CH2MHILL

CH2M HILL... MORE THAN YOU

EXPECT



2003 Corporate Report



ON THE COVER

Our international project teams are skilled at adapting to any locale and any contingency. When building one of the world's most advanced semiconductor production facilities within sight of one of the most active volcanoes on Earth, Italy's Mount Etna, we were ready when the project site was sprinkled with ash from an eruption. The team quickly adjusted its construction protocols to ensure a contaminant-free cleanroom environment that could continue to produce semiconductor products to exacting specifications — despite the environmental hazard.

On projects all over the world, we sometimes experience the unexpected. Even then, our clients know what they can expect from us — consistent delivery of high-quality service, innovative solutions and extraordinary value.

SERVICES

Expect CH2M HILL to take any project from concept to construction; from objective to full operation. The following capabilities are the core of CH2M HILL's full-service offering and apply across all of the firm's primary business sectors.

CORE SERVICES

- Architecture and Planning
- Engineering and Design
- Procurement
- Construction/Design-Build
- Construction Management
- Operations and Maintenance
- Project Financing
- Project Development
- Program and Project Management and Integration
- Management Consulting and Information Systems
- Sustainable Development and Natural Resource Economics
- Security Program Assessment, Planning, Management and Implementation
- Facilities Management
- Facilities Siting, Licensing and Permitting
- Equipment Assembly and System Integration
- Health, Safety, Environmental Protection and Quality Assurance

PRIMARY BUSINES

COMMUNICATIONS NETWORKS AND FACILITIES

- Wireless
- Wireline
- Cable
- Cyber Security
- Operations Systems Support (OSS)
- Information Management

ENVIRONMENTAL SERVICES

- Contaminated Site Assessment and Remediation
- Ecosystem Management and Restoration
- Air Quality
- Solid and Hazardous Waste Management
- Facility Environmental Management Systems and Permit Compliance

INDUSTRIAL FACILITIES

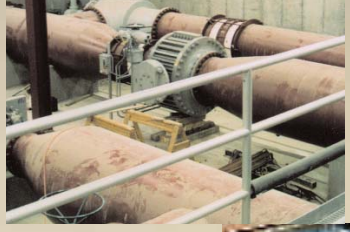
- Process
  - Biotechnology and Pharmaceuticals
  - Chemicals
  - Engineered Materials and Plastics
  - Refining
- Manufacturing
  - Electronics/Semiconductors
  - Food and Beverage
  - Consumer Products
  - Aerospace
  - Automotive
  - Metals

MILITARY FACILITIES AND BASE OPERATIONS SUPPORT

- Military Facility Planning, Design and Construction
- Base Operations Support Services
- Utility Privatization
- Security/Force Protection
- Environmental Stewardship
- Ordnance and Explosives Management

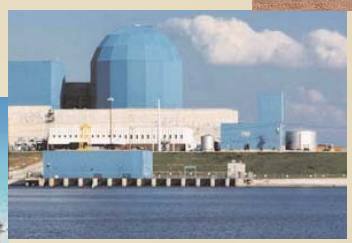














SS SECTORS

NUCLEAR

- Nuclear Facilities Siting, Permitting and Design
- Decontamination and Decommissioning (D&D) and Environmental Restoration
- Special Nuclear Material Processing and Operations

POWER AND ENERGY

- Central Station Generating Facilities
- Cogeneration/CHP Facilities
- Renewable Energy
- Demand- and Supply-side Energy Management

TRANSPORTATION

- Highways and Bridges
- Aviation
- Ports and Maritime
- Transit and Rail

WATER, WASTEWATER AND WATER RESOURCES

- Water Storage, Transmission, Treatment and Distribution
- Wastewater Collection, Conveyance, Treatment and Disposal
- Water Resources/Watershed Management
- Wastewater Reclamation and Reuse
- Biosolids Management





At CH2M HILL You Can

EXPECT...

When you call on CH2M HILL to manage projects of any size, in any location, you'll receive an unparalleled commitment to client service and a never-ending pursuit of excellence.

Here are just a few of the other things you can expect from CH2M HILL...

- Integrated services that help you take any public or private infrastructure project from concept to reality
- The ability to manage even the largest, most complex projects and programs
- Innovative technology solutions
- A 2003 OSHA Recordable Incident Rate that's 41 percent better than industry average
- The financial strength to see your project through
- Employee owners who share a deep respect for and sincere commitment to the environment
- Global reach, local presence
- People making a difference in our local communities
- Commitment to attract and retain the best and most diverse workforce
- A passionate desire to build a better world

We are CH2M HILL, and our 2003 Corporate Report features several projects from around the world that represent our values, offerings and vision. Turn the page, and learn what you can expect from us.

To Our Valued CLIENTS, Trusted PARTNERS, Loyal EMPLOYEES and Esteemed FRIENDS:

Beginning in 1946, we at CH2M HILL dedicated ourselves to exceeding our clients' expectations. Fast forward 58 years to today, and nothing has changed. The values our founding partners envisioned are still strong today — in fact, they're more potent than ever before. And the clients we serve expect nothing less.

Expect… Full-Service Solutions

CH2M HILL's clients have diverse needs, and we have the capacity, skills and technology solutions necessary to be their full-service partner of choice. Our capabilities are clearly evident in various projects worldwide — where our water, transportation, environmental, nuclear, energy, and industrial teams provide design, construction and operations services to deliver the most cost-effective, value-driven solutions in the industry.

Expect… Ability to Manage Projects of Any Size

At CH2M HILL, we take great pride in our ability to deliver major projects under budget and ahead of schedule. Nuclear cleanup projects such as Rocky Flats in Colorado and Mound in Ohio are examples of how CH2M HILL rose to the challenge to deliver projects of monumental proportions. And not only have we successfully tackled these challenges, we've done so while diligently completing hundreds of smaller scale projects that have always been — and will continue to be — the building blocks of our business.

Expect… Global Reach

Although CH2M HILL's roots are in North America, we continue to expand in locations where our clients need us most. From Europe and the Middle East, to Australia, China, the Pacific Rim and back to our headquarters in Colorado, CH2M HILL is dedicated to improving our global communities. We believe that all people — no matter their corner of the world — should have clean water, safe and reliable transportation, a strong economic base and a healthy environment.

Expect… Technology that Works for You

Clients who partner with CH2M HILL expect us to have the capacity to implement technology solutions that work to their advantage. Clients like Chi Mei Optoelectronics Corporation, who is featured in the pages of this report, are reaping the rewards of our technical expertise. Our clients depend on our ability to deliver technology that not only addresses their needs, but also responds to the challenges we all face in today's ever-changing world.

