

STRENGTH IN UNITY

ANNUAL REPORT 2013



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'STRENGTH IN UNITY'

In the annual report we account for our activities during the 2013 financial year. The sustainability report gives an insight into our sustainability strategy and performance during 2013. The annual magazine provides background information on TBI's current developments and notable projects.

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STRENGTH IN UNITY

A YEAR WITH TWO FACES

For TBI 2013 was a year with two faces. During the year we successfully completed a number of appealing projects, including the Second Coen Tunnel, the bridge over the Waal at Ewijk, Rotterdam Central Station and the Palace of Justice in Amsterdam. We were also awarded the prestigious contract for the construction of the European Patent Office in Rijswijk.

At the same time we were confronted with a further decline of the construction volume in the Netherlands. A development that is expected to be structural. To safeguard the future continuity of our company we were forced to implement painful, but necessary, measures. The workforce was reduced by 800 employees, in some cases through enforced redundancies. A provision was formed for the costs of this reorganisation. As a consequence, despite a positive operating result in 2013*, our net result was negative. The balance sheet position remained strong with a solvency of nearly 30 percent. A solid financial position is the basis for the continuity of TBI.

Despite the shrinkage TBI is positive regarding the future. At the end of the year the first signs of a cautious recovery became visible. Consumer confidence – the basis of our economy – appeared to increase slightly. In the housing market interest in house purchase in the lower segment rose, partly due to the current price level and low interest rates. Interest in medium-priced rental accommodation in urban areas also increased. TBI is responding with specific housing products and concepts. The office market remains, for the time being at least, characterised by low occupancy. In this segment the focus on new construction will shift to the renovation and conversion of existing buildings. How the volume of investment in the infrastructure market develops will depend to a great extent of the priorities set by the (national) government.

The construction sector traditionally does not recover until late in the economic cycle and the recovery is still fragile. Which is why TBI expects that 2014 will be a transitional year that, hopefully, will clear the way for a real recovery.

INNOVATION AND SUSTAINABILITY

As far as TBI is concerned, innovation and sustainability remain the key words for the development of our sector: if you don't think sustainably and innovate you're out of the race. TBI accepts the responsibilities consummate with its strong position. The market has changed and the customer demands solutions with optimum sustainability: projects and products that are energy-efficient and maintenance-friendly and in which sustainable materials are used. The interests of society, the wishes of the clients and our expertise are converging. Sustainability is, therefore, a key success factor and an integral component of TBI's products and services.

INTEGRATED COLLABORATION

Whether it's a residential complex, a building or an infrastructural 'masterpiece', clients are increasingly asking for integrated solutions – from design to maintenance and management – based on functional demands. The objective is to have a clear idea, in advance, of the cost of execution, maintenance and exploitation. We can only fulfil such orders successfully if our companies in the Engineering, Construction and Infrastructure sectors work closely together. This is why the robust growth of multidisciplinary collaboration between our companies is considered a priority in TBI's Strategic Agenda 2013-2015. This strategy is already bearing fruit.

* Operating result from normal business activities (before deduction of reorganisation costs and impairment).

A STRONG NETWORK

In 2013 we took steps to increase the awareness of our brand in the market. To strengthen our identity we switched to dual branding and our concern name was added to the names of the companies as a 'family name'. In this way TBI is making it very clear to the market that it is a network of strong, independent companies that work closely together and make optimum use of TBI's scale advantages. TBI is building more and more bridges within its network.

The clustering of expertise and skills is leading to new initiatives and joint products and services that will ensure the service we offer diverse markets continues to improve. Unity is making us stronger for the future.

Rotterdam, 12 March 2014

On behalf of the Board of Management of TBI Holdings B.V.

D.A. Sperling, Chairman

THE YEAR

Fri-Jado helps supermarkets save energy

The residual heat from refrigeration goes back into the shop, at least it does if Fri-Jado's experts have their way. To date the TBI company has helped over 100 supermarkets use the residual heat from their refrigeration units to heat their shops. This makes a gas connection superfluous. In addition to social relevance and stringent environmental legislation, cost saving is also an important factor in the extremely competitive supermarket branch. Interest in Fri-Jado's services is growing steadily. Both in the press and with clients.



TBI joins Bewuste Bouwers (Aware Builders)

In 2013 TBI joined the Bewuste Bouwers initiative. For TBI the Company's participation in Bewuste Bouwers is one way to work even more sustainably. The code of conduct is the new standard for working. The aim of the code of conduct for construction sites is to make the management of the site and the area around the site even more professional so the site becomes even more a 'good neighbour'. Checks are carried out via audits, but people in the area can also submit their comments about the site via www.verbeterdebouw.nl.



