

# KBR, INC.

## FORM 8-K (Current report filing)

## Filed 10/29/09 for the Period Ending 10/29/09

Address 601 JEFFERSON STREET

**SUITE 3400** 

HOUSTON, TX 77002

Telephone (713) 753-3834

CIK 0001357615

Symbol KBR

SIC Code 1600 - Heavy Construction Other Than Bldg Const - Contractors

Industry Construction Services

Sector Capital Goods

Fiscal Year 12/31

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

### FORM 8-K

## **CURRENT REPORT**

### Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 29, 2009

<b>KBR, I</b> (Exact name of registrant as		
(Exact hame of registrant as	s specified in its charter)	
<b>Delaware</b> (State or other jurisdiction of incorporation)	1-33146 (Commission File Number)	20-4536774 (IRS Employer Identification No.)
601 Jefferso Suite 3	400	
Houston, Tex (Address of principal		
(Address of principal	executive offices)	
Registrant's telephone number, inclu	nding area code: (713) 753-301	1
the appropriate box below if the Form 8-K filing is in tunder any of the following provisions ( see General Interpretations)		fy the filing obligation of the
Written communications pursuant to Rule 425 under	the Securities Act (17 CFR 230	0.425)
Soliciting material pursuant to Rule 14a-12 under the	e Exchange Act (17 CFR 240.14	4a-12)
Pre-commencement communications pursuant to Rul	le 14d-2(b) under the Exchange	Act (17 CFR 240.14d-2(b))

#### ITEM 2.02. Results of Operations and Financial Conditions.

On October 29, 2009, KBR, Inc. issued a press release entitled, "KBR Announces Third Quarter 2009 Results." The full text of the press release is attached hereto as Exhibit 99.1.

#### ITEM 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 KBR, Inc. press release dated October 29, 2009 entitled, "KBR Announces Third Quarter 2009 Results."

#### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KBR, INC.

Date: October 29, 2009 By: /s/ Jeffrey B. King

Jeffrey B. King Vice President, Public Law



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FOR IMMEDIATE RELEASE

October 29, 2009

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#### **KBR ANNOUNCES THIRD QUARTER 2009 RESULTS**

\$ 0.45 p er diluted share for third quarter 2009 net income attributable to KBR, Inc.

- Revenue for the first nine months of 2009 increased 12% over the first nine months of the previous year
- Operating income for the first nine months of 2009 increased 6% over the first nine months of 2008
- Solid backlog at the end of September 30, 2009 of \$13.5 billion, up 9% over the sequential quarter; no material project cancellations during the third quarter of 2009
- Continued strong balance sheet with \$1.0 billion cash and equivalents
- Corporate G&A for the first nine months of 2009 down 4% compared to the first nine months of 2008, despite increased revenue over the same time period

**HOUSTON, Texas** – KBR (NYSE:KBR) announced today that third quarter 2009 net income attributable to KBR was \$73 million, or \$0.45 per diluted share, compared to net income attributable to KBR of \$85 million, or \$0.51 per diluted share, in the third quarter of 2008. Net income attributable to KBR for the third quarter of 2008 included income from discontinued operations of \$11 million, or \$0.07 per diluted share resulting from foreign tax credits related to the sale of KBR's 51% ownership interest in Devonport Management Limited.

Consolidated revenue in the third quarter of 2009 was \$2.8 billion compared to \$3.0 billion in the third quarter of 2008. Consolidated operating income was \$131 million in the third quarter of 2009 compared to \$144 million in the third quarter of 2008.

For the third quarter of 2009, consolidated operating income included a \$17 million reduction of a prior 2008 charge related to an unfavorable jury verdict on the LogCAP III contract and a net \$25 million charge related to equipment failures, subcontractor claims, schedule delays, and project close out issues on three LNG projects which are now commercially operational. Net income for the third quarter of 2009 included a \$10 million tax benefit related to a return to accrual adjustment for the 2008 tax year, partially offset by a \$6 million impairment of goodwill at a staffing company acquired as part of the BE&K acquisition.

"The highlight of the quarter was the award for the Gorgon LNG project for engineering, procurement, and construction management services. KBR has been involved in this world-class project for several years and we are excited to have the opportunity to deliver quality execution on this project for our customers." said Bill Utt, Chairman, President, and Chief Executive Officer of KBR. "Operationally, our business delivered solid performance, despite experiencing several isolated items related to the completion or near completion of several LNG projects. In addition, we had a 15 percent quarter over quarter decline in our LogCAP revenue, consistent with reduced activity levels in Iraq."

#### 2009 Third Quarter Business Unit Results

Upstream business unit income was \$48 million in the third quarter of 2009 compared to business unit income of \$53 million in the third quarter of 2008. Business unit income in the third quarter of 2009 had positive contributions from various gas monetization projects, including the Pearl GTL, Skikda LNG, Gorgon LNG, and Escravos GTL projects, an offshore related project in the Caspian area, the PNG LNG project, and several topside engineering projects.

Government and Infrastructure business unit income was \$89 million in the third quarter of 2009 compared to business unit income of \$104 million in the third quarter of 2008. Business unit income in the third quarter of 2009 had positive contributions from Iraq-related activities, the Allenby & Connaught project, work on the CENTCOM project, and numerous infrastructure projects, including the Qatar-Bahrain Causeway. Business unit income in the third quarters of 2009 and 2008 included a \$17 million and \$13 million reduction of a previous \$40 million charge related to an unfavorable jury verdict from litigation with a subcontractor on the LogCAP III contract in the second quarter of 2008, respectively.

Services business unit income was \$36 million in the third quarter of 2009 compared to business unit income of \$27 million in the third quarter of 2008. Business unit income in the third quarter of 2009 had positive contributions from power projects in Georgia and Texas, the Scotford Upgrader project in Canada, construction and maintenance work in Texas, the offshore service vessels in the Gulf of Mexico, and an activated carbon project in Louisiana.

Downstream business unit income was \$10 million in the third quarter of 2009 compared to business unit income of \$15 million in the third quarter of 2008. Business unit income in the third quarter of 2009 had positive contributions from program management services for the Ras Tanura project in Saudi Arabia, the Lobito refinery FEED in Angola, and several other refining projects.

Technology business unit income was \$7 million in the third quarter of 2009 compared to business unit income of \$4 million in the third quarter of 2008. Business unit income in the third quarter of 2009 had positive contributions from several ammonia license and basic engineering projects in South America, one project in India, and one project completion in Trinidad.

Ventures business unit income was \$4 million in the third quarter of 2009 compared to business unit income of \$0 million in the third quarter of 2008. Business unit income in the third quarter of 2009 had positive contributions from increased construction progress and lower maintenance costs on the Aspire Defence project, as well as lower indexed linked interest expense on two of our U.K. projects.

Corporate general and administrative expense in the third quarter of 2009 was \$54 million, down slightly from the \$55 million reported in the prior year third quarter.

Total cash flows used in operating activities for the third quarter of 2009 were \$19 million, which includes a net \$116 million decrease in advanced payments associated with consolidated joint ventures and a contract in progress. Total cash flows used in operating activities for the first nine months of 2009 were \$27 million, which includes a net \$149 million decrease in advanced payments associated with consolidated joint ventures and a contract in progress.

