981

¹ The weighted average number of converted, lapsed or cancelled potential ordinary shares used in calculating diluted earnings per share was 356,513 (31 December 2013: 284,145).

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

	31 December 2014 \$'M	31 December 2013 \$'M
1.2 OTHER INCOME		
Net gain on revaluation of investments previously accounted for as equity accounted associates	-	11.4
Other	1.5	4.4
	1.5	15.8

During the half year ended 31 December 2013, the Group acquired an additional net interest in entities which had previously been accounted for as equity accounted associates, resulting in the change in the classification of the investments from equity accounted associates to subsidiaries of the Group. This resulted in an \$11.4 million net gain on revaluation of investments previously accounted for as equity accounted associates. There was no such transaction during the half year ended 31 December 2014.

	31 December 2014 \$'M	31 December 2013 \$'M
1.3 DIVIDENDS		
<i>Dividends paid during the half year</i>		
Dividend in respect of the six months to 30 June 2014: 51.0 cents per share (10.5 cents franked ¹)	125.7	-
Dividend in respect of the six months to 30 June 2013: 51.0 cents per share (unfranked ¹)	-	125.7
	125.7	125.7

¹ The Group has sufficient credits in its foreign income account to ensure that there should be no Australian dividend withholding tax withheld on dividends paid to non-resident shareholders. The unfranked portion of the dividend represents conduit foreign income.

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

	31 December 2014 \$'M	31 December 2013 \$'M
1.4 INCOME TAX		
<i>(a) Income tax expense</i>		
Current tax	82.1	76.6
Deferred tax	(39.2)	(39.1)
(Over) / under provision in previous financial periods	(1.3)	0.8
Income tax expense	41.6	38.3
Deferred income tax included in income tax expense comprises:		
Increase in deferred tax assets	(44.8)	(13.1)
(Decrease)/increase in deferred tax liabilities	5.6	(26.0)
Deferred tax	(39.2)	(39.1)
<i>(b) Reconciliation of income tax expense to prima facie tax expense</i>		
Profit before income tax expense	154.7	158.1
Prima facie tax expense at the Parent's statutory income tax rate of 30% (31 December 2013: 30%)	46.4	47.4
Tax effect of amounts which are non-deductible/(non-taxable) in calculating taxable income:		
Non-deductible share based payments expense	2.3	2.7
Non-taxable net gain on acquisition	-	(3.4)
Share of net profits of associates accounted for using the equity method	(1.8)	(3.4)
Tax losses not previously recognized	(0.3)	(0.5)
(Over) / under provision in previous financial periods	(1.3)	0.8
Difference in overseas tax rates ¹	(3.1)	(2.5)
Other	(0.6)	(2.8)
Income tax expense	41.6	38.3
<i>(c) Amounts recognized directly in equity</i>		
Aggregate amount of tax arising in the half year and not recognized in profit after income tax expense but directly credited to equity:		
Deferred tax – credited directly to equity	20.5	1.7

¹ Represents income tax expense for foreign tax rate differential and international withholding taxes.

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

1.5 CASH AND CASH EQUIVALENTS

	31 December 2014 \$'M	31 December 2013 \$'M
Balance per Statement of Financial Position	417.8	375.2

The above figures are reconciled to cash at the end of the half year as shown in the Statement of Cash Flows as follows:

Cash at bank and on hand	417.8	375.2
Cash and cash equivalents	417.8	375.2
Add: Amount classified as held for sale	4.2	-
Balance per Statement of Cash Flows	422.0	375.2

	31 December 2014 \$'M	30 June 2014 \$'M
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1.6 TRADE RECEIVABLES

Trade receivables	1,028.0	889.2
Unbilled contract revenue	1,074.9	1,009.4
Retentions	38.4	21.5
Allowance for doubtful debts	(44.9)	(36.4)
	2,096.4	1,883.7