Expect… People Who Act Like Owners

Walking the halls of CH2M HILL, we feel honored to work among loyal colleagues who understand that employee ownership means more than holding shares of the company. Ownership is our culture. We are 100 percent employee owned. Our clients benefit the most because as owners we recognize that everyone wins when we exceed clients' expectations. This broad-based ownership throughout the firm has created a sense of pride that is palpable, not just among our employee shareholders, but among our clients as well.

Expect… Commitment to Safety

Our ownership culture also has contributed to our unwavering dedication to health and safety. CH2M HILL employee owners know that a safe work environment translates into bottom line benefits. But our people don't just talk the talk. They *walk* the talk — safely. And their efforts are rewarded with awards such as the Voluntary Protection Program (VPP) Star, which we received for our work at the Cedar Water Treatment Plant in Seattle. This coveted award is the highest honor bestowed by the U.S. Occupational Safety and Health Administration. In fact, only 16 construction-industry projects have ever received it.

Expect… Rock-Solid Dependability in 2004 and Beyond

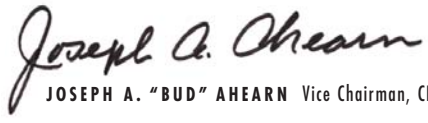
Despite economic weakness in some sectors in 2003, the CH2M HILL enterprise continued to grow, maintaining solid profitability and building on our financial strength. In 2004, we expect to see stable growth and continued strength in our balance sheet. Our recent acquisition of Lockwood Greene will add to our strong portfolio of services in the industrial and construction arenas. What does this mean for our clients? It means they can expect us to be there — like we always have been — and can count on us even when the most complex, difficult needs arise.

Finally, as we have done for nearly six decades, CH2M HILL will continue to give back to the individual communities where we live and work. Our focus on sustainable development and corporate responsibility is driven by our unwavering dedication to honest, ethical work. It's a value ingrained in this organization, and something that will never change.

Sincerely,



RALPH R. PETERSON Chairman, President and Chief Executive Officer, CH2M HILL



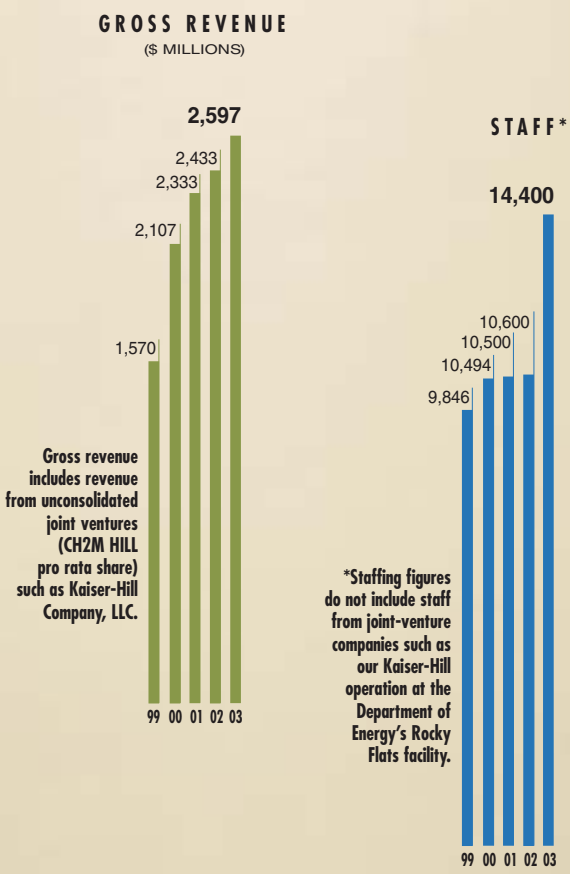
JOSEPH A. "BUD" AHEARN Vice Chairman, CH2M HILL



SAMUEL H. IAPALUCCI Chief Financial Officer, CH2M HILL



JOSEPH A. "BUD" AHEARN
SAMUEL H. IAPALUCCI
RALPH R. PETERSON



CH2M HILL Welcomes Lockwood Greene

On Dec. 12, 2003, we proudly welcomed Lockwood Greene to the CH2M HILL family of companies. With its 172-year heritage and 2,500 employees, Lockwood Greene provides a strong addition to serve the chemical, pharmaceutical, food and beverage, advanced manufacturing, and power industries.

Lockwood Greene's strategy, focus and culture are strongly linked to CH2M HILL's. Combined, our clients can expect a dynamic new force to help them excel in the global industrial marketplace.

For more, visit www.lg.com.

EXPECT

Us to Be Your Full-Service Partner

Forging a 50-year partnership with the U.S. Army requires commitment, knowledge and client-minded thinking.

And that's just what happened in Fort Campbell, Ky. — home of the 101st Airborne Division — where CH2M HILL was awarded a 50-year contract for the ownership, operations and maintenance of all of the Army post's water and wastewater systems.

These systems include a 7.6 million gallon per day (mgd) water treatment plant, a 4 mgd wastewater treatment plant, five elevated water tanks, two pump stations and more than 240 miles of pipe serving 3,000 buildings and 4,000 housing units.

Only 60 days after the Fort Campbell contract was signed, the Army transferred ownership to CH2M HILL. Our responsibilities now include regulatory compliance, environmental management, design-build of system replacements and improvements, and long-term operations and maintenance. We're also reducing operational costs, funding upgrades to the aging infrastructure, and improving reliability, efficiency and quality of service.

Through this $700 million contract, CH2M HILL's water, environment, construction, and operations and maintenance professionals will provide significant long-term savings to Fort Campbell and the Army.







ARMY ENLISTS CH2M HILL FOR 50 YEARS

EXPECT

Us to Manage Your Largest Challenges

Under budget and ahead of schedule, the Miamisburg Closure Project is solidifying CH2M HILL's reputation as a worldwide leader in accelerated nuclear waste cleanup.

Based on our history of exceptional project performance, CH2M HILL was selected to manage the Department of Energy's massive Miamisburg Closure Project located in Ohio. After all, the project — commonly known as the Mound Site — is not unlike CH2M HILL's other high-profile nuclear work in Colorado (Rocky Flats) and Washington (Hanford). Similar to other projects, the mission at the Mound is to accelerate the safe cleanup and closure of the 306-acre site, and then transfer it to the Miamisburg Mound Community Improvement Corporation (MMCIC), an industrial developer.

But something about this project is definitely different from the others: the Mound Site is scheduled for closure in fewer than four years — an unprecedented time frame. CH2M HILL is already ahead of schedule and under budget.