#### **Significant Achievements and Awards**

- KBR announced that a KBR led Joint Venture consisting of partners JGC, Clough and Hatch (Kellogg Joint Venture Group KJVG) was awarded by Chevron Australia Pty Ltd an estimated AUD ~ 2.7 billion contract to Engineer, Procure and Construction Manage (EPCM) the LNG downstream and logistics portion of the multi-billion dollar Chevron-operated Gorgon LNG Project. KJVG will execute and construct the Liquefied Natural Gas (LNG) facility on Barrow Island, consisting of three 5 million tonne per annum LNG trains, gas processing and treatment facilities, product storage and offloading, complete offsites, utilities and accommodations. The EPCM effort is a modular construction strategy to minimize impact on the island during the construction phase and is being conducted from two main operating centers located in Perth, Australia and London, UK with support from global centers in USA, Singapore, Indonesia and Japan. KJVG plans to utilize several fabrication yards across South East Asia and Australia to support the planned 250,000 tons of LNG modules.
- KBR announced it was awarded a contract by the Saudi Arabian Oil Company (Saudi Aramco) to provide front-end engineering and design (FEED), and Project Management Services (PMS) for its Shaybah Natural Gas Liquids (NGL) Program at Shaybah field located in Saudi Arabia. KBR will provide FEED and PMS services to develop the process design, layout, develop equipment and material specifications, prepare bid packages and develop an estimate for the construction for several projects related to the Shaybah NGL Program facilities.
- KBR announced its M.W. Kellogg Ltd. (MWKL) subsidiary has been awarded two contracts by StatoilHydro at the Kårstø Gas Plant, near Stavanger, Norway. MWKL will provide Engineering, Procurement and Construction Assistance (EPCa) for the Double Inlet Crossover Project (DIXO) and NGL Metering Project. The NGL Metering Upgrade project is to take place in parallel to the KEP 2010 EPCa project already being undertaken by MWKL, so the effective interface, coordination, and planning for all phases of the project is critical to the success of the project.

- KBR announced it was awarded a contract by Sonangol, E.P. to provide license and engineering services for grassroots FCC and Hydroprocessing technologies for the Sonaref Refinery to be located in Lobito, Angola. KBR will provide licensing services for the state of the art Orthoflow FCC technology and a Moderate Pressure Hydrocracking Unit. This integrated solution will provide Sonangol the flexibility to control the gasoline to diesel ratio and to take advantage of seasonal demands. The company will also deliver Diesel Hydrotreating and Kerosene Hydrotreating technologies, for the production of premium distillate products.
- KBR announced it was awarded a contract by ConocoPhillips and the Saudi Arabian Oil Company to provide detailed engineering and procurement services for the utilities package and the interconnecting systems and pipe racks for the companies' joint Yanbu Export Refinery Project. The project is under engineering, procurement and construction (EPC) tendering process for the final investment decision by the project sponsors, and consists of a 400,000 barrel-per-day, full-conversion refinery in Yanbu Industrial City, Kingdom of Saudi Arabia. This award is an extension of KBR's current project management contract (PMC) with ConocoPhillips and Saudi Aramco and follows the completion of front-end engineering and design services for the Yanbu Refinery by KBR.
- \* KBR announced it was awarded a contract by Verkhnechonskneftegas (VCNG) to provide front-end engineering and design services for the VC FFD Project located in the Eastern Siberia region of Russia. KBR will provide FEED services for a single new build, 140,000 barrels of oil per day facility, which will be tied back via a new 85-kilometer pipeline, to the existing East Siberian Pacific Ocean (ESPO) pipeline. The VC oil & gas field is planned to produce a plateau production of 140-kbopd from 430 production wells, and there will be 215 water injection wells. The field development will involve a total of 645 wells distributed over 75 well pads.

KBR is a global engineering, construction and services company supporting the energy, hydrocarbon, government services, minerals, civil infrastructure, power, and industrial markets. For more information, visit www.kbr.com.

NOTE: The statements in this press release that are not historical statements, including statements regarding future financial performance and backlog information, are forward-looking statements within the meaning of the federal securities laws. These statements are subject to numerous risks and uncertainties, many of which are beyond the company's control, that could cause actual results to differ materially from the results expressed or implied by the statements. These risks and uncertainties include, but are not limited to: the outcome of and the publicity surrounding audits and investigations by domestic and foreign government agencies and legislative bodies; potential adverse proceedings by such agencies and potential adverse results and consequences from such proceedings; the scope and enforceability of the company's indemnities from Halliburton Company; changes in capital spending by the company's customers; the company's ability to obtain contracts from existing and new customers and perform under those contracts; structural changes in the industries in which the company operates, escalating costs associated with and the performance of fixed-fee projects and the company's ability to control its cost under its contracts; claims negotiations and contract disputes with the company's customers; changes in the demand for or price of oil and/or natural gas; protection of intellectual property rights; compliance with environmental laws; changes in government regulations and regulatory requirements; compliance with laws related to income taxes; unsettled political conditions, war and the effects of terrorism; foreign operations and foreign exchange rates and controls; the development and installation of financial systems; increased competition for employees; the ability to successfully complete and integrate acquisitions; and operations of joint ventures, including joint ventures that are not controlled by the company.

KBR's Annual Report on Form 10-K dated February 25, 2009, recent Current Reports on Forms 8-K, and other Securities and Exchange Commission filings discuss some of the important risk factors that KBR has identified that may affect the business, results of operations and financial condition. KBR undertakes no obligation to revise or update publicly any forward-looking statements for any reason.