WORLEYPARSONS LIMITED
INTERIM FINANCIAL REPORT
HALF YEAR ENDED 31 DECEMBER 2014

	31 December 2014 \$'M	30 June 2014 \$'M
1.7 INTANGIBLE ASSETS		
<i>Goodwill</i>		
At cost	2,086.4	1,861.9
Accumulated impairment	(1.6)	(1.6)
	2,084.8	1,860.3
<i>Customer contracts and relationships</i>		
At cost	190.6	171.1
Accumulated amortization	(142.5)	(128.5)
	48.1	42.6
<i>Trade names</i>		
At cost	85.3	83.6
Accumulated amortization	(67.6)	(62.8)
	17.7	20.8
<i>Computer software</i>		
At cost	217.7	199.1
Accumulated amortization	(124.6)	(112.8)
	93.1	86.3
<i>Other</i>		
At cost	24.6	24.2
Accumulated amortization	(7.7)	(5.0)
	16.9	19.2
Total intangible assets	2,260.6	2,029.2

	Goodwill \$'M	Customer contracts and relationships \$'M	Trade names \$'M	Computer software \$'M	Other \$'M	Total \$'M
Balance at 1 July 2014	1,860.3	42.6	20.8	86.3	19.2	2,029.2
Additions due to the acquisition of entities	98.1	13.1	-	-	-	111.2
Additions	-	-	-	21.6	-	21.6
Amortization	-	(8.4)	(2.6)	(15.3)	(2.5)	(28.8)
Differences arising on translation of foreign operations	126.4	0.8	(0.5)	0.5	0.2	127.4
Balance at 31 December 2014	2,084.8	48.1	17.7	93.1	16.9	2,260.6
Balance at 1 July 2013	1,873.2	50.9	26.9	85.0	14.4	2,050.4
Additions due to the acquisition of entities	39.4	9.4	-	0.3	-	49.1
Additions	-	-	-	36.8	9.5	46.3
Disposals	(8.6)	-	-	-	-	(8.6)
Amortization	-	(16.0)	(5.7)	(35.7)	(2.4)	(59.8)
Differences arising on translation of foreign operations	(43.7)	(1.7)	(0.4)	(0.1)	(2.3)	(48.2)
Balance at 30 June 2014	1,860.3	42.6	20.8	86.3	19.2	2,029.2

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1.7 INTANGIBLE ASSETS (continued)

Impairment testing

Identifiable intangible assets with finite lives are carried at cost less accumulated amortization and adjusted for any accumulated impairment loss. The assets are assessed at each reporting period date as to whether there is any indication that the asset may be impaired. Goodwill is an intangible asset with an indefinite life which is tested at least twice a year for impairment. The recoverable amount test is based on the higher of value in use, and fair value less cost to sell. These calculations use cash flow projections based on financial forecasts of how the business is expected to operate based on current performance and the business environment but taking into account expected future changes.

The Group's cash generating units (CGUs) to which goodwill is allocated have been reassessed to reflect the impact of the business reorganization. Refer note 1.11 for further details of the change. Goodwill is not impaired at reporting date.

	31 December 2014 \$'M	30 June 2014 \$'M
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1.8 INTEREST BEARING LOANS AND BORROWINGS

(a) Current

Finance lease liability	3.1	3.6
Capitalized borrowing costs	(0.1)	(0.1)
Bank overdraft	-	0.4
Unsecured bank loan	-	0.3
	3.0	4.2

(b) Non-current

Notes payable	1,012.7	871.2
Unsecured bank loan	212.0	-
Finance lease liability	4.3	5.2
Capitalized borrowing costs	(4.2)	(4.6)
	1,224.8	871.8

The maturity profile in respect of the Group's utilized secured facilities is set out below:

Due within one year	4.8	5.3
Due between one and four year(s)	10.2	10.9
Due after four years	7.5	8.5
	22.5	24.7

Secured debt relating to Exmouth Power Station \$15.1 million (30 June 2014: \$15.9m) is presented within current liabilities held for sale.