Over the course of the contract, our work will include the demolition of 66 buildings, preparation and transfer of nine facilities for reuse, cleanup of 73 potential contamination release sites, transfer of land to the site developer and shipment of radioactive waste to designated disposal sites.

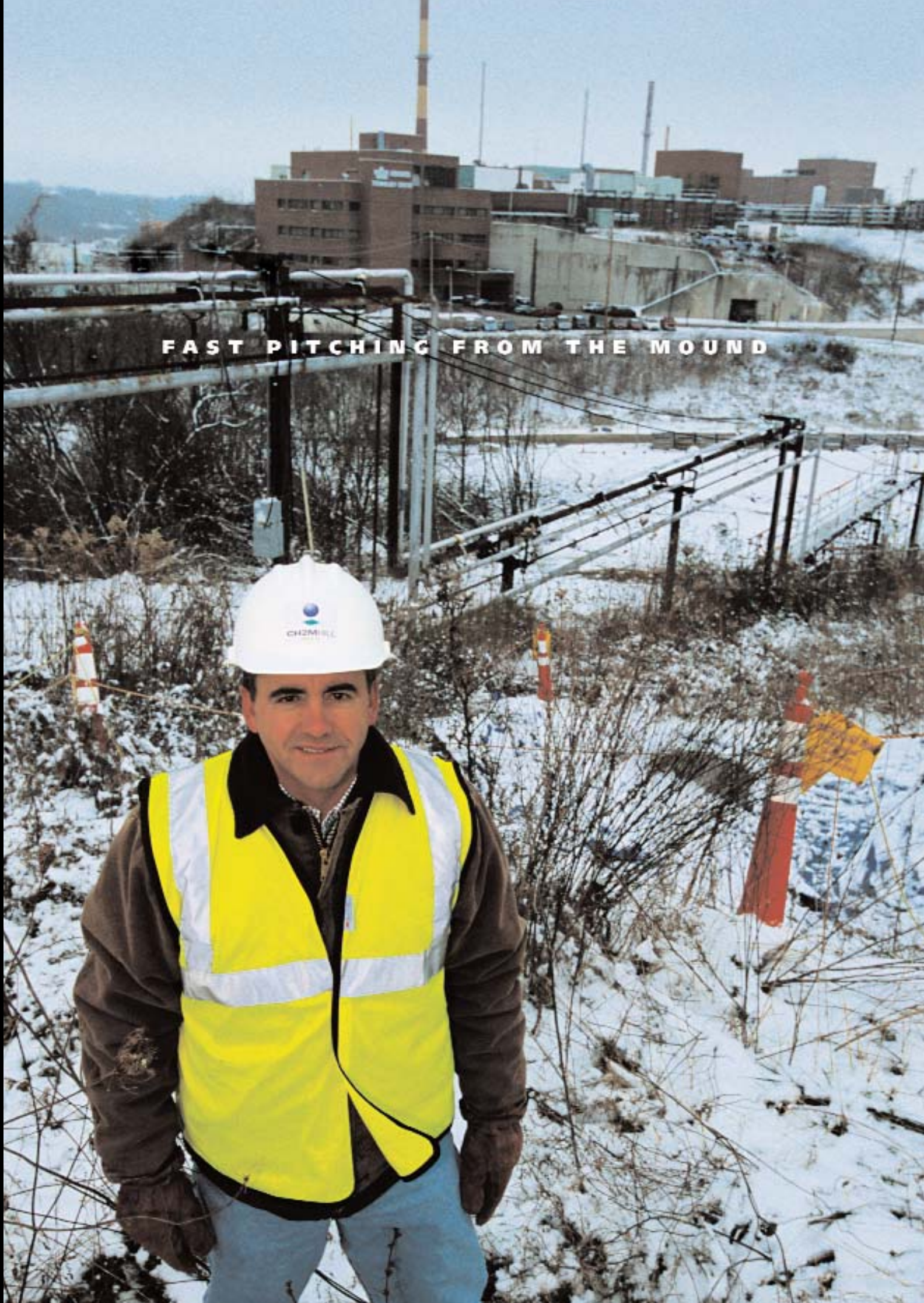


"CH2M HILL has brought a strong project management team to the Mound Closure Project and continues to demonstrate an excellent focus on safety and accelerated project delivery."

— RICK PROVENCHER, DIRECTOR, MOUND CLOSURE PROJECT

"The CH2M HILL Mound team has demonstrated its ability to bring together a plan, schedule and cost in a short period of time. The team has facilitated a good relationship with the community and provided a high level of confidence for a successful project completion."

— MIKE GRAUWELMAN, MMCIC


FAST PITCHING FROM THE MOUND

EXPECT

Us to Be Where You Want to Grow

Going where our clients need us most is nothing new to CH2M HILL, and 2003 was a busy year for our Industrial Design and Construction (IDC) project teams. They delivered multiple projects to Chi Mei Optoelectronics Corp. (CMO) in Taiwan, one of the world's top manufacturers of leading edge flat-panel products.

CMO's Fab 3 facility, designed by IDC, is impressive. It includes one of the world's largest cleanrooms — more than 93,000 square meters (1 million square feet). And, despite the massive scale and complexity of the project, it took only 12 months for CMO and IDC to build the facility. More impressively, our client only needed 97 days from installation of the first pieces of manufacturing equipment to the production and testing of the first flat-panel products.

IDC's project teams continually pushed for cost savings, and we tracked and logged dozens of innovative ideas that helped CMO optimize its facility's capital and operating costs. As a result, IDC was awarded two additional CMO projects including an even larger production facility, Fab 4, and an assembly facility for Thin-Film Transistor-Liquid Crystal Display (TFT-LCD) televisions.

Our client's goal is to become the worldwide leader in flat-panel televisions. With IDC's help, they're well on their way.






BUILDING A BETTER TELEVISION

EXPECT

Us to Make Technology Work for You

Milwaukee's Marquette Interchange links three interstate highways and is traveled by more than 300,000 vehicles each day — twice the traffic it was designed to handle. Reconstructing this "spaghetti bowl" of an interchange is critical, as well as challenging: it's outdated, deteriorating and a whopping 90 percent elevated.

CH2M HILL is a 50-percent owner in Milwaukee Transportation Partners, LLC, the joint venture designing the $810 million reconstruction project for the Wisconsin Department of Transportation. Our local team is applying technology and innovation to save our client and the public both time and money.

We developed a geographic information system (GIS) database and used advanced utility-locating technology to create a three-dimensional map of the hundreds of utilities in the area. Together, our approach and our close coordination with utility stakeholders has saved an estimated $100 million.

Driving technology deeper — 109.5 feet deep to be exact — we struck pay dirt with a pile load-testing program that gathered dynamic monitoring data from soils throughout the project footprint. Loaded with this information, we're developing condition-specific designs and saving approximately $12 million in construction costs.