Revenue:         2009         2008         2008           Government and Infrastructure         \$ 1,376         \$ 1,576         \$ 1,676           Services         566         539         589           Services         566         539         180           Downstream         123         318         122           Technology         27         19         23           Ventures         5         12         3           Other         8         280         312         3           Total revenue         8         89         104         8           Business unit income (foss):         36         27         20           Services         36         27         20           Services         36         27         20           Downstream         10         15         14           Technology         7         4         4         6           Services         36         27         20           Downstream         10         15         14           Technology         7         4         4         6           Services         36         16         5 <td< th=""><th></th><th></th><th>Three Months Ended September 30</th><th></th><th>Three Months Ended June 30,</th></td<>			Three Months Ended September 30		Three Months Ended June 30,
Severement and Infrastructure	Revenue:				· · · · · · · · · · · · · · · · · · ·
Posteriam   735   550   787   786   566   539   588   580   589   580		\$			
Demonstrasm	Upstream	·		•	
Technology         27         19         23           Venture         5         1         3         3           Other         8         12         9           Total revenue         \$ 2.840 \$ 3.018 \$ 3.010 \$         3.010 \$           Business unit income (loss):         89 \$ 104 \$ 80         80           Government and Infrastructure         \$ 89 \$ 104 \$ 80         80           Upstream         48 \$ 53         65           Services         36 \$ 277         29           Downstream         10 \$ 15         14           Technology         7 \$ 4         5           Ventures         4 \$ 4         -         1           Ventures         (5)         1         -           Total business unit income         188         204         194           Labor cost absorption         (3) (5)         (3)         (5)         (3)           Corporate general and administrative         (54)         (55)         (64)           Total poerating income         131         144         137           Interest income, net         -         7         7           Foreign currency loss, net         -         -         (4)           Ot	Services		566	539	588
Ventures         5         1         3           Other         8         12         9           Total revenue         \$         2,840 \$         3,018 \$         3,101           Business unit income (loss):         Services         389 \$         104 \$         80           Operament and Infrastructure         \$         89 \$         104 \$         80           Upstream         48         53         65           Services         36         27         29           Downstream         10 0         15         14           Technology         7         4         5           Ventures         4         5         1           Other         (5)         1         —           Total business unit income         1889         204         194           Ventures         (10         —         —           Total business unit income         (5)         1         —           Total business unit income         (5)         1         —           Total business unit income         (5)         (1)         —           Total pursing supering expense         (1)         —         —         —         —         — </td <td>Downstream</td> <td></td> <td>123</td> <td>138</td> <td>124</td>	Downstream		123	138	124
Other         8         12         9           Total revenue         \$         2,840 \$         3,018 \$         3,010           Business unit income (loss):         Commonity of the common of	Technology		27	19	23
Total revenue   \$ 2,840 \$ 3,018 \$ 3,101	Ventures		5	1	3
Business unit income (loss):   Government and Infrastructure	Other		8	12	9
Services	Total revenue	\$	2,840 \$	3,018 \$	3,101
Upstream	Business unit income (loss) :				
Services	Government and Infrastructure	\$	89 \$	104 \$	80
Downstream	•		48	53	65
Technology	Services		36	27	29
Ventures         4         —         1           Other         (5)         1         —           Total business unit income         189         204         194           Labor cost absorption         (1)         —         —           Labor cost absorption         (3)         (5)         (3)           Corporate general and administrative         (54)         (55)         (54)           Total operating income         131         144         137           Interest income, net         —         7         —           Foreign currency loss, net         —         —         (1)           Other non-operating expense         (1)         —         (1)           Income from continuing operations before income taxes and noncontrolling interests         (33)         151         132           Provision for income taxes         (33)         (55)         (49)           Income from continuing operations, net of tax         §         97         96         \$         83           Income from continuing operations, net of tax benefit         —         11         —           of \$0,51,1 and \$0         —         —         11         —           Net income         417         (22)			-	15	
Other         (5)         1         —           Total business unit income         189         204         194           Labor cost absorption         (3)         (5)         (3)           Corporate general and administrative         (54)         (55)         (54)           Total operating income         131         144         137           Interest income, net         —         —         —         (4)           Other non-operating expense         (1)         —         (1)           Income from continuing operations before income taxes and noncontrolling interests         130         151         132           Provision for income laxes         (33)         (55)         (49)           Income from continuing operations, net of tax         § 97         96         8           Income from discontinued operations, net of tax benefit         —         —         11         —           of \$0, \$11, and \$0         —         —         11         —         —           Net income         97         107         83         65         67           Less: Net income attributable to KBR         \$ 73         85         67           Reconciliation of net income attributable to KBR, Inc.         —         11 <td></td> <td></td> <td></td> <td>4</td> <td></td>				4	
Total business unit income   189   204   194			· · · · · · · · · · · · · · · · · · ·	<del>-</del>	1
Labor cost absorption			, .		
Labor cost absorption	Total business unit income			204	194
Corporate general and administrative         (54)         (55)         (54)           Total operating income         131         144         137           Interest income, net         —         7         —           Foreign currency loss, net         —         —         —         (1)           Other non-operating expense         (1)         —         (1)           Income from continuing operations before income taxes and noncontrolling interests         130         151         132           Provision for income taxes         (33)         (55)         (49)           Income from continuing operations, net of tax         \$ 97 \$ 96 \$ 83         83           Income from discontinued operations, net of tax benefit         —         11         —           of \$0,\$11, and \$0         —         11         —           Net income         97         107         83           Less: Net income attributable to KBR         \$ 73 \$ 85 \$ 67           Reconciliation of net income attributable to KBR, Inc.         Continuing operations         \$ 73 \$ 74 \$ 67           Continuing operations, net         —         11         —           Net income attributable to KBR         \$ 73 \$ 85         67           Basic income per share <sup>(a)</sup> :         Continuing operati			·		_
Total operating income   131   144   137     Interest income, net   — 7   — 7   — 7     Foreign currency loss, net   — 101   — (1)     Other non-operating expense   130   151   132     Income from continuing operations before income taxes and noncontrolling interests   130   151   132     Provision for income taxes   (33)   (55)   (49)     Income from continuing operations, net of tax   § 97	•		•	-	•
Interest income, net			` '	` ′	
Foreign currency loss, net         —         —         (4)           Other non-operating expenses         (1)         —         (1)           Income from continuing operations before income taxes and noncontrolling interests         130         151         132           Provision for income taxes         (33)         (55)         (49)           Income from continuing operations, net of tax         \$         97         96         \$         83           Income from discontinued operations, net of tax benefit         —         11         —         —           Net income         97         107         83           Less: Net income attributable to NBR         \$         73         85         67           Reconciliation of net income attributable to KBR, Inc.         —         111         —           Reconciliation of net income attributable to KBR, Inc.         —         111         —           Poiscontinued operations, net         \$         73         74         67           Poiscontinued operations, net         —         111         —           Net income attributable to KBR         \$         73         85         67           Basic income per share (a):         2         0.46         0.45         0.42			131		137
Other non-operating expense         (1)         —         (1)           Income from continuing operations before income taxes and noncontrolling interests         130         151         132           Provision for income taxes         (33)         (55)         (49)           Income from continuing operations, net of tax         \$ 97         96         83           Income from discontinued operations, net of tax benefit of \$0,\$11, and \$0         —         11         —           Net income         97         107         83           Less: Net income attributable to noncontrolling interests         (24)         (22)         (16)           Net income attributable to KBR         \$ 73         85         67           Reconciliation of net income attributable to KBR, Inc.         Continuing operations         \$ 73         74         67           Reconciliation of net income attributable to KBR, Inc.         —         11         —           Continuing operations, net         \$ 73         74         \$ 67           Reconciliation of net income attributable to KBR         73         85         67           Reconciliation of net income attributable to KBR, Inc.         —         11         —           Obstitution of net income attributable to KBR         10         0         0			_	7	
Income from continuing operations before income taxes and noncontrolling interests   130   151   132	-		<u> </u>	_	•
noncontrolling interests         130         151         132           Provision for income taxes         (33)         (55)         (49)           Income from continuing operations, net of tax         \$ 97 \$ 96 \$ 83           Income from discontinued operations, net of tax benefit         \$ 97 \$ 107         83           Less: Net income attributable to noncontrolling interests         (24)         (22)         (16)           Net income attributable to KBR         \$ 73 \$ 85 \$ 67           Reconciliation of net income attributable to KBR, Inc.         ** <td><u> </u></td> <td></td> <td>(1)</td> <td><del>_</del></td> <td>(1)</td>	<u> </u>		(1)	<del>_</del>	(1)
Provision for income taxes   (33)   (55)   (49)			130	151	132
