Meeting minutes

Audit and Risk Assurance Committee

Meeting date Monday, 11 May 2026

Meeting location Podium/MS Teams

Meeting time 10:00-12:00

Members	[redacted] Group Finance Director
Keith Smithson, Committee Chair	[redacted] NAO
Anne McMeel, Non-Executive Director	[redacted] NAO
David Goldstone, Non-Executive Director	[redacted] NAO
Simon Wills, Non-Executive Director	[redacted] GIAA
Apologies	[redacted] Senior Governance Manager
Mike Brown, HS2 Chair	[redacted] Chief of Staff CFO
Mark Wild, CEO	[redacted] Project Representative
[redacted] GIAA	[redacted] DfT Representative
[redacted] DfT Representative	**Presenter**
Attendees	[redacted] Business Manager CFO
Rachel McLean, Chief Financial Officer	

1 Welcome, Declarations of Interest and Values Moment

1.1 The Committee Chair welcomed members and attendees to the meeting. The meeting was confirmed quorate. Apologies were noted as above. There were no new or amended declarations of interest raised.

1.2 The Chair confirmed the meeting was convened as a dedicated session to consider the 2025/26 Annual Report and Accounts, with a focus on governance processes, key accounting judgements, principal disclosures, the structure of the draft report and any updates the GIAA or NAO wanted to share.

2 Minutes of the previous meeting dated 09 April 2026

2.1 The Committee **approved** the minutes of the meeting held on 09 April 2026.

3 Annual Report and Accounts 2025-26

3.1 The Committee were presented an update on progress in delivering the Annual Report and Accounts (ARA) for 2025/26, including progress against the ARA delivery plan, updated key accounting judgements for 2025/26 and next steps.

3.2 Members were asked to note the progress on developing the ARA and feedback on accounting judgements. The Committee was also invited to provide early comment on the current draft of the ARA noting that certain sections remain under development.

3.3 It was confirmed that the Committee will receive a mature second draft by correspondence on or before the 22 May 2026 for further feedback prior to being presented to the Board for comment and feedback on 09 June 2026.

3.4 The Committee considered internal assurance arrangements to ensure clear governance and accountability for formal approval of all key sections of the Annual Report and Accounts prior to submission to ARAC and the HS2 Ltd Board. It was agreed that a sign-off matrix be developed and completed to define the assurance requirements, accountabilities, and appropriate approving forums.

Action: [redacted] Business Manager CFO

3.5 Members received the Key Accounting Judgements (as assessed at Q4 25/26) noting there were eight key accounting judgements tabled. The CFO advised there was nothing material to report and this was being closely monitored on a day to day basis.

3.6 Members discussed financial commitments, contingent liabilities, losses and special payments. Members asked for confirmation that there is no further breakdown of contingent liabilities beyond those included in the accounting judgements and if there are any made a breakdown shared with members to review.

Action: [redacted] Group Finance Director

3.7 The NAO Senior Audit Manager updated the Committee on audit progress, confirming a site visit to HS2 Birmingham is underway with regular engagement with the finance team and reporting to the CFO. The initial audit view is that the accounts are fair, balanced and understandable, with elements of the remuneration report subject to ongoing audit.

3.8 The Committee reviewed the key sections of the 2025/26 Annual Report and Accounts. Comments and principal points were captured for incorporation into the next draft. The revised draft will be circulated to members by 22 May 2026 for further review ahead of Board consideration on 9 June 2026.

Action: [redacted] Business Manager CFO/ CoSec

3.9 Members **noted** the progress on developing the ARA and key accounting judgements.

4 Any Other Business

4.1 The CFO proposed that the Committee delegate their approval of the HS2 Ltd Quality, Health, Safety and Environment Management Review report to the Executive Committee. The review (and the subsequent peer review) is used to assess the effectiveness of HS2 Ltd.'s management system control. Alongside this, quality objectives and a summary of management system improvements and areas for further improvement in the forthcoming year is proposed. The review aims to determine if the IMS continues to be suitable, adequate and effective in supporting the strategic aims of the programme. The Committee was content to delegate its approval.

4.2 It was agreed the CFO would take the Review to the Executive Committee meeting on 12 May and circulate the outputs of the Review report, quality objectives and recommendations for further development to the Committee by correspondence.

Action: Chief Financial Officer

4.3 There being no further business, the meeting closed.