HVL and Croon cluster their strengths

Electrical engineering systems are becoming increasingly intelligent. Reason enough for Croon and HVL to cluster their strengths under the name Croon as of 1 January 2014 to ensure they will continue to have firm foundations in respect of future technological developments. Together they form the largest Dutch company specialised in electrical engineering. Lennart Koek, Director of Croon: 'Clustering our strengths enables the knowledge, capabilities and expertise available within both companies to be utilised more effectively and deployed throughout the country more efficiently.

We value personal contact with and short lines of communication to our clients. With around 2,500 employees and over 15 regional branches there is always a branch in the area.'



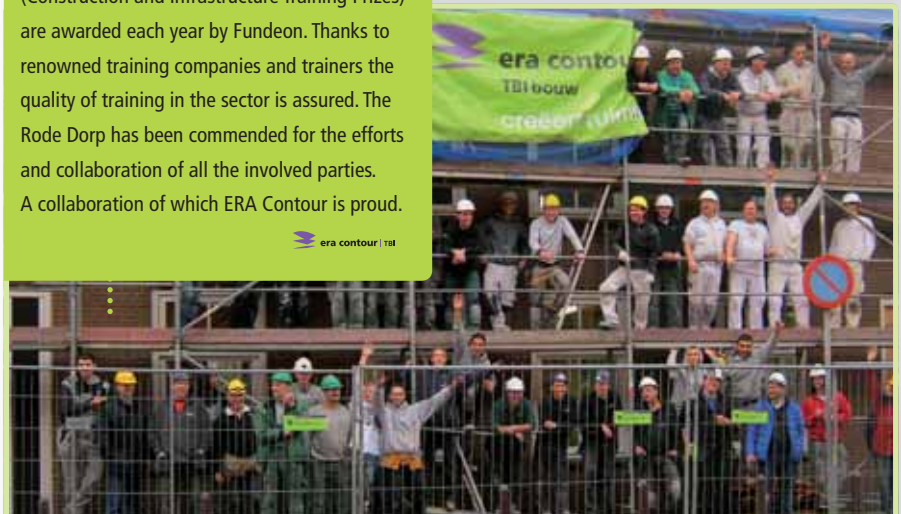
Real estate Woman of the Year comes from ERA Contour

At the end of 2013 Bianca Seekles, Director of Identity & Renewal at ERA Contour, was named the DWIRE Real Estate Woman of the Year (Vastgoedvrouw van het Jaar). The jury selected Bianca Seekles as the winner for several reasons including her leadership, vision and organisational talents and commended her for being involved, right from the beginning, in ERA Contour's successful modernisation concept: the consumer as co-producer. DWIRE is a network for women working in the (commercial) real estate sector.



Best training construction site 2013

Last November the Rode Dorp in Den Haag, developed by TBI company ERA Contour, was named the Best Training Construction Site 2013. The client, Staedion, was nominated with this project. The Onderwijsprizen Bouw & Infra (Construction and Infrastructure Training Prizes) are awarded each year by Fundeon. Thanks to renowned training companies and trainers the quality of training in the sector is assured. The Rode Dorp has been commended for the efforts and collaboration of all the involved parties. A collaboration of which ERA Contour is proud.



AT A GLANCE

New European Patent Office headquarters

In September 2013 the European Patent Office and TBI companies J.P. van Eesteren, Croon, Wolter & Dros and HEVO signed the contract for the execution of the new EPO headquarters in Rijswijk. This was the starting signal for one of the largest construction projects in the Netherlands. From 2017/2018 1,750 people will work in this outstanding 80,000 m² building that combines sustainability with international allure.



Collaboration between TBI and PMF Infrastructure Fund

TBI Holdings B.V. and PMF Infrastructure Fund – a private fund for institutional investors – will collaborate on several public-private projects in the field of utilities and infrastructure. Both the Fund and TBI are contributing expertise and capital. The activities will be carried out by TBI PPP – a partnership established especially for this collaboration. The collaboration offers TBI the opportunity to further strengthen its position in the Dutch integrated projects market and for the Belgian PMF it means a first entry to the Dutch market.



TBI acdmy trainees in finals of national Trainee Battle

On 7 June 2013 the TBI acdmy's trainees from 23 companies battled to win the title of 'Best Trainee Team 2013'. The case study on which they had to work was presented by Marja van Bijsterveldt, Director of the Ronald McDonald Children's Fund. The assignment was to think up an innovative way to find new donors for this charity. The TBI acdmy trainees worked hard on their pitch, which took them through to the final. Alas they were beaten into second place by the trainees from Shell. A feasibility study of their innovative idea will, however, be carried out together with the Children's Fund.