Looking down the road to construction, CH2M HILL developed a Web-based tool to help drivers avoid traffic jams. The *Construction Connection* generates maps and identifies the best travel routes. This versatile tool also assists our client in program planning by graphically depicting construction over time and tracking project cash flow.

When the project is complete, a legacy of Intelligent Transportation System technology, including automated ramp metering, incident-management cameras and changeable message signs, will help traffic flow more efficiently. Smart move.

"The Marquette Interchange is vital to our economy and transportation system. It is not only the hub for southeast Wisconsin, it is a gateway for the rest of the state. After 35 years of service, it's time to rebuild the Marquette Interchange, and to build it better, and to build it for a lower cost."

—WISCONSIN GOVERNOR JIM DOYLE

"On the Marquette Interchange reconstruction project, our team's extensive use of technology will save time, money and, most importantly, lives. From conceiving the project to designing and delivering it, we're applying numerous technologies that enhance the project delivery process, increase community involvement and support and ultimately deliver a safer, more efficient transportation system."

— MARCY S. SCHWARTZ, TECHNOLOGY DIRECTOR, CH2M HILL TRANSPORTATION BUSINESS GROUP


SMART DESIGN SOLUTIONS ACCELERATE SAVINGS

EXPECT

Us to Exceed Your Environmental Standards

Building one of the world's most advanced semiconductor production facilities is business-as-usual for CH2M HILL's Industrial Design and Construction (IDC) group.

For one of IDC's many semiconductor clients, STMicroelectronics, IDC has designed and helped build several facilities in Europe, Asia and North America.

This latest project, called M6, is located in Catania, Italy, on the island of Sicily, and has proved to be one of the most complex and interesting in the history of the partnership. The quality of Catania's industrial and educational infrastructure, and rich pool of engineering talent, made it an attractive location for a high-technology investment.

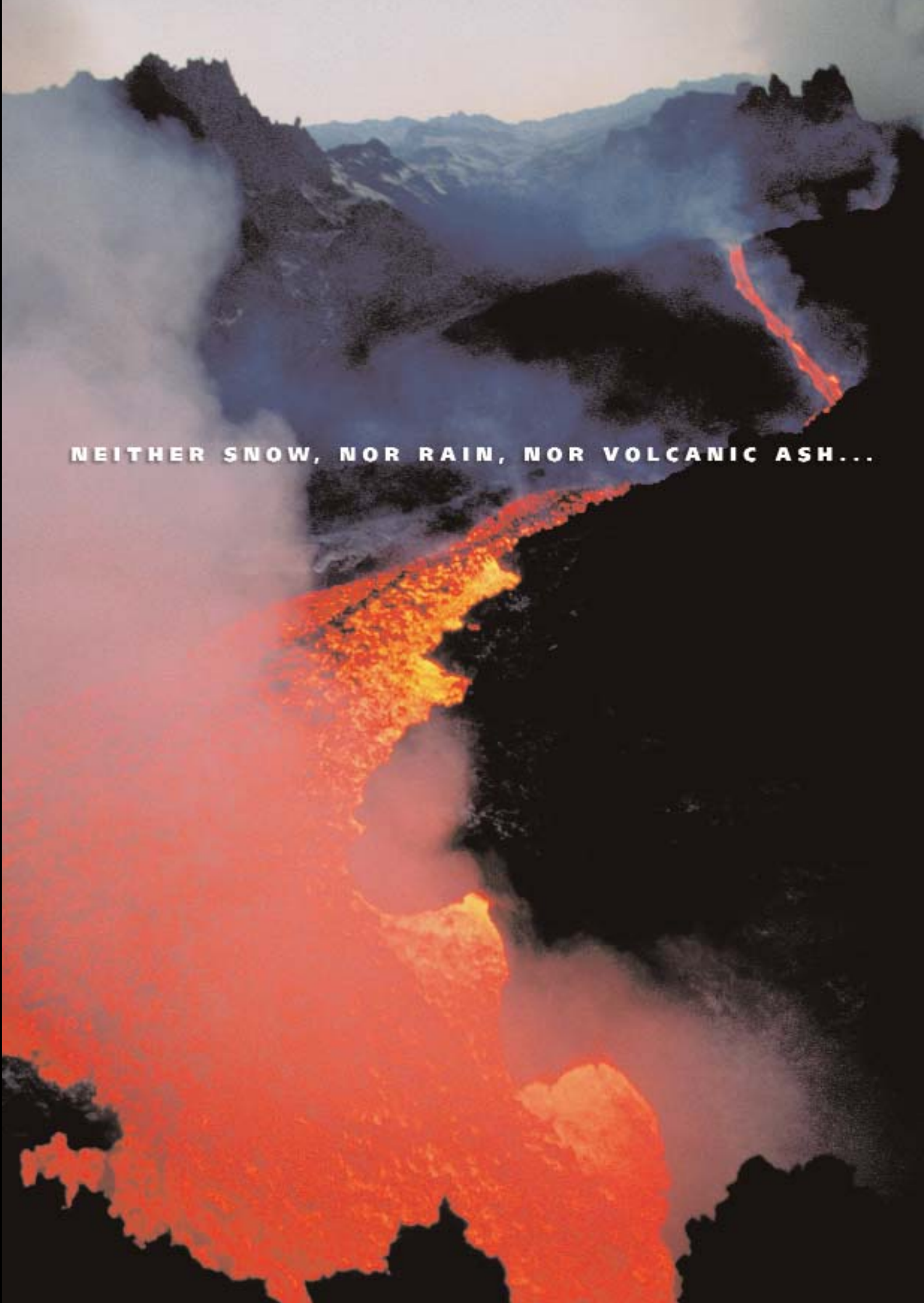
But the advanced Greenfield 300mm manufacturing facility — with an anticipated completed value in the range of US$2 billion — is located within sight of Mount Etna, one of the most active volcanoes in the world. At one point, volcanic ash rained on the site, posing an unusual challenge for a project that incorporates some of the world's most contamination-free environments. The IDC team adapted by quickly adjusting its construction protocols to minimize the impact of possible airborne contaminants.



Our design scope included cleanroom architecture, mechanical, electrical, I&C, chemical, process, life safety and telecommunications. The production complex itself includes a wafer fabrication facility, wafer sort and analytical laboratory areas, a central utilities building and an office building. When complete, the facility will be STMicroelectronics' largest manufacturing plant.