Income from continuing operations, net of tax         \$ 97 \$ 96 \$ 83           Income from discontinued operations, net of tax benefit of \$0, \$11, and \$0         —         11         —           Net income         97         107         83           Less: Net income attributable to noncontrolling interests         (24)         (22)         (16)           Net income attributable to KBR         \$ 73 \$ 85 \$ 67           Reconciliation of net income attributable to KBR, Inc. common shareholders:         S 73 \$ 74 \$ 67         67           Discontinued operations, net         —         11         —           Net income attributable to KBR         73 \$ 85         67           Basic income per share (a):         —         11         —           Continuing operations - Basic         \$ 0.46 \$ 0.45 \$ 0.45         0.42           Discontinued operations, net - Basic         \$ 0.46 \$ 0.51         0.42           Diluted income per share (a):         —         0.07         —           Continuing operations - Diluted         \$ 0.45 \$ 0.44 \$ 0.42           Diluted income per share (a):         —         0.07         —           Net income attributable to KBR per share - Basic         0.45 \$ 0.51         0.42           Diluted income per share (a):         —         0.07         —	_		(33)	(55)	(49)
of \$0, \$11, and \$0         —         11         —           Net income         97         107         83           Less: Net income attributable to KBR         \$ 73         85         67           Reconciliation of net income attributable to KBR, Inc.         \$ 73         85         67           Reconciliation of net income attributable to KBR, Inc.         **         **         73         85         67           Continuing operations         \$ 73         74         67         67           Discontinued operations, net         —         11         —           Net income attributable to KBR         73         85         67           Basic income per share (a):         **	Income from continuing operations, net of tax	\$	97 \$	96 \$	83
Net income         97         107         83           Less: Net income attributable to Noncontrolling interests         (24)         (22)         (16)           Net income attributable to KBR         \$ 73 \$         85 \$         67           Reconciliation of net income attributable to KBR, Inc.         Common shareholders:           Continuing operations         \$ 73 \$         74 \$         67           Discontinued operations, net         —         111         —           Net income attributable to KBR         73         85         67           Basic income per share (a):         Continuing operations - Basic         0.46 \$         0.45 \$         0.42           Discontinued operations, net - Basic         9.46 \$         0.51         0.42           Diluted income per share (a):         Continuing operations - Diluted         9.45 \$         0.44 \$         0.42           Diluted income per share (a):         Continuing operations - Diluted         9.45 \$         0.44 \$         0.42           Diluted income per share (a):         Continuing operations - Diluted         9.45 \$         0.44 \$         0.42           Diluted income per share (a):         Continuing operations - Diluted         9.05 \$         0.44 \$         0.42           Discontinued operations - Diluted	Income from discontinued operations, net of tax benefit				
Less: Net income attributable to KBR         (24)         (22)         (16)           Net income attributable to KBR         \$ 73 \$ 85 \$ 67           Reconciliation of net income attributable to KBR, Inc. common shareholders:         S 73 \$ 74 \$ 67           Continuing operations         \$ 73 \$ 74 \$ 67           Discontinued operations, net         -         11 -         -           Net income attributable to KBR         73 85 67         67           Basic income per share (a):         \$ 0.46 \$ 0.45 \$ 0.42         0.42           Discontinued operations - Basic         \$ 0.46 \$ 0.51 0.42         0.42           Net income attributable to KBR per share - Basic         0.46 0.51 0.42         0.42           Diluted income per share (a):         Continuing operations - Diluted         0.45 \$ 0.44 \$ 0.42           Discontinued operations, net - Diluted         \$ 0.45 \$ 0.51 0.42         0.42           Discontinued operations, net - Diluted         0.45 \$ 0.51 0.42         0.42           Discontinued operations o	of \$0, \$11, and \$0		_	11	
Net income attributable to KBR         \$ 73 \$ 85 \$ 67           Reconciliation of net income attributable to KBR, Inc.         Common shareholders:           Continuing operations         \$ 73 \$ 74 \$ 67           Discontinued operations, net         — 111         —           Net income attributable to KBR         73 85         67           Basic income per share (a):	Net income		97	107	83
Reconciliation of net income attributable to KBR, Inc. common shareholders:  Continuing operations \$ 73 \$ 74 \$ 67 Discontinued operations, net — 11 —  Net income attributable to KBR	Less: Net income attributable to noncontrolling interests		(24)	(22)	(16)
common shareholders:           Continuing operations         \$ 73 \$ 74 \$ 67           Discontinued operations, net         —         11         —           Net income attributable to KBR         73         85         67           Basic income per share (a):         Continuing operations - Basic         \$ 0.46 \$ 0.45 \$ 0.45         0.42           Discontinued operations, net - Basic         —         0.07         —           Net income attributable to KBR per share - Basic         0.46         0.51         0.42           Diluted income per share (a):         Continuing operations - Diluted         \$ 0.45 \$ 0.44 \$ 0.42           Discontinued operations, net - Diluted         \$ 0.45 \$ 0.51         0.42           Discontinued attributable to KBR per share - Diluted         0.45         0.51         0.42           Basic weighted average shares outstanding         160         166         160           Diluted weighted average shares outstanding         161         167         161	Net income attributable to KBR	\$	73 \$	85 \$	67
Continuing operations         \$ 73 \$ 74 \$ 67           Discontinued operations, net         —         11 —           Net income attributable to KBR         73 85         67           Basic income per share (a):         —         0.46 \$ 0.45 \$ 0.42         0.42           Discontinued operations - Basic         \$ 0.46 \$ 0.51         0.42           Discontinued operations, net - Basic         0.46 0.51         0.42           Diluted income per share (a):         —         0.45 \$ 0.44 \$ 0.42           Continuing operations - Diluted         \$ 0.45 \$ 0.44 \$ 0.42           Discontinued operations, net - Diluted         —         0.07 —           Net income attributable to KBR per share - Diluted         0.45 \$ 0.51         0.42           Basic weighted average shares outstanding         160 166         160           Diluted weighted average shares outstanding         161 167         161	Reconciliation of net income attributable to KBR, Inc.				
Discontinued operations, net         —         11         —           Net income attributable to KBR         73         85         67           Basic income per share <sup>(a)</sup> :         Sasic income per share <sup>(a)</sup> :         Continuing operations - Basic         \$ 0.46 \$ 0.45 \$ 0.42         0.07         —           Net income attributable to KBR per share - Basic         0.46         0.51         0.42           Diluted income per share <sup>(a)</sup> :         Continuing operations - Diluted         \$ 0.45 \$ 0.44 \$ 0.42         0.42           Discontinued operations, net - Diluted         —         0.07         —           Net income attributable to KBR per share - Diluted         0.45         0.51         0.42           Basic weighted average shares outstanding         160         166         160           Diluted weighted average shares outstanding         161         167         161	common shareholders:				
Net income attributable to KBR738567Basic income per share (a):Continuing operations - Basic\$ 0.46 \$ 0.45 \$ 0.42Discontinued operations, net - Basic-0.07-Net income attributable to KBR per share - Basic0.460.510.42Diluted income per share (a):-0.45 \$ 0.44 \$ 0.42Continuing operations - Diluted\$ 0.45 \$ 0.44 \$ 0.42Discontinued operations, net - Diluted-0.07-Net income attributable to KBR per share - Diluted0.450.510.42Basic weighted average shares outstanding160166160Diluted weighted average shares outstanding161167161	• .	\$	73 \$	74 \$	67
Basic income per share (a):  Continuing operations - Basic \$ 0.46 \$ 0.45 \$ 0.42  Discontinued operations, net - Basic - 0.07 -   Net income attributable to KBR per share - Basic 0.46 0.51 0.42  Diluted income per share (a):  Continuing operations - Diluted \$ 0.45 \$ 0.44 \$ 0.42  Discontinued operations, net - Diluted - 0.07 -   Net income attributable to KBR per share - Diluted 0.45 0.51 0.42  Basic weighted average shares outstanding 160 166 160  Diluted weighted average shares outstanding 161 167 161	Discontinued operations, net		_	11	
Continuing operations - Basic\$ 0.46 \$0.45 \$0.42Discontinued operations, net - Basic-0.07-Net income attributable to KBR per share - Basic0.460.510.42Diluted income per share (a):Continuing operations - Diluted\$ 0.45 \$0.44 \$0.42Discontinued operations, net - Diluted-0.07-Net income attributable to KBR per share - Diluted0.450.510.42Basic weighted average shares outstanding160166160Diluted weighted average shares outstanding161167161	Net income attributable to KBR		73	85	67
Discontinued operations, net - Basic—0.07—Net income attributable to KBR per share - Basic0.460.510.42Diluted income per share (a):Secontinuing operations - Diluted\$ 0.45 \$ 0.44 \$ 0.42Continuing operations, net - Diluted—0.07—Net income attributable to KBR per share - Diluted0.450.510.42Basic weighted average shares outstanding160166160Diluted weighted average shares outstanding161167161	Basic income per share <sup>(a)</sup> :				
Net income attributable to KBR per share - Basic0.460.510.42Diluted income per share (a):Continuing operations - Diluted\$ 0.45 \$ 0.44 \$ 0.42Discontinued operations, net - Diluted-0.07-Net income attributable to KBR per share - Diluted0.450.510.42Basic weighted average shares outstanding160166160Diluted weighted average shares outstanding161167161	Continuing operations - Basic	\$	0.46 \$	0.45 \$	0.42
Diluted income per share (a):Continuing operations – Diluted\$ 0.45 \$ 0.44 \$ 0.42Discontinued operations, net – Diluted— 0.07—Net income attributable to KBR per share - Diluted0.450.510.42Basic weighted average shares outstanding160166160Diluted weighted average shares outstanding161167161	Discontinued operations, net - Basic		_	0.07	
Continuing operations – Diluted\$ 0.45 \$0.44 \$0.42Discontinued operations, net – Diluted— 0.07 —Net income attributable to KBR per share - Diluted0.45 0.51 0.42Basic weighted average shares outstanding160 166 160Diluted weighted average shares outstanding161 167 161	Net income attributable to KBR per share - Basic		0.46	0.51	0.42
Discontinued operations, net – Diluted—0.07—Net income attributable to KBR per share - Diluted0.450.510.42Basic weighted average shares outstanding160166160Diluted weighted average shares outstanding161167161	Diluted income per share <sup>(a)</sup> :				
Net income attributable to KBR per share - Diluted0.450.510.42Basic weighted average shares outstanding160166160Diluted weighted average shares outstanding161167161	Continuing operations – Diluted	\$	0.45 \$	0.44 \$	0.42
Basic weighted average shares outstanding160166160Diluted weighted average shares outstanding161167161	Discontinued operations, net – Diluted			0.07	
Diluted weighted average shares outstanding 161 167 161	Net income attributable to KBR per share - Diluted		0.45	0.51	0.42
Diluted weighted average shares outstanding 161 167 161	Basic weighted average shares outstanding		160	166	160
Cash dividends declared per share \$ 0.05 \$ 0.05 \$ 0.05			161	167	161
	Cash dividends declared per share	\$	0.05 \$	0.05 \$	0.05