The maturity profile in respect of the Group's utilized notes payable and unsecured bank loan and overdraft facilities is set out below:

Due within one year	-	0.7
Due between one and four year(s)	663.5	388.4
Due after four years	561.2	482.8
	1,224.7	871.9

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1.8 INTEREST BEARING LOANS AND BORROWINGS (continued)

The maturity profile in respect of the Group's total utilized and unutilized facilities is set out below:

	31 December 2014 \$'M	30 June 2014 \$'M
Due within one year	257.6	285.6
Due between one and four year(s)	1,161.5	453.9
Due after four years	568.7	1,043.1
	1,987.8	1,782.6

1.9 ISSUED CAPITAL

	31 December 2014		30 June 2014	
	Number of shares	\$'M	Number of shares	\$'M
Ordinary shares, fully paid ^{1,2}	247,261,827	1,255.0	246,531,761	1,239.7
Special voting share	1	-	1	-
	247,261,828	1,255.0	246,531,762	1,239.7

¹ Included in ordinary shares are 3,263,449 (30 June 2014: 3,318,214) exchangeable shares. The issuance of the exchangeable shares and the attached special voting share replicate the economic effect of issuing ordinary shares in the Company. Accordingly, for accounting purposes, exchangeable shares are treated in the same single class of issued capital as ordinary shares. In addition, the ASX treats these exchangeable shares to have been converted into ordinary shares of the Company at the time of their issue for the purposes of the ASX Listing Rules.

² The WorleyParsons Limited Plans Trust holds 267,173 (30 June 2014: 267,173) shares in the Company, which have been consolidated and eliminated in accordance with the accounting standards.

	31 December 2014	
Movement in shares	Number of shares	\$'M
Balance at 1 July 2014	246,531,762	1,239.7
Ordinary shares issued on redemption of exchangeable shares	54,765	1.5
Exchangeable shares exchanged for ordinary shares	(54,765)	(1.5)
Transfer from performance rights reserve on purchase and issuance of shares	730,066	15.3
Balance at 31 December 2014	247,261,828	1,255.0

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	31 December 2014 \$'M	31 December 2013 \$'M
1.10 NOTES TO THE STATEMENT OF CASH FLOWS		
<i>(a) Reconciliation of profit after income tax expense to net cash inflow from operating activities</i>		
Profit after income tax expense	113.1	119.8
<i>Non-cash items</i>		
Depreciation	12.2	14.2
Amortization	41.2	40.0
Share based payments expense	7.6	8.1
Doubtful debts expense	4.2	5.1
Share of associates' net profits below dividends received	-	1.0
Net gain on revaluation of investments previously accounted for as equity accounted associates	-	(11.4)
Other	(0.6)	-
Cash flow adjusted for non-cash items	177.7	176.8
<i>Changes in assets and liabilities</i>		
Increase in trade and other receivables	(207.6)	(40.8)
Increase in prepayments and other assets	(13.4)	(2.4)
Increase in net derivatives	(48.0)	(5.2)
Increase in deferred tax assets	(38.8)	(20.9)
Increase in trade and other payables	94.2	23.7
Increase in billings in advance	42.1	60.7
(Decrease)/increase in income tax payable	(18.8)	54.3
Increase/(decrease) in deferred tax liabilities	27.7	(23.3)
Increase in other provisions	62.9	6.7
Net cash inflow from operating activities	78.0	229.6

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1.11 SEGMENT INFORMATION

(a) Identification of reportable segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the Chief Executive Officer, Chief Financial Officer and Group Managing Directors (chief operating decision makers) in assessing performance and in determining the allocation of resources. As announced in April 2014 and effective 1 July 2014, the business operations are managed and reported by business lines: Services, Major Projects, *Improve* and Development. This represents a change to the operating segments reported in the previous corresponding period. The historical segment results for the half year ended 31 December 2013 have been restated to be comparable with the revised segmentation approach as required by AASB 8 Operating Segments. The Group has also included information using the prior segment basis (customer sector groups).

Discrete pre-tax financial information about each of the business lines is reported to the chief operating decision makers on a monthly basis.