Like all of their fabrication facilities, STMicroelectronics built the Catania site to the highest environmental standards. This includes advanced technologies such as on-site energy cogeneration to meet aggressive targets for minimizing energy consumption, carbon dioxide emissions and waste products. STMicroelectronics' record for environmental protection has been recognized through prestigious awards in Europe, America, Asia and Japan.




NEITHER SNOW, NOR RAIN, NOR VOLCANIC ASH...

EXPECT CLIENT FOCUS

WE ARE RESPONSIVE TO CLIENTS' BUSINESS OBJECTIVES AND GOALS

AS AFCEE'S MOST REQUESTED PARTNER, WE'VE PERFORMED MORE THAN 680 TASK ORDERS AT 100 INSTALLATIONS WORLDWIDE.

Drastic Conditions Call for CH2M HILL

Drought conditions — the worst to hit Colorado in 300 years — brought unexpected challenges to the city of Aurora. Source water quality conditions were expected to deteriorate significantly due to declining reservoir levels, forcing the city to accelerate improvements to its 60 million gallon per day (mgd) Wemlinger Water Treatment Plant.

The city of Aurora Utilities Department selected CH2M HILL to design and construct these treatment process improvements, which included a capacity expansion of 20 mgd. As an added challenge, CH2M HILL was asked to complete the design and construction within one year.

We responded by designing and building the upgraded facility in nine months, completing more than $12 million in construction and returning the Wemlinger facility to full service in time to meet higher demands in the summer months of 2003. As a result, the city was prepared to treat adverse water quality conditions that resulted from the drought and meet its customers' ongoing demands for a reliable supply of safe drinking water.

Ten Years of Excellence, One Project at a Time

Around the globe, we are committed to exceeding client expectations and delivering quality results. Our decade-long relationship with the U.S. Air Force Center for Environmental Excellence (AFCEE) epitomizes this commitment.

We are one of a select group of AFCEE contractors that provides top-notch environmental solutions. This year, we were awarded the sixth consecutive architectural and engineering contract, plus our first AFCEE environmental construction contract. We received delivery orders at 50 Air Force installations in 15 countries where we previously had little or no work.

For the first time in 10 years, we added to our traditional scope of work by providing military planning, defense energy solutions and anti-terrorism/force protection services.

As AFCEE's most requested partner, we've performed more than 680 task orders at 100 installations worldwide, and our work is making a significant impact in the European, Asia-Pacific and Middle East regions.

Greening the Olympic Games

CH2M HILL's track record of working with Olympic venues dates back to the 1996 Summer Olympic Games in Atlanta, where we provided environmental management planning. Since then, we've gained international recognition for our experience in implementing environmental management systems (EMS) for the 2000 Summer Games in Sydney, Australia, and the 2002 Winter Games in Salt Lake City.

Now our sights are trained on Beijing, host of the 2008 Summer Games. During the initial bidding process, CH2M-IDC China — the environmental adviser to the Beijing Olympic Bid Committee — established excellent working relations with the Beijing government. The environmental component of the bid package helped the city win the honor of hosting the 2008 Olympic Games, and it resulted in CH2M HILL winning the EMS work in Beijing.

We are also creating the environmental master plan (EMP) — the overriding environmental policy for all Olympic events. From planning and construction of



City of Aurora



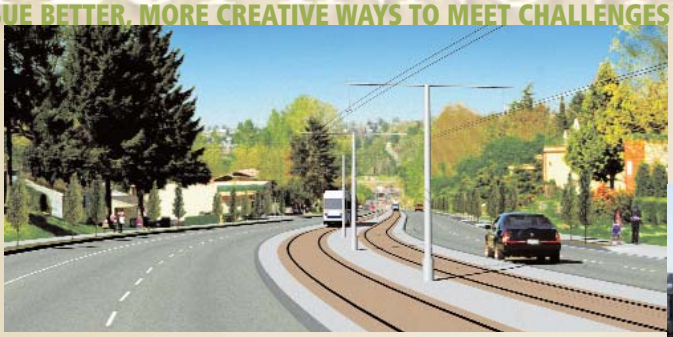
Bonita Springs



Florida Army National Guard

EXPECT INNOVATION

WE ACTIVELY PURSUE BETTER, MORE CREATIVE WAYS TO MEET CHALLENGES



Central Link



Donovan Blast Chamber

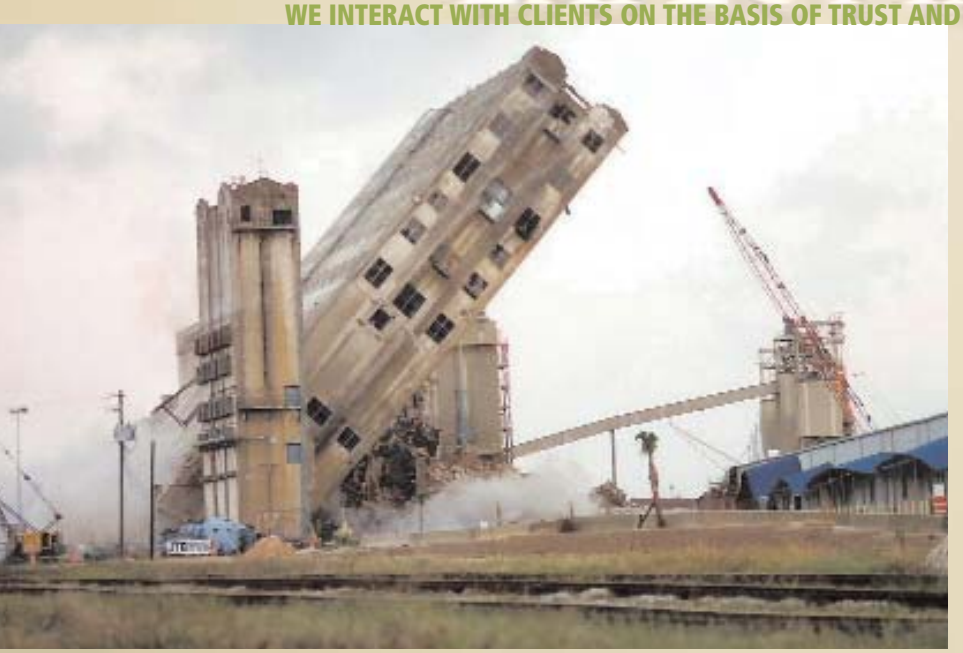




Dubai Silicon Oasis

EXPECT INTEGRITY

WE INTERACT WITH CLIENTS ON THE BASIS OF TRUST AND THE HIGHEST ETHICAL PRINCIPLES



Port of Galveston

the venues, to catering and ticketing, the EMP establishes the environmental goals and objectives for the entire Olympic experience.

With this sustainability-focused EMP, we intend to meet the Beijing government's goal of hosting the "greenest" Olympic Games in history.