(a) Due to the effect of rounding, the sum of the individual per share amounts may not equal the total shown.

## KBR, Inc.: Condensed Consolidated Statements of Income (Millions of dollars and shares, except per share data) (Unaudited)

Revenuer         2008         2008           Government and Infrastructure         \$ 4,672         \$ 1,800           Upstream         2,273         1,800           Services         1,723         7.76           Downstream         360         339           Technology         70         61           Ventures         16         3           Other         27         13           Total revenue         \$ 9,141         \$ 8,195           Business unit income (loss):         250         \$ 247           Government and Infrastructure         \$ 250         \$ 247           Upstream         186         197           Services         89         57           Downstream         24         39           Technology         15         16           Ventures         15         16           Ventures         15         16           Unallocated costs: Loss on disposition of assets - corporate         11         2           Unallocated costs: Loss on disposition of assets - corporate         11         2           Unallocated costs: Loss on disposition of assets - corporate         11         2           Uniformence programer ageneral and administrative<		Nine Months Ended September 30,			
Services   \$ 4,672   \$ 5,150     Upstream   2,273   1,860     Services   1,723   7,760     Downstream   360   339     Technology   70   61     Ventures   16   63     Other   2,77   12     Total revenue   \$ 9,141   \$ 8,195     Business unit income (loss):     Government and Infrastructure   \$ 250   \$ 247     Upstream   186   197     Services   89   57     Downstream   186   197     Services   89   57     Downstream   24   37     Technology   15   61     Technology   15   61     Technology   15   61     Total revenue   757   551     Unallocated costs: Loss on disposition of assets - corporate   11     Total business unit income   757   551     Unallocated costs: Loss on disposition of assets - corporate   11   - 4     Labor cost absorption   55   551     Unallocated costs: Loss on disposition of assets - corporate   11   23     Total poperating income   412   388     Interest income, net   1   32     Foreign currency gains (losses), net of tax benefit   1   32     Foreign currency gains (losses), net of tax benefit   1   32     Income from continuing operations, net of tax benefit   50   30     Income from continuing operations, net of tax benefit   50   30     Income from continuing operations, net of tax benefit   50   30     Income from continuing operations, net of tax benefit   50   30     Income attributable to KBR   50   30     Net income attributable to KBR   50   30     Discontinued operations, net of tax benefit   50   30   30     Net income attributable to KBR   50   30     Discontinued operations - Basic   - 0   00     Net income attributable to KBR   50   30   30     Net income attributable to KBR   50   3	Revenue:			,	2008
Dipstream   2,273   1,860   Services   1,723   776   Cownstream   360   333   Technology   70   61   Ventures   16   (3)   (3)   (3)   (1)   (2)   (1)   (		\$		\$	
Services		Ψ	, -	*	
Downstream	•		, -		
Technology					_
Ventures         16         (3)           Other         27         12           Total revenue         \$ 9,141         \$ 8,195           Business unit income (loss):         Services         250         \$ 247           Government and Infrastructure         \$ 250         \$ 247         \$ 250           Upstream         89         57           Downstream         24         37           Technology         15         16           Ventures         15         (4           Other         (4)         1         —           Tatal business unit income         575         551           Unallocated costs: Loss on disposition of assets - corporate         (1)         —           Labor cost absorption         (5)         —           Corporate general and administrative         (157)         (163           Total operating income         412         388           Interest income, net         1         (2)         —           Total operating glosses), net         1         (2)         —           Other non-operating expense         (2)         —         —           Income from continuing operations before income taxes and noncontrolling interests         (137)					
Other         27         12           Tota frevenue         \$ 9,141         \$ 8,195           Business unit income (loss):         Covernment and Infrastructure         \$ 250         \$ 247           Upstream         186         197           Services         89         57           Downstream         24         37           Technology         15         16         (4           Ventures         15         (4           Other         (4)         1         -           Labor cost absorption         575         551           Unallocated costs: Loss on disposition of assets - corporate         (1)         -           Labor cost absorption         (5)         -           Corporate general and administrative         (157)         (163           Corporate general and administrative         (157)         (163           Corporate general and sepance         412         388           Interest income, net         1         32           Foreign currency gains (losses), net         1         2           Cother non-operating expense         (2)         -           Income from continuing operations before income taxes and noncontrolling interests         412         418			16		(3)
Business unit income (loss):   Government and Infrastructure	Other		27		12
Services   \$ 250	Total revenue	\$	9,141	\$	8,195
Services   \$ 250	Business unit income (loss):				
Services         89         57           Downstream         24         37           Technology         15         16           Ventures         15         (4)           Other         (4)         1           Total business unit income         575         551           Unallocated costs: Loss on disposition of assets - corporate         (1)         —           Labor cost absorption         (5)         —           Corporate general and administrative         (157)         (163           Interest income, net         412         388           Interest income, net         1         32           Foreign currency gains (losses), net         1         (2)         —           Cheme from continuing operations before income taxes and noncontrolling interests         412         418           Provision for income taxes         (137)         (151           Income from discontinuing operations, net of tax benefit         275         267           Income from discontinued operations, net of tax benefit         275         278           Less: Net income attributable to KBR         \$275         278           Less: Net income attributable to KBR         \$217         \$221           Net income attributable to KBR	Government and Infrastructure	\$	250	\$	247
Downstream	Upstream		186		197
Technology	Services		89		57
Ventures         15         (4)           Other         (4)         1           Total business unit income         575         551           Unallocated costs: Loss on disposition of assets - corporate         (1)         —           Labor cost absorption         (5)         —           Corporate general and administrative         (157)         (163)           Total operating income         412         388           Interest income, net         1         32           Foreign currency gains (losses), net         1         (2)           Other non-operating expense         (2)         —           Income from continuing operations before income taxes and noncontrolling interests         412         418           Provision for income taxes         (137)         (151           Income from continuing operations, net of tax         \$ 275         \$ 267           Income from discontinued operations, net of tax benefit of \$0 and \$11         —         11           Net income         275         278           Less: Net income attributable to NBR         \$ 217         \$ 231           Reconciliation of net income attributable to KBR, Inc.         Continuing operations on the income attributable to KBR         217         231           Basic income per share (a)	Downstream		24		37
Other         (4)         1           Total business unit income         575         551           Unallocated costs; Loss on disposition of assets - corporate         (1)         —           Labor cost absorption         (5)         —           Corporate general and administrative         (157)         (163)           Total operating income         412         388           Interest income, net         1         32           Foreign currency gains (losses), net         1         (2)         —           Other non-operating expense         (2)         —           Income from continuing operations before income taxes and noncontrolling interests         412         418           Provision for income taxes         (137)         (151)           Income from continuing operations, net of tax         \$ 275         \$ 267           Income from discontinued operations, net of tax benefit of \$0 and \$11         —         11           Net income         275         278           Less: Net income attributable to KBR         \$ 217         \$ 231           Reconciliation of net income attributable to KBR, Inc.         Common shareholders:         Continuing operations, net         —         11           Net income per share (a):         Continuing operations – Basic	Technology		15		16
Total business unit income	Ventures		15		(4)
Unallocated costs: Loss on disposition of assets - corporate	Other		(4)		1
Labor cost absorption         (5)         —           Corporate general and administrative         (157)         (183)           Total operating income         412         388           Interest income, net         1         32           Foreign currency gains (losses), net         1         (2)           Other non-operating expense         (2)         —           Income from continuing operations before income taxes and noncontrolling interests         412         418           Provision for income taxes         (137)         (151           Income from continuing operations, net of tax         275         267           Income from discontinued operations, net of tax benefit         275         278           Less: Net income attributable to non controlling interests         (58)         (47           Net income attributable to KBR         217         231           Reconciliation of net income attributable to KBR, Inc.         217         220           Discontinued operations, net         8         217         220           Discontinued operations Pasaic         \$         217         231           Reconciliation of net income attributable to KBR         217         231           Reconciliation of net income attributable to KBR         1.35         1.30 </td <td>Total business unit income</td> <td></td> <td>575</td> <td></td> <td>551</td>	Total business unit income		575		551
Corporate general and administrative         (157)         (163)           Total operating income         412         388           Interest income, net         1         32           Foreign currency gains (losses), net         1         (2           Other non-operating expense         (2)         —           Income from continuing operations before income taxes and noncontrolling interests         412         418           Provision for income taxes         (137)         (151           Income from continuing operations, net of tax         \$ 275         \$ 267           Income from discontinued operations, net of tax benefit of \$0 and \$11         —         11           Net income         275         278           Less: Net income attributable to non controlling interests         (58)         (47           Net income attributable to KBR         \$ 217         \$ 231           Reconciliation of net income attributable to KBR, Inc.         Common shareholders:           Continuing operations         \$ 217         \$ 220           Discontinued operations, net         —         11           Net income attributable to KBR         217         231           Basic income per share (a):         Continuing operations – Basic         1.35         1.30           Disconti	Unallocated costs: Loss on disposition of assets - corporate		(1)		_