Vitens safeguards drinking water quality with TBI

Last summer Vitens N.V. signed a contract with TBI companies Croon Elektrotechniek, HVL and Eekels Technology for the upgrading of the process automation and electrical engineering of drinking water installations. The contract is for three years with the option of two extensions of two years. Vitens employs more than 1,430 people who work together to ensure the quality of the drinking water supplied to 5.4 million people in the Netherlands.



First cradle-to-cradle school in the Netherlands

Last October Lyceum Schravenlant in Schiedam opened its new school building – the first Dutch school based on the cradle-to-cradle principles. The building is CO₂ neutral: the WCs are flushed with rainwater, an enormous wall of reindeer moss cleans the air and solar energy is used. This is a demonstration project for sustainable innovation in schools, residential areas and public spaces. HEVO steered the municipality and the lyceum through the construction of the new building with high aspirations in the field of sustainability. Willem Adriaansen from HEVO: 'By going through the creative process together we found the solution offering optimum sustainability.'



KEY FIGURES TBI

	2013	2012	2011	2010	2009
CONSOLIDATED FIGURES¹					
Operating revenue	1,744	2,122	2,172	2,024	2,137
EBITDA ²	32.6	66.5	59.4	45.3	47.3
Operating result (EBIT) ²	9.6	41.6	33.3	18.0	22.3
Net result	-13.1	5.8	24.2	-33.6	15.5
Total assets	827.3	870.3	995.0	942.6	1,059.5
Shareholders' equity	244.7	261.7	263.3	239.4	277.5
Interest-bearing long-term liabilities	26.5	25.5	2.6	2.1	14.6
Net working capital	58.7	57.7	52.2	-76.7	-40.5
Cash at bank and in hand	149.0	129.4	216.1	237.4	246.0
Orders received	1,613	1,780	1,940	2,140	2,066
Order book	1,815	1,916	2,394	2,796	2,573
Net investments in tangible assets	15.1	24.2	24.2	21.0	16.1
Depreciation of tangible assets	22.2	24.0	25.2	26.6	24.5
Amortisation of intangible assets	0.8	0.9	0.8	0.7	0.5
Cash flow	9.9	51.2	50.2	50.6	40.5
Average number of employees	7,717	8,216	8,498	8,736	8,930
Number of employees at year-end	7,351	8,143	8,253	8,742	9,000
RATIOS					
Operating result as % of operating revenue ²	0.6	2.0	1.5	0.9	1.0
Net result as % of					
– operating revenue	-0.8	0.3	1.1	-1.7	0.7
– shareholders' equity	-5.4	2.2	9.2	-14.0	5.6
Solvency in %	29.7	30.2	26.6	25.4	26.2
Current ratio	1.30	1.33	1.22	1.20	1.23

¹ Amounts x EUR 1 million and adjusted for comparison purposes.

² Operating result from normal business activities (before deduction of reorganisation costs and impairment).

1 PROFILE, STRATEGY AND AMBITIONS

(all amounts are in euros, unless stated otherwise)

1.1 PROFILE

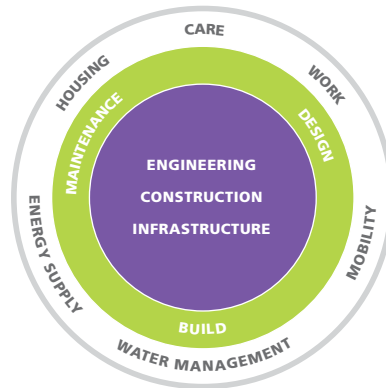
GENERAL

In 2013 TBI (around 7,700 employees) generated operating revenue of 1.74 billion and an operating result before impairment and deduction of reorganisation costs of 9.6 million.

TBI comprises a group of companies that focus on the sustainable renovation, refurbishing and maintenance of our living environment.

Each TBI company operates under its own name plus, since 2013, the concern name added as its 'family name'. This shows that TBI is a versatile network organisation. We are as large as we must be and as compact as we can be. All the TBI companies command high-quality specialist expertise in the field of Engineering, Construction and Infrastructure.

The employees speak the same language and share the same values and aspirations. We work closely together and our network organisation provides ample scope for entrepreneurship. We are at our best when we are close to our clients. That is how we ensure we rejuvenate, equip and maintain our living environment in a sustainable way.



TBI is a private company with limited liability which operates a full two-tier (dual board) regime under Dutch law. Stichting TBI, an independent foundation, is the sole shareholder.