Stepping From the Past... Into a Brave New World

CH2M HILL and the Exelon Generation Corporation, LLC, are looking ahead — toward the energy needs of 2020 — by becoming the first team



Exelon Generation Corporation

in more than 20 years to envision the potential construction of a new U.S. nuclear generation power plant.

In September 2003, the team submitted the first-ever "Early Site Permit" application to the Nuclear Regulatory Commission. If granted, the 20-year permit will approve land adjacent to Exelon's existing power station in Clinton, Ill., as safe and suitable for a future nuclear facility.

All but abandoned as an energy alternative in the late 1970s, nuclear power is regaining interest and credibility as energy experts search for ways to provide the electricity needed to fuel our nation for the next two decades. Although our client has several steps to take before possible construction would begin, Exelon — together with CH2M HILL — is lighting the way to tackle the energy challenges of the future.

CH2M HILL: A Trusted Partner

CH2M HILL has assisted Bonita Springs Utilities (BSU) with its water and wastewater needs for many years.

Most recently, BSU was looking to promote potable water savings through the use of high-quality reclaimed water. We presented several different treatment technologies including conventional activated sludge systems, oxidation ditches, sequencing batch reactors and membrane bioreactors (MBR).

"CH2M HILL CONSISTENTLY EXCEEDS MY EXPECTATIONS. WHEN NEW PROJECTS ARISE, I KNOW I CAN COUNT ON CH2M HILL TO PROVIDE THE BEST SOLUTIONS."

– FRED PARTIN, EXECUTIVE DIRECTOR, BONITA SPRINGS UTILITIES

After thorough examination, BSU selected CH2M HILL to design and build the 4 mgd East Water Reclamation Facility. Expandable to 8 mgd, the facility will utilize MBR processes and produce extremely high quality effluent.

The improved effluent will allow for a higher percentage of the reclaimed water to be used, and the MBR will help protect the utility against expensive process changes that may be needed to meet future effluent standards.

Keeping the Army National Guard Rolling Along

Maintaining military vehicles and equipment is vital to the safety of U.S. troops and the people and property they protect. That's why the Florida Army National Guard turned to CH2M HILL to design a state-of-the-art heavy vehicle and equipment maintenance facility at Camp Blanding.

South of Jacksonville, Camp Blanding is the principal support base for most of Florida's National Guard activities. The new facility is essential to the Guard's homeland defense, natural disaster response and mobilization missions.

The 120,000-square-foot, multi-building complex includes tracked and wheeled vehicle maintenance, supply warehousing, administrative offices and support facilities. Our design incorporates current and emerging Department of Defense criteria, including anti-terrorism/force protection standards and sustainability features.

Drawing on our design and environmental services capabilities, we met critical siting requirements with respect to wetlands and other permitting issues and developed a design submittal on an aggressive six-month schedule.

Linking a Community, Block by Block

A successful transportation project binds communities together. On Sound Transit's Central Link project in Seattle, Wash., CH2M HILL collaborated with the client and the community to ensure that a new light rail transit line will be a true asset. We designed two light rail segments in south Seattle totaling 4.3 miles. These segments run through heavily developed neighborhoods, so property issues are particularly sensitive. The area is home to an ethnically diverse mix of residents and both emerging and established businesses, many with unique access and traffic circulation needs.

Our diverse project team, which incorporated local knowledge and reflected our sensitivity to local concerns, co-located with the client to enhance communication and efficiency. We worked with the community and approached the design on a block-by-block and property-by-property basis. As a result, our design minimizes access impacts on the social and economic fabric of this vital community.

World-Class Blast Chamber Technology, Exclusive Advantage

Wherever, whenever an explosive threat exists, CH2M HILL offers clients exclusive, patented technology known as the Donovan

Blast Chamber. It is the most cost-effective detonation chamber available, and has withstood more than 700,000 detonations without failure in 15 years of operation.

Our clients value the chamber's convenience, rapid response capability in emergency events, and detonation capacity to 130 pounds of TNT equivalent explosive. The Donovan Blast Chamber safely controls and cleanly contains detonations for military, municipal, industrial and other clients worldwide. It's the only detonation chamber approved by the U.S. Department of Defense Explosives Safety Board for conventional munitions, including unexploded ordnance.

CH2M HILL is a leader in ordnance-related planning, compliance and restoration services. No other company in the world combines equivalent expertise with Donovan Blast Chamber technology.

Thirsty? How About an Icy Cold Glass of Seawater?

Hong Kong has a never-ending supply of seawater but a limited supply of fresh water. To turn the seawater into a viable resource, Hong Kong's Water Supplies Department selected CH2M HILL over five international competitors to design, oversee operations and monitor the performance of a seawater desalination pilot program capable of producing high-quality treated drinking water.

The project will evaluate state-of-the-art reverse osmosis technology — the process that removes salt from seawater — and a variety of other treatment processes that produce a water product that's not only usable ... it's drinkable!

Additionally, multiple site evaluations will be conducted to select the most appropriate test sites and future plant locations. Data and performance results from the study will be used to establish the technical feasibility and financial viability of a subsequent full-size facility. In the end, CH2M HILL will deliver two key reports that will enable the Hong Kong government to develop a forward-thinking plan for desalination.

Our experience with more than 120 membrane projects will help Hong Kong establish its first world-class desalination facility, demonstrating the city's commitment to environmentally responsible development.



Hong Kong's Water Supplies Department

High-Tech Oasis Takes Form in Dubai

Dubai, United Arab Emirates, marked its entry into the high-tech economy through its Media City and Internet City ventures.The emirate-state is taking the next step with a new technology park envisioned to be the Middle East's epicenter for micro electronics research and manufacturing. Project developer Dubai Silicon Oasis engaged our Industrial Design and Construction (IDC) group to create the master and business plans for the development.

OUR EXPERIENCE WITH MORE THAN 120 MEMBRANE PROJECTS WILL HELP HONG KONG ESTABLISH ITS FIRST WORLD-CLASS DESALINATION FACILITY.

An outstanding location, combined with world-class infrastructure, supports the entire advanced electronics value chain, providing every facility and resource needed for success.

Inspired by the project's name, the development calls for two large technology zones, shaped like tents, around a lush, urban center. The 1,600-acre development encompasses a self-contained mix of manufacturing and light industrial facilities, and a mixed-use urban core with service shops, apartments, hotels, schools and public facilities.

An estimated 50,000 people will live or work in the community by 2020, making the vision of Dubai's high-tech oasis no longer an extraordinary mirage.