(b) Accounting policies and inter-segment transactions

Segment revenues and expenses are those that are directly attributable to a segment and the relevant portion that can be allocated to the segment on a reasonable basis.

Segment revenues, expenses and results include transactions between segments incurred in the ordinary course of business. These transactions are priced on an arm's length basis and are eliminated on consolidation.

The accounting policies used by the Group in reporting segments internally are the same as those contained in the interim financial statements.

The segment result includes the allocation of overhead that can be directly attributed to an individual business line.

The following items and associated assets and liabilities are not allocated to segments as they are not considered part of the core operations of any segment:

- global support costs;
- interest and tax for associates;
- amortization of acquired intangible assets;
- net gain on revaluation of investments previously accounted for as equity accounted associates;
- net borrowing costs; and
- income tax expense.

(c) Major customers

The most significant customer accounts for 6.7% (31 December 2013: 10.7%) of aggregated revenue and is within the Hydrocarbons customer sector group.

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1.11 SEGMENT INFORMATION (continued)

	Services		Major Projects		<i>Improve</i>		Development		Total	
	Dec 2014	Dec 2013	Dec 2014	Dec 2013	Dec 2014	Dec 2013	Dec 2014	Dec 2013	Dec 2014	Dec 2013
	\$'M	\$'M	\$'M	\$'M	\$'M	\$'M	\$'M	\$'M	\$'M	\$'M
<i>Revenue</i>										
Professional services revenue	2,209.7	2,243.0	360.4	479.7	361.6	397.5	59.4	46.8	2,991.1	3,167.0
Construction and fabrication revenue	438.9	482.3	-	-	-	-	-	-	438.9	482.3
Procurement revenue at margin	157.9	114.0	17.2	17.2	1.8	5.3	5.3	2.4	182.2	138.9
Other income	1.5	4.4	-	-	-	-	-	-	1.5	4.4
Total segment revenue ¹	2,808.0	2,843.7	377.6	496.9	363.4	402.8	64.7	49.2	3,613.7	3,792.6
<i>Segment result</i> ²	226.0	227.2	22.7	37.6	27.5	23.7	(0.3)	(1.3)	275.9	287.2
<i>Segment margin</i>	8.0%	8.0%	6.0%	7.6%	7.6%	5.9%	(0.5%)	(2.6%)	7.6%	7.6%
			Hydrocarbons		Minerals, Metals & Chemicals		Infrastructure		Total	
	Dec 2014	Dec 2013	Dec 2014	Dec 2013	Dec 2014	Dec 2013	Dec 2014	Dec 2013	Dec 2014	Dec 2013
	\$'M	\$'M	\$'M	\$'M	\$'M	\$'M	\$'M	\$'M	\$'M	\$'M
<i>Revenue</i>										
Professional services revenue			2,118.8	2,151.0	441.5	556.4	430.8	459.6	2,991.1	3,167.0
Construction and fabrication revenue			438.9	482.3	-	-	-	-	438.9	482.3
Procurement revenue at margin			138.9	96.8	5.8	14.6	37.5	27.5	182.2	138.9
Other income			0.3	1.0	0.1	0.1	1.1	3.3	1.5	4.4
Total segment revenue ¹			2,696.9	2,731.1	447.4	571.1	469.4	490.4	3,613.7	3,792.6
<i>Segment result</i> ²			247.5	207.6	28.4	55.8	0.0	23.8	275.9	287.2
<i>Segment margin</i>			9.2%	7.6%	6.3%	9.8%	0.0%	4.9%	7.6%	7.6%

¹ Segment revenue represents aggregated revenue, which is defined as statutory revenue and other income plus share of revenue from associates less procurement revenue at nil margin, interest income and net gain on revaluation of investments previously accounted for as equity accounted associates. The directors believe the disclosure of revenue attributable to associates provides additional information in relation to the financial performance of the Group.

² Segment result represents earnings before interest and income tax expense (EBIT) which is the key financial measure presented to the chief operating decision makers.