TRENDS

Increasing urbanisation, new technological developments, changing social values and an increasing scarcity of raw materials are contributing towards an 'alternative' economy. This is bringing about the development of a new balance in which corporate social responsibility and sustainability are key concepts. Together they create the context for modern enterprises that want to make a real contribution towards improving the quality of life.

VISION AND MISSION

TBI's vision and mission are as follows:

- TBI strives for a good balance between social commitment and economic progress.
- We focus on long-term continuity. In every one of our companies lines of communication are short and the possibilities for specialisation and development are large. Our foundations are strong, profitable and sustainable companies. We want to invest. In people, in innovation, in the future.
- TBI's employees deliver added-value to our clients. This means we ensure a safe working environment, good labour relations, short lines of communication and good personal development opportunities.

SEGMENT	MARKET	DOMAIN
ENGINEERING	Residential construction	Housing
	Non-residential construction	Care
	Infrastructure (civil engineering)	Work
	Industry	Mobility
	Industry	Energy supply
	Marine & Offshore	Water management
CONSTRUCTION	Residential construction	Housing
	Non-residential construction	Care
	Non-residential construction	Work
INFRA-STRUCTURE	Infrastructure (civil engineering)	Work
	Industry	Mobility
	Industry	Water management
	Industry	Energy supply

- We are living in a time of rapid development and dwindling resources. People, markets and society are demanding enterprises that are able to link progress inextricably with corporate responsibility.
- TBI is very aware of the long-term impact its activities have on people's lives. The future is not something that just happens to us, but something that we can help to create.

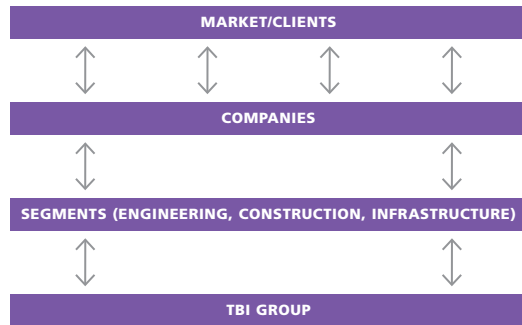
1.2 AMBITIONS AND STRATEGY

AMBITIONS

In December 2012 the Board of Management adopted a Strategic Agenda for 2013-2015 with the following strategic objectives:

- TBI is committed to maintaining, and if possible improving, its current top market position in the engineering and construction sectors.
- TBI aims to achieve a return that is appropriate for the risk profile of the portfolio. TBI companies only carry out projects that dovetail with their existing know-how and capability. Projects must be carried out in a safe, sustainable and cost-effective way.
- TBI strives for financial stability. Financial stability assures our stakeholders of the continuity of our businesses in the short and long term. It entails combining solid ratios (return on equity, solvency and liquidity) with the certainty of a long-term banking facility.

The strategic objectives will be achieved along the lines of the three interrelated and mutually reinforcing strategic levels. The relationship between these levels is as follows:



STRATEGY

TBI combines the scale advantages of a large concern with the enterprise of strong, independent companies. Together we are stronger. Sustainable entrepreneurship is the guiding principle. This translates into four cornerstones (see the diagram below).



TBI IN THE CHAIN

TBI adds value throughout the entire chain of Engineering, Construction and Infrastructure: from development to execution and from maintenance to exploitation. The increasing share of integrated projects means that more and more often TBI companies are involved throughout a project's (entire) life time.

We recognise four phases in which we can add value:

- The development phase: the translation of clients' or users' wishes into an inventory of demands;
- The design phase: the integrated design of objects and/or installations;
- The execution phase: the execution of projects, purchase of (construction) materials and the logistics organisation;
- The maintenance and exploitation phase: an optimum return for clients through the quality of our maintenance programmes and well-considered maintenance plans (preventive and corrective in both execution and through purchasing and logistics).

In the development and design phases the TBI companies draw extensively on their experience with

execution and exploitation and their contacts with suppliers.

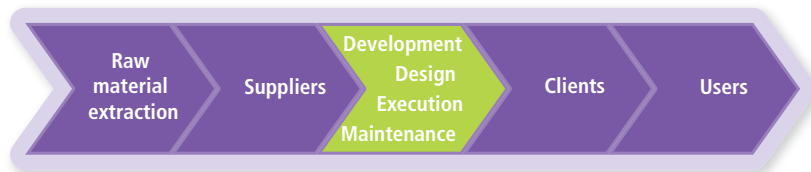
In the execution, maintenance and exploitation phases the TBI companies stimulate their suppliers to come up with innovative solutions that will increase the value for the client and/or users.

The project phases in which the TBI companies are active are shown in schematic form in the illustration below.