EXPECT QUA

WE CONTINUOUSLY SEEK TO ADD VALUE TO OUR SERVICE

Explosive Growth at the Port of Galveston

Strong growth in cruise ship operations at the Port of Galveston, Texas, means down with the old and up with the new. CH2M HILL was the general contractor and construction manager for the implosion of a 236-foot-high headhouse and demolition of numerous reinforced-concrete silos as part of the port's $30 million cruise terminal renovation/expansion program.

The estimated 120,000 tons of concrete rubble from the 1930s-era grain elevator complex is being crushed on site and used as fill for expansion projects. Nearly 100 percent of the debris, including more than 5,000 tons of reinforcing steel, will be recycled.

CH2M HILL also expanded the existing dock and designed and constructed other projects to increase efficiency and enhance passenger comfort and safety. At Cruise Terminal No. 1, we renovated and upgraded the interior facilities and added a new waiting area, VIP area, ticket counters, fire exit stairways, sprinkler and alarm systems and security facilities.

Big or Small, We Give Our All

In an example of true global collaboration, a small staff stationed in Kaiserslautern, Germany, recently worked with our environmental, transportation and design experts in Corvallis, Ore., and San Antonio, Texas, to deliver our first blast analysis and blast mitigation project in Europe.

Working with the Air Force Center for Environmental Excellence (AFCEE) and the Headquarters Command of the United States Air Forces in Europe (USAFE), the CH2M HILL team assessed more than 300 military family housing units at six different USAFE bases. The goal was a serious one: to determine if the facilities could withstand terrorist attack or forced aggression.

As a result of the CH2M HILL work — which was completed on time and on budget — many of the buildings were retrofitted in compliance with established anti-terrorism/force protection criteria.

CH2M HILL is proud to have helped protect U.S. military personnel and their families.

Rising to the Challenge of an Eroding Coastline

During the past 66 years, roughly 2,000 square miles of southern Louisiana coastland has disappeared into the Gulf of Mexico. By 2050, it's projected that an additional 700 to 900 square miles of landscape will meet the same fate.

To save its coastal areas, the state of Louisiana has embarked on what is projected to be the world's largest wetland restoration effort, and CH2M HILL was awarded two key engineering and design projects: the Bayou Lafourche Freshwater Diversion Project and the evaluation of the Third Delta concept.

The diversion project will redirect water from the Mississippi River into Bayou Lafourche (fork), which serves as a conveyance channel to transport and relocate water, sediments and nutrients to deteriorating marshes while blocking saltwater intrusions.

The Third Delta concept focuses on rebuilding deteriorating delta lobes on both sides of Bayou Lafourche by using Mississippi River flows. During major flooding, water that is diverted from the Mississippi would fill a river-sized channel that would erode naturally to produce an ultimate flow capacity of 200,000 cubic feet per second.



Manukau

Mission: Possible

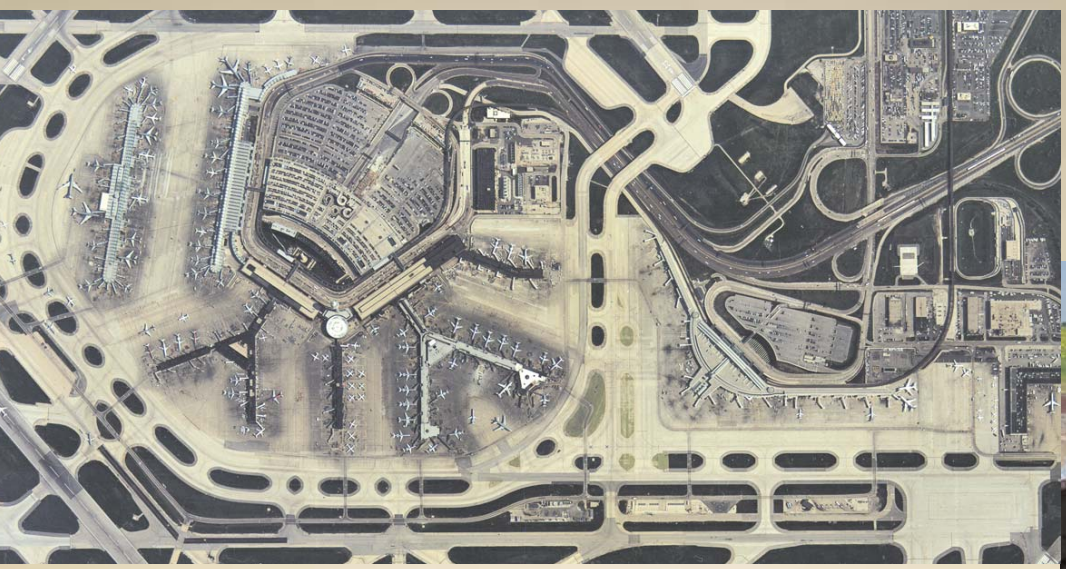
CH2M HILL's mission is to help our clients build a better world. At the Manukau Wastewater Treatment Plant in Auckland, New Zealand — one of the largest environmental restoration and wastewater treatment plant construction projects in the Southern Hemisphere — we recently completed a five-year design-build project that did just that.

First, the existing wastewater treatment plant was upgraded to advanced treatment standards and now features one of the world's largest ultraviolet disinfection facilities. In addition, approximately 1,200 acres of oxidation ponds have been decommissioned and 40 years of accumulated sludge — more than 4.5 million cubic yards — has been removed.

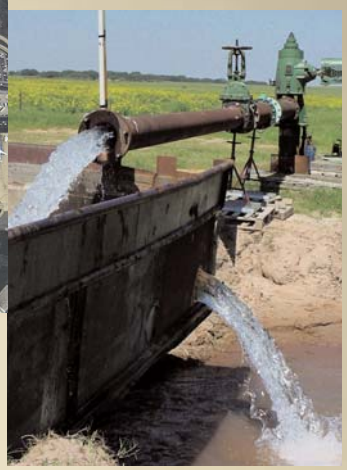
Today, the area has been returned to a natural harbor and park, and people can be seen fishing and shellfish harvesting — activities that had been banned for decades. In addition, migratory birds are again using Manukau as a summer stopover.

After extensive stakeholder involvement, the project also included the restoration of five miles of shoreline deemed sacred by local Maori tribes.

Mission accomplished.