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1.11 SEGMENT INFORMATION (continued)

	Dec 2014 \$'M	Dec 2013 \$'M
<i>Reconciliation of segment revenue to total revenue and other income per the Statement of Financial Performance</i>		
Segment revenue	3,613.7	3,792.6
Procurement revenue at nil margin (including share of revenue from associates)	1,057.3	1,306.4
Share of revenue from associates	(255.4)	(289.5)
Net gain on revaluation of investments previously accounted for as equity accounted associates	-	11.4
Interest income	3.3	2.0
Total revenue and other income per the Statement of Financial Performance	4,418.9	4,822.9
<i>Reconciliation of segment result to profit after income tax expense per the Statement of Financial Performance</i>		
Segment result	275.9	287.2
Global support costs	(77.9)	(92.9)
Interest and tax for associates	(6.2)	(5.5)
Amortization of acquired intangible assets	(11.0)	(10.6)
Total underlying EBIT	180.8	178.2
EBIT margin on aggregated revenue for the Group	5.0%	4.7%
Net gain on revaluation of investments previously accounted for as equity accounted associates	-	11.4
Net borrowing costs	(26.1)	(31.5)
Income tax expense	(41.6)	(38.3)
Profit after income tax expense per the Statement of Financial Performance	113.1	119.8

1.12 PROCUREMENT

In certain situations, the Group will enter into contracts with its customers which require the Group to procure goods and services on behalf of the customers.

Where the risks and rewards associated with the procurement activities are assumed by the Group, the revenues and expenses, and assets and liabilities are recognized on a gross basis in the Statement of Financial Performance and Statement of Financial Position.

The following procurement revenues and expenses, and assets and liabilities have been recognized on a gross basis in the Statement of Financial Performance and Statement of Financial Position:

	31 December 2014 \$'M	31 December 2013 \$'M
<i>Revenues and expenses¹</i>		
Procurement revenue at margin	160.1	102.5
Procurement costs at margin	(158.5)	(98.4)
Procurement revenue at nil margin	1,055.8	1,295.9
Procurement costs at nil margin	(1,055.8)	(1,295.9)
<i>Assets and liabilities</i>		
	31 December 2014 \$'M	30 June 2014 \$'M
Cash and cash equivalents	102.7	70.0
Trade and other receivables	190.8	197.1
Trade and other payables	(213.4)	(192.0)

¹ Revenues and expenses exclude procurement revenue and expenses from associates.

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1.13 CONTINGENT LIABILITIES

(a) Guarantees

The Company is, in the normal course of business, required to provide guarantees and letters of credit on behalf of controlled entities, associates and related parties in respect of their contractual performance-related obligations.

These guarantees and letters of credit only give rise to a liability where the entity concerned fails to perform its contractual obligation.

	31 December 2014 \$'M	30 June 2014 \$'M
Bank guarantees outstanding at balance date in respect of contractual performance	815.7	692.4

(b) Actual and pending claims

The Company is subject to various actual and pending claims arising in the normal course of business. The Company has regular claims reviews, including updates from corporate and outside counsel, to assess the need for accounting recognition or disclosure of these contingencies. The directors are currently of the view that the consolidated entity is adequately provided in respect of these claims in accordance with the Group's accounting policy.

(c) Asbestos

Certain subsidiaries acquired as part of the Parsons acquisition (Parsons E&C) have been, and continue to be, the subject of litigation relating to the handling of, or exposure to, asbestos. Due to the continuation and extension of the existing indemnity and asbestos claims administration arrangements between Parsons Corporation and Parsons E&C Corporation, the Group is not aware of any circumstance that is likely to lead to a residual contingent exposure for the Group in respect of asbestos liabilities.

1.14 FAIR VALUES

The fair values of financial assets and liabilities approximate their carrying values with the exception of interest bearing loans and borrowings which have a fair value of \$1,397.7 million (30 June 2014: \$951.0 million) and a carrying value of \$1,247.2 million (30 June 2014: \$896.6 million).