Total operating income         412         388           Interest income, net         1         32           Foreign currency gains (losses), net         1         (2)           Other non-operating expense         (2)         —           Income from continuing operations before income taxes and noncontrolling interests         412         418           Provision for income taxes         (137)         (151)           Income from continuing operations, net of tax         \$ 275         \$ 267           Income from discontinued operations, net of tax benefit of \$0 and \$11         —         11           Net income         275         278           Less: Net income attributable to non controlling interests         (58)         (47           Net income attributable to KBR         \$ 217         \$ 231           Reconciliation of net income attributable to KBR, Inc.         common shareholders:         —         11           Continuing operations per done         \$ 217         \$ 220           Discontinued operations, net         —         11           Net income attributable to KBR         217         231           Basic income per share (a):         .         .         .         .         .         .         .         .         .         .         <	Labor cost absorption		(5)		_
Interest income, net	Corporate general and administrative		(157)		(163)
Cother non-operating expense   (2)	Total operating income		412		388
Other non-operating expense         (2)         —           Income from continuing operations before income taxes and noncontrolling interests         412         418           Provision for income taxes         (137)         (151)           Income from continuing operations, net of tax         \$ 275         \$ 267           Income from discontinued operations, net of tax benefit of \$0 and \$11         —         11           Net income         275         278           Less: Net income attributable to non controlling interests         (58)         (47           Net income attributable to KBR         \$ 217         \$ 231           Reconciliation of net income attributable to KBR, Inc.         217         \$ 220           Continuing operations         \$ 217         \$ 220           Discontinued operations, net         —         11           Net income attributable to KBR         217         231           Basic income per share (a):         2         2         2         2           Continuing operations – Basic         \$ 1.35         \$ 1.30         1.30           Discontinued operations – Basic         \$ 1.35         \$ 1.30         1.30           Continuing operations – Diluted         \$ 1.35         \$ 1.30         1.30           Diluted income per share (a): <td>Interest income, net</td> <td></td> <td>1</td> <td></td> <td>32</td>	Interest income, net		1		32
Income from continuing operations before income taxes and noncontrolling interests	Foreign currency gains (losses), net		1		(2)
noncontrolling interests         412         418           Provision for income taxes         (137)         (151)           Income from continuing operations, net of tax         \$ 275         \$ 267           Income from discontinued operations, net of tax benefit         \$ 275         \$ 267           Income from discontinued operations, net of tax benefit         \$ 275         278           Net income         275         278           Less: Net income attributable to non controlling interests         (58)         (47)           Net income attributable to KBR         \$ 217         \$ 231           Reconciliation of net income attributable to KBR, Inc.         \$ 217         \$ 220           Discontinued operations         \$ 217         \$ 220           Discontinued operations, net         —         —         11           Net income attributable to KBR         217         231           Basic income per share (a):         2         1.35         1.30           Discontinued operations – Basic         \$ 1.35         1.37           Net income attributable to KBR per share - Basic         1.35         1.37           Diluted income per share (a):         2         1.35         1.30           Net income attributable to KBR per share - Basic         1.35         1.30 </td <td>Other non-operating expense</td> <td></td> <td>(2)</td> <td></td> <td></td>	Other non-operating expense		(2)		
Income from continuing operations, net of tax         \$ 275 \$ 267           Income from discontinued operations, net of tax benefit of \$0 and \$11         — 11           Net income         275 278           Less: Net income attributable to non controlling interests         (58) (47           Net income attributable to KBR         \$ 217 \$ 231           Reconciliation of net income attributable to KBR, Inc.         common shareholders:           Continuing operations         \$ 217 \$ 220           Discontinued operations, net         — 11           Net income attributable to KBR         217 231           Basic income per share (a):         — 217 231           Continuing operations – Basic         \$ 1.35 \$ 1.30           Discontinued operations – Basic         \$ 1.35 \$ 1.30           Net income attributable to KBR per share - Basic         1.35 \$ 1.37           Diluted income per share (a):         — 0.07           Continuing operations – Diluted         \$ 1.35 \$ 1.30           Discontinued operations – Diluted         \$ 1.35 \$ 1.30           Discontinued operations – Diluted         — 0.07           Net income attributable to KBR per share - Diluted         1.35 \$ 1.37           Basic weighted average shares outstanding         160 168           Diluted weighted average shares outstanding         161 168			412		418
Income from discontinued operations, net of tax benefit of \$0 and \$11	Provision for income taxes		(137)		(151)
of \$0 and \$111         —         11           Net income         275         278           Less: Net income attributable to non controlling interests         (58)         (47           Net income attributable to KBR         \$ 217         \$ 231           Reconciliation of net income attributable to KBR, Inc.           Common shareholders:           Continuing operations         \$ 217         \$ 220           Discontinued operations, net         —         11           Net income attributable to KBR         217         231           Basic income per share (a):         217         231           Continuing operations – Basic         \$ 1.35         \$ 1.30           Discontinued operations – Basic         \$ 1.35         \$ 1.37           Net income attributable to KBR per share - Basic         1.35         1.37           Diluted income per share (a):         2         2         2           Continuing operations – Diluted         \$ 1.35         \$ 1.30           Discontinued operations – Diluted         \$ 1.35         \$ 1.30           Discontinued operations – Diluted         \$ 1.35         \$ 1.30           Per income attributable to KBR per share - Diluted         1.35         1.37           Resincome attributable to KBR per	Income from continuing operations, net of tax	\$	275	\$	267
Net income         275         278           Less: Net income attributable to non controlling interests         (58)         (47)           Net income attributable to KBR         \$ 217         \$ 231           Reconciliation of net income attributable to KBR, Inc.         common shareholders:           Continuing operations         \$ 217         \$ 220           Discontinued operations, net         —         11           Net income attributable to KBR         217         231           Basic income per share <sup>(a)</sup> :         .         .           Continuing operations – Basic         \$ 1.35         \$ 1.30           Discontinued operations – Basic         -         0.07           Net income attributable to KBR per share - Basic         1.35         1.37           Diluted income per share <sup>(a)</sup> :         .         <	•				
Less: Net income attributable to NBR(58)(47)Net income attributable to KBR\$ 217\$ 231Reconciliation of net income attributable to KBR, Inc. common shareholders:S 217\$ 220Continuing operations\$ 217\$ 220Discontinued operations, net— 1111Net income attributable to KBR217231Basic income per share (a):S 1.35\$ 1.30Continuing operations – Basic\$ 1.35\$ 1.30Discontinued operations – Basic— 0.07Net income attributable to KBR per share - Basic1.351.37Diluted income per share (a):S 1.35\$ 1.30Continuing operations – Diluted\$ 1.35\$ 1.30Discontinued operations – Diluted\$ 1.35\$ 1.30Discontinued operations – Diluted— 0.07Net income attributable to KBR per share - Diluted1.351.37Basic weighted average shares outstanding160168Diluted weighted average shares outstanding161169	of \$0 and \$11				11
Net income attributable to KBR\$ 217\$ 231Reconciliation of net income attributable to KBR, Inc. common shareholders:			_		278
Reconciliation of net income attributable to KBR, Inc. common shareholders:  Continuing operations Discontinued operations, net  Net income attributable to KBR  Basic income per share (a): Continuing operations – Basic Discontinued operations – Basic  Net income attributable to KBR per share - Basic  Continuing operations – Basic  Net income attributable to KBR per share - Basic  Continuing operations – Diluted Signature  Signature  Net income per share (a): Continuing operations – Diluted Signature S	Less: Net income attributable to non controlling interests		(58)		(47)
common shareholders:Continuing operations\$ 217 \$ 220Discontinued operations, net— 11Net income attributable to KBR217 231Basic income per share (a):	Net income attributable to KBR	\$	217	\$	231
Continuing operations\$ 217\$ 220Discontinued operations, net—11Net income attributable to KBR217231Basic income per share (a):	Reconciliation of net income attributable to KBR, Inc.				
Discontinued operations, net—11Net income attributable to KBR217231Basic income per share (a):	common shareholders:				
Net income attributable to KBR217231Basic income per share (a):Sasic income per share (a):Continuing operations – Basic\$ 1.35\$ 1.30Discontinued operations – Basic— 0.07Net income attributable to KBR per share - Basic1.351.37Diluted income per share (a):Sasic Unique operations – Diluted\$ 1.35\$ 1.30Discontinued operations – Diluted\$ 1.35\$ 1.30Net income attributable to KBR per share - Diluted1.351.37Basic weighted average shares outstanding160168Diluted weighted average shares outstanding161169	Continuing operations	\$	217	\$	220
Basic income per share <sup>(a)</sup> :  Continuing operations – Basic \$ 1.35 \$ 1.30  Discontinued operations – Basic — 0.07  Net income attributable to KBR per share - Basic 1.35 1.37  Diluted income per share <sup>(a)</sup> :  Continuing operations – Diluted \$ 1.35 \$ 1.30  Discontinued operations – Diluted — 0.07  Net income attributable to KBR per share - Diluted 1.35 1.37  Basic weighted average shares outstanding 160 168  Diluted weighted average shares outstanding 161 169	Discontinued operations, net				11
Continuing operations – Basic \$ 1.35 \$ 1.30  Discontinued operations – Basic — 0.07  Net income attributable to KBR per share - Basic 1.35 1.37  Diluted income per share (a):  Continuing operations – Diluted \$ 1.35 \$ 1.30  Discontinued operations – Diluted — 0.07  Net income attributable to KBR per share - Diluted 1.35 1.37  Basic weighted average shares outstanding 160 168  Diluted weighted average shares outstanding 161 169	Net income attributable to KBR		217		231
Discontinued operations – Basic—0.07Net income attributable to KBR per share - Basic1.351.37Diluted income per share (a):Continuing operations – Diluted\$1.35\$Discontinued operations – Diluted—0.07Net income attributable to KBR per share - Diluted1.351.37Basic weighted average shares outstanding160168Diluted weighted average shares outstanding161169	Basic income per share <sup>(a)</sup> :				
Net income attributable to KBR per share - Basic1.351.37Diluted income per share (a):Continuing operations - DilutedContinuing operations - Diluted\$ 1.351.30Discontinued operations - Diluted— 0.07Net income attributable to KBR per share - Diluted1.351.37Basic weighted average shares outstanding160168Diluted weighted average shares outstanding161169	Continuing operations – Basic	\$	1.35	\$	1.30
Diluted income per share (a):Continuing operations – Diluted\$ 1.35 \$ 1.30Discontinued operations – Diluted— 0.07Net income attributable to KBR per share - Diluted1.35 1.37Basic weighted average shares outstanding160 168Diluted weighted average shares outstanding161 169	Discontinued operations – Basic		_		0.07
Continuing operations – Diluted\$ 1.35\$ 1.30Discontinued operations – Diluted— 0.07Net income attributable to KBR per share - Diluted1.351.37Basic weighted average shares outstanding160168Diluted weighted average shares outstanding161169	Net income attributable to KBR per share - Basic		1.35		1.37
Discontinued operations – Diluted—0.07Net income attributable to KBR per share - Diluted1.351.37Basic weighted average shares outstanding160168Diluted weighted average shares outstanding161169	Diluted income per share <sup>(a)</sup> :				
Net income attributable to KBR per share - Diluted1.351.37Basic weighted average shares outstanding160168Diluted weighted average shares outstanding161169	Continuing operations – Diluted	\$	1.35	\$	1.30
Basic weighted average shares outstanding 160 168 Diluted weighted average shares outstanding 161 169	Discontinued operations – Diluted				0.07
Basic weighted average shares outstanding 160 168 Diluted weighted average shares outstanding 161 169	Net income attributable to KBR per share - Diluted		1.35		1.37
Diluted weighted average shares outstanding 161 169					168
					169
	Cash dividends declared per shar <b>e</b>	\$	0.15	\$	0.15