O'Hare International Airport



Edwards Aquifer

EXPECT

WE VISIBLY AND CONTINUOUSLY PROMOTE HEALTH AND SAFETY IN ALL OUR ACTIVITIES

EXPECT TALENTED PEOPLE

WE ATTRACT OUTSTANDING PEOPLE WHO ARE COMMITTED TO SERVING OUR CLIENTS



Rocky Flats

Meeting a Global Challenge through Education and Innovation

The February 2003 grand opening of the NEWater Visitor Centre at the Bedok NEWater Factory in Singapore was a true watershed event in the management of freshwater resources. The success of Singapore's three NEWater facilities and the Visitor Centre offer tremendous hope to the many cities, regions and nations that are facing what is arguably the greatest challenge of the new century —

SAFETY

scarcity of potable water. As part of its program to develop additional water resources, the Public Utilities Board of Singapore joined CH2M HILL to initiate an effort to reclaim used water and educate the public by incorporating an interactive Visitor Centre on site.



Using an innovative combination of membrane filtration, reverse osmosis and ultraviolet disinfection, the Bedok facility became operational in 2002 and now feeds water into Singapore's surface water reservoirs. The Visitor Centre — the first of its kind in the world — was a bold move against an unwritten tradition of maintaining a low profile for this type of water reclamation project.

Today, the risk has paid off. The public has first-hand observation of the NEWater processes and they've been educated about the many misconceptions surrounding water reuse. Within seven months of the opening of the NEWater Visitor Centre, 70,000 visitors had toured the facility and more than two million bottles of NEWater had been distributed at social, national and sporting events.

Mastering the Airfield Shuffle

CH2M HILL is always willing to move mountains for our clients. At Chicago's O'Hare International Airport, we're moving runways, creeks, roads and more.

We're part of a joint venture, BPC Airport Partners, serving as the master civil engineer for the airport's multibillion-dollar modernization program. Along with our local team members Bowman, Barrett and Associates; Primera Engineers, Ltd.; and DB Sterlin Consultants, Inc., we're providing conceptual engineering services for this massive program. Our work includes developing conceptual plans for four new runways and the extension of two existing runways.

Modernizing the world's busiest airport within a constrained site requires creative approaches in planning and design to maintain airport operations during construction. To accommodate the new configuration, we're preparing plans for relocating roads, creeks, a 90-inch water main, railroads, buildings and utilities. Also, the airport's rigorous stormwater management practice requires extensive reconfiguring of existing collection systems and adding almost 2,000 acre-feet of on-site detention.

Designing the right fit for all the pieces will be well worth the effort. The improvements are expected to reduce delays by 79 percent and save passengers hundreds of millions of dollars in delay-related costs each year.

A Day Few Thought Would Come

Aug. 19, 2003, was an extraordinary day for CH2M HILL — and for Colorado. On that day, several members from Colorado's congressional delegation, Department of Energy officials and Kaiser-Hill employees celebrated what many previously said was downright unachievable: the complete and final removal of weapons-usable plutonium from Rocky Flats. The historic occasion marked the end of the Rocky Flats facility as one of the preeminent nuclear weapons fabrication facilities in the United States.

THE REMOVAL OF THE WEAPONS-USABLE MATERIAL, 12 YEARS AHEAD OF SCHEDULE, REDUCES ONE OF THE GREATEST RISKS TO HUMAN HEALTH — AND THE ENVIRONMENT.

Although much more work is to be done, the removal of the weapons-usable material, 12 years ahead of schedule, reduces one of the greatest risks to human health — and the environment. Early forecasts estimated that it would take more than 60 years and $37 billion to complete a cleanup and closure that is now on track to be finished in 2006, saving taxpayers nearly $30 billion.

When the project is complete, Rocky Flats will become a 6,000-acre wildlife refuge.

EXPECT COLLABORATION

WE BRING THE BEST TALENT AND CAPABILITIES TO PROJECTS

"Banking" on the Edwards Aquifer

In San Antonio, the Edwards Aquifer was the sole source of potable water until the Texas legislature mandated reductions in use to protect endangered species that rely on its springs. For the San Antonio Water System (SAWS), that meant developing other water sources for this growing community.

Enter CH2M HILL.

Since 1996, we've been helping SAWS develop an aquifer storage and recovery (ASR) system — a low-cost alternative for storing large volumes of water. Its many benefits include reduced withdrawal and long-term drought protection by storing excess water when supply exceeds demand.

Part of a multi-phase solution, CH2M HILL managed the installation of approximately 30 miles of 60-inch pipeline that connects the Edwards Aquifer to neighboring Carrizo Aquifer. Drinking water from the Edwards will be stored in the Carrizo during wet winter periods and collected for later use during summer peak usage periods.

The project — which will have virtually no impact on the environment — reduces SAWS' use of the Edwards Aquifer by approximately 25 percent (60 million gallons per day) during dry summer months and enhances its reliability for the region.

Vision Beyond Clarifiers and Digesters

Rather than simply expand the Tri-City Water Pollution Control Plant and screen it from public view, CH2M HILL's master plan sought a better solution for the community and environment.

CH2M HILL designed the original plant in the 1980s and was engaged to help three Oregon cities — Gladstone, Oregon City and West Linn — realize their vision, dubbed "Forest in the Floodplain." The plan calls for restoring natural habitat to the way it was 150 years ago and inviting the community to enjoy and learn about the area's rich natural and historical heritage.

In April 2003, these planning efforts were honored by the American Academy of Environmental Engineers with the Grand Prize for planning.

Vancouver "Gateway Program" Opens Door to Solutions

As traffic volume continues to mount in Vancouver, the Province of British Columbia is considering an ambitious program of transportation improvements.

The Gateway Program is a group of potential highway projects along the Fraser River corridor, regarded as the gateway to Greater Vancouver, other parts of Canada and international markets.

CH2M HILL is on a team led by Delcan Corporation that is providing the program engineer function for this approximately US$2.3 billion initiative to improve access, reduce travel times and facilitate multimodal transportation on a regional level. In this role, our team is the provincial Ministry of Transportation's primary source of technical support and expertise. We have overall responsibility for engineering aspects of project justification, definition and capital cost estimates; defining infrastructure impacts to facilitate land acquisition and environmental assessment activities; and supporting program consulting and communications activities.

Our team is working closely with local governments to define the projects and ensure that the program's regional vision is responsive to local needs.

EXPECT CH2M HILL

TO BE WHERE YOU NEED US



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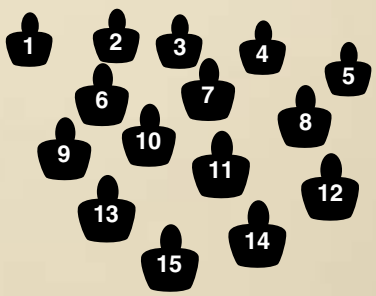
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PICTURED FROM LEFT TO RIGHT:

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Client Focus

Integrity

Safety

Innovation

Quality

Collaboration

The Best People

Excellence

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EXPECT

IT ALL

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CH2M HILL PROFILE

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