The Group uses the following hierarchy for determining the fair value of a financial asset or liability:

- Level 1 - the fair value is calculated using quoted prices in active markets; and
- Level 2 – the fair value is estimated using inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices).

With the exception of finance lease receivables, derivatives and interest bearing loans and borrowings (which are considered Level 2), the carrying value of all of the Group's financial assets and liabilities approximate their fair value due to their short term maturities.

Derivative instruments including interest rate swaps and forward exchange contracts are restated to fair values at each reporting date based on market observable inputs such as foreign exchange spot and forward rates, interest rate curves and forward rates curves.

Fair values of the Group's finance lease receivables and interest bearing loans and borrowings are determined by discounting future cash flows using period end borrowing rates on receivables and loans and borrowings with similar terms, credit risk and maturity.

There were no transfers between Level 1 and 2, and no financial instruments were measured at Level 3 (where fair value is measured using unobservable inputs for the asset or liability) for the periods presented in this report.

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1.15 SUBSEQUENT EVENTS

Since the end of the half year, the directors have resolved to pay an interim dividend of 34.0 cents per fully paid ordinary share, including exchangeable shares, partially franked at 7.9% (31 December 2013: 34.0 cents per share, partially franked at 25.0%). In accordance with AASB 137 Provisions, Contingent Liabilities and Contingent Assets, the aggregate amount of the proposed interim dividend of \$84.1 million is not recognized as a liability as at 31 December 2014.

No other material matter or transaction has arisen since 31 December 2014 that has significantly affected the Group's operations or state of affairs.

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DIRECTORS' DECLARATION

In accordance with a resolution of the directors of WorleyParsons Limited, I state that:

In the opinion of the directors:

- (a) the financial statements and notes of WorleyParsons Limited for the half year ended 31 December 2014 are in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 and of its performance for the half year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

On behalf of the Board

A handwritten signature in dark ink, appearing to read 'John Grill', with a horizontal line underneath it.

John Grill
Chairman

Sydney, 25 February 2015

INDEPENDENT REVIEW REPORT



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To the members of WorleyParsons Limited

Report on the half-year financial report

We have reviewed the accompanying half-year financial report of WorleyParsons Limited, which comprises the Statement of Financial Position as at 31 December 2014, the Statement of Financial Performance, Statement of Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the half-year ended on that date, notes comprising a summary of significant accounting and other explanatory information, and the directors' declaration of the consolidated entity comprising the Company and the entities it controlled at the half-year end or from time to time during the half-year.

Directors' responsibility for the half-year financial report

The directors of the company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal controls as the directors determine are necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of WorleyParsons Limited and the entities it controlled during the half-year, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the Corporations Act 2001. We have given to the directors of the company a written Auditor's Independence Declaration, a copy of which is included in the Directors' Report.



Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of WorleyParsons Limited is not in accordance with the Corporations Act 2001, including:

- a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 and of its performance for the half-year ended on that date; and
- b) complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.

A stylized, handwritten signature in black ink, appearing to read 'Ernst & Young'.

Ernst & Young

A stylized, handwritten signature in black ink, appearing to read 'SJ Ferguson'.

SJ Ferguson
Partner
Sydney
25 February 2015

WORLEYPARSONS LIMITED
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CORPORATE INFORMATION

DIRECTORS

John Grill (Chairman)
Ron McNeilly (Deputy Chairman and Lead Independent Director)
Larry Benke
Erich Fraunschiel
John M Green
Christopher Haynes
Catherine Livingstone
Wang Xiao Bin
Andrew Wood (Chief Executive Officer)

COMPANY SECRETARY

Peter Janu

REGISTERED OFFICE

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Ernst & Young

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HSBC
JPMorgan Chase
Royal Bank of Canada
Royal Bank of Scotland
Standard Chartered Bank
UBS
Wells Fargo
Westpac Banking Corporation

LAWYERS

Herbert Smith Freehills

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