<sup>(</sup>a) Due to the effect of rounding, the sum of the individual per share amounts may not equal the total shown.

# KBR, Inc.: Condensed Consolidated Balance Sheets (In millions) (Unaudited)

		September 30, 2009		December 31, 2008
Assets			_	
Current assets:				
Cash and equivalents	\$	1,020	\$	1,145
Receivables:				
Accounts receivable, net		1,538		1,312
Unbilled receivables on uncompleted contracts		732		835
Total receivables		2,270		2,147
Deferred income taxes		130		107
Other current assets		507		743
Total current assets		3,927		4,142
Property, plant, and equipment, net of accumulated				
depreciation of \$258 and \$224		242		245
Goodwill		691		694
Intangible assets, net		61		73
Equity in and advances to related companies		197		185
Noncurrent deferred income taxes		210		167
Unbilled receivables on uncompleted contracts		135		134
Other assets		115		244
Total assets	\$	5,578	\$	5,884
Accounts payable	\$	1,173	\$	1,387
Current liabilities:	_		_	
Due to former parent, net	*	54	•	54
Advanced billings and unearned revenue on uncompleted contracts		443		519
Reserve for estimated losses on uncompleted contracts		53		76
Employee compensation and benefits		296		320
Other current liabilities		548		680
Current liabilities related to discontinued operations, net		4		7
Total current liabilities		2,571		3,043
Noncurrent employee compensation and benefits		439		403
Other noncurrent liabilities		183		333
Noncurrent income tax payable		44		34
Noncurrent deferred tax liability		66		37
Total liabilities		3,303		3,850
KBR s hareholders' equity:		0,000		0,000
Common stock		_		_
Paid-in capital in excess of par value		2,104		2,091
Accumulated other comprehensive loss		(421)		(439)
Retained earnings		797		596
Treasury stock		(221)		(196)
Total KBR shareholders' equity		2,259		2,052
Noncontrolling interest		2,239		(18)
Total shareholders' equity	Φ.	2,275		2,034
Total liabilities and shareholders' equity	\$	5,578	\$	5,884

# KBR, Inc.: Condensed Consolidated Statements of Cash Flows (In millions) (Unaudited)

		Nine Months Ended September 30,	
	2009	2008	
Cash flows from operating activities:			
Net income	\$ 275	\$ 278	
Adjustments to reconcile net income to net cash provided by (used in) operations:			
Depreciation and amortization	41	33	
Equity earnings from unconsolidated affiliates	(46)	(34	
Deferred income taxes	(14)	52	
Impairment of goodwill	6	_	
Other	10	(37	
Changes in operating assets and liabilities:			
Receivables	(191)	(119	
Unbilled receivables on uncompleted contracts	94	73	
Accounts payable	(233)	(102	
Advanced billings and unearned revenue on uncompleted contracts	(68)	(212	
Accrued employee compensation and benefits	(24)	(2	
Reserve for loss on uncompleted contracts	(23)	(25	
Collection of advances from unconsolidated affiliates, net	(1)	69	
Distribution of earnings from unconsolidated affiliates, net	35	88	
Other assets	25	(89)	
Other liabilities	87	28	
Total cash flows provided by (used in) operating activities	(27)	1	
Cash flows from investing activities :			
Capital expenditures	(22)	(27)	
Sales of property, plant, and equipment	_	6	
Acquisition of businesses, net of cash acquired	_	(498	
Other investing activities	2	_	
Total cash flows used in investing activities	(20)	(519	
Cash flows from financing activities :			
Payments to reacquire common stock	(27)	(196	
Net proceeds from issuance of common stock	1	3	
Excess tax benefits from stock-based compensation	(1)	2	
Payments of dividends to shareholders	(24)	(17	
Distributions to noncontrolling shareholders, net	(30)	(23	
Other financing activities	(11)	`—	
Total cash flows used in financing activities	(92)	(231	
Effect of exchange rate changes	14	(2	
Decrease in cash and equivalents	(125)		
Cash and equivalents at beginning of period	1,145	1,861	
Cash and equivalents at end of period	\$ 1,020	\$ 1,110	

#### Ended

		September 30	0,	June 30,
Revenue:			2008	2009
G&I: U.S. Government – Middle East Operations	<u> </u>	1,108 \$	1,364 \$	1,301
J.S. Government – Americas Operations		130	183	130
International Operations		138	212	136
Fotal G&I		1,376	1,759	1,567
Upstream:				·
Gas Monetization		637	434	679
Oil & Gas		98	116	108
Fotal Upstream		735	550	787
Services		566	539	588
Downstream		123	138	124
Technology		27	19	23
Ventures		5	1	3
Other		8	12	9
Total revenue	\$	2,840 \$	3,018 \$	3,101
Business unit income (loss) :				
G&I: U.S. Government – Middle East Operations	\$	71 \$	78 \$	60
J.S. Government – Americas Operations		19	13	14
nternational Operations		38	42	39
Total job income		128	133	113
Divisional overhead		(39)	(29)	(33)
otal G&I business unit income		89	104	80
Jpstream:				
Gas Monetization		40	37	50
Dil & Gas		20	26	26
otal job income		60	63	76
Divisional overhead		(12)	(10)	(11)
Total Upstream business unit income		48	53	65
Services:				
lob income		56	41	49
Divisional overhead		(20)	(14)	(20)
Fotal Services business unit income		36	27	29
Downstream:				
ob income		16	20	20
Divisional overhead		(6)	(5)	(6)
Fotal Downstream business unit income		10	15	14
Fechnology:				
ob income		14	10	11
Divisional overhead		(7)	(6)	(6)
Fotal Technology business unit income		7	4	5
/entures:				
lob income		5	1	2
Divisional overhead		(1)	(1)	(1)
otal Ventures business unit income		4	_	1
Other:		·		<u> </u>
lob Income		2	4	2
		(6)	<u>.</u>	_
IIIDAIIIIIEIIL OI UOOUWIII		(-)		
		(1)	(3)	(2)
mpairment of goodwill  Divisional overhead  Total Other business unit income (loss)		(1) (5)	(3)	(2)

	September 30,			
Revenue:	2009 200			
G&I: U.S. Government – Middle East Operations	\$	3,866 \$	4,072	
U.S. Government – Americas Operations		389	460	
International Operations		417	618	
Total G&I		4,672	5,150	
Upstream:				
Gas Monetization		1,971	1,454	
Oil & Gas		302	406	
Total Upstream		2,273	1,860	
Services		1,723	776	
Downstream		360	339	
Technology		70	61	
Ventures		16	(3)	
Other		27	12	
Total revenue	\$	9,141 \$	8,195	
Business unit income (loss):				
G&I: U.S. Government – Middle East Operations	\$	193 \$	183	
U.S. Government – Americas Operations		49	27	
International Operations		112	126	
Total job income		354	336	
Divisional overhead		(104)	(89)	
Total G&I business unit income		250	247	
Upstream:				
Gas Monetization		155	110	
Oil & Gas		64	122	
Total job income		219	232	
Divisional overhead		(33)	(35)	
Total Upstream business unit income		186	197	
Services:				
Job income		149	76	
Gain on sale of assets		_	1	
Divisional overhead		(60)	(20)	
Total Services business unit income		89	57	
Downstream:				
Job income		42	52	
Divisional overhead		(18)	(15)	
Total Downstream business unit income		24	37	
Technology:		<u></u>	- 01	
Job income		34	32	
Divisional overhead		(19)	(16)	
Total Technology business unit income		15	16	
Ventures:				
Job income (loss)		15	(3)	
Gain on sale of assets		2	(3)	
Divisional overhead		(2)	(2)	
Total Ventures business unit income (loss)		15	(4)	
Other:		10	(+)	
Job Income		7	4	
Impairment of goodwill			4	
Divisional overhead		(6) (5)	(3)	
Total Other business unit income (loss)		(4)	(3) 1	
	<b>ሱ</b>			
Total Business unit income	\$	575 \$	551	

## KBR, Inc.: Backlog Information (a) (In Millions) (Unaudited)

	•	ember 30, 2009	June 30, 2009	December 31, 2008
G&I:				
U.S. Government – Middle East Operations	\$	781 \$	621	\$ 1,428
U.S. Government – Americas Operations		379	425	600
International Operations		1,390	1,494	1,446
Total G&I (b)		2,550	2,540	3,474
Upstream:				
Gas Monetization		7,414	5,825	6,196
Oil & Gas		149	178	260
Total Upstream		7,563	6,003	6,456
Services		1,898	2,356	2,810
Downstream		624	605	578
Technology		140	138	130
Ventures		709	704	649
Total backlog for continuing operations	\$	13,484 \$	12,346	\$ 14,097

(a) Backlog is presented differently depending on if the contract is consolidated by KBR or is accounted for under the equity method of accounting. Backlog related to consolidated projects is presented as 100% of the expected revenue from the project. Backlog related to projects accounted for under the equity method of accounting is presented as KBR's share of the expected future revenue from the project. Our backlog for projects related to unconsolidated joint ventures totaled \$2.2 billion, \$2.3 billion, and \$2.4 billion at September 30, 2009, June 30, 2009 and December 31, 2008, respectively. Our backlog related to consolidated joint ventures with noncontrolling interest totaled \$4.8 billion, \$3.0 billion, and \$3.1 billion at September 30, 2009, June 30, 2009 and December 31, 2008, respectively.

As of September 30, 2009, 18% of our backlog for continuing operations was attributable to fixed-price contracts and 82% was attributable to cost-reimbursable contracts. For contracts that contain both fixed-price and cost-reimbursable components, we classify the components as either fixed-price or cost-reimbursable according to the composition of the contract except for smaller contracts where we characterize the entire contract based on the predominate component.

(b) The Government and Infrastructure unit backlog attributable to firm orders in the amount of \$2.4 billion, \$2.4 billion, and \$3.3 billion as of September 30, 2009, June 30, 2009 and December 31, 2008, respectively. Government and Infrastructure business unit backlog attributable to unfunded orders was \$0.1 billion as of September 30, 2009, \$0.1 billion as of June 30, 2009 and \$0.2 billion as of December 31, 2008.