The role in the chain determines the degree of influence. Most of the TBI companies influence the value chain all the way from design to exploitation. This applies, for example, for J.P. van Eesteren, ERA Contour, Hazenberg, Koopmans, Croon, Wolter & Dros, Eekels and Mobilis. Their role as a developer and construction project manager means TBI companies such as Synchroon and HEVO have a relatively high degree of influence in the development and design phases.

The starting point for all the TBI companies is to take an entire lifetime approach (the lowest integral costs throughout the lifetime of a project) and to opt for an integrated or multidisciplinary way of working.

Value chain



MEMBERS OF THE SUPERVISORY BOARD

as at 12 March 2014

A.L.M. NELISSEN (65), CHAIRMAN

Appointed in September 2012; term ends in 2016 (available for reappointment). Dutch nationality.

- Member of the Audit Committee
- Member of the Appointments and Remuneration Committee

Former member of the Board of Management of Dura Vermeer Groep N.V.

PRINCIPLE OTHER FUNCTIONS

Member of the Supervisory Board of APG Groep N.V., Van Nieuwpoort Groep N.V., Zuid Nederlandse Theater Maatschappij N.V., Brainport Development B.V.; member of the Board of Rijksmuseum Fonds.

E.H.M. VAN DEN ASSEM (64), VICE-CHAIRMAN

Appointed in July 2012, term ends in 2016 (available for reappointment), Dutch nationality.

- Chairman of the Strategic Committee

FORMER POSITIONS HELD

Chairman of the Board of Management of TBI Holdings B.V., Cofely Nederland B.V., member of the Board of Management of Hagemeyer N.V., DAF Trucks N.V. and various positions at ITT, Alcatel Nederland B.V. and Fokker Aircraft B.V.

PRINCIPLE OTHER FUNCTIONS

Chairman of the Supervisory Board of Eneco B.V., MCB International B.V., EVCF (Eindhoven Venture Capital Fund); member of the Supervisory Board of Flight Simulation Company; member of the Board of FME-CWM; member of the Advisory Board of DAS Rechtsbijstand, IK Investment Partners Ltd; advisor to young starting entrepreneurs (The Oxide Water B.V., BT advice, The Next Web B.V.).

J.B. VAN DONGEN (70)

Appointed in April 2003, most recent reappointment: 2011, term ends in 2015. Dutch nationality.

- Chairman of the Audit Committee
- Chairman of the Appointments and Remuneration Committee

Former Chief Financial Officer of Eneco Holding N.V. and NBM Amstelland N.V.

PRINCIPLE OTHER FUNCTIONS

Chairman of the Supervisory Board of Remia B.V.

J.E. DE VRIES (57)

Appointed in April 2006, most recent reappointment: 2010, term ends in 2014 (available for reappointment). Dutch nationality.

- Member of the Strategic Committee
- Managing Director of Investeringsmaatschappij Schansborgh B.V.

PRINCIPLE OTHER FUNCTIONS

Chairman of the Supervisory Board of Itho-Daalderop B.V., member of the Supervisory Board of Koninklijke Dekker B.V., Koninklijke Oosterhof Holman Beheer B.V., Investerings- en ontwikkelingsmaatschappij N.V. NOM.

MRS. D.J.B. DE WOLFF (54)

Appointed in April 2013, term ends in 2017 (available for reappointment). Dutch nationality.

- Member of the Appointments and Remuneration Committee

Partner in Stadhouders Advocaten, Utrecht.

Former member of the First Chamber of the Dutch Parliament.

Interim General President of the Dutch Bar Association (until 1 November 2013).

2 REPORT OF THE SUPERVISORY BOARD

2.1 ANNUAL REPORT 2013 AND PROPOSED APPROPRIATION OF RESULT

In accordance with Article 22, Clause 4 of the Articles of Association of TBI Holdings B.V., we present the Annual Report for 2013 and the Report of the Supervisory Board to the Annual General Meeting of Shareholders.

The Annual Report, which includes the Report of the Board of Management and the financial statements for the 2013 financial year, has been prepared by the Board of Management. The external auditor, PricewaterhouseCoopers (PwC), has issued an unqualified auditor's report in respect of the financial statements. This auditor's report can be found on page 77 of this Annual Report.

We propose that the Annual General Meeting of Shareholders:

- adopts the financial statements for 2013, which include the proposed appropriation of the result;
- discharges the members of the Board of Management from liability in respect of the policy pursued during the 2013 financial year;
- discharges the members of the Supervisory Board from liability in respect of their supervision of the policy pursued during the 2013 financial year.

The financial statements and Annual Report over 2013 were discussed at length with the external auditor by the Audit Committee in the presence of the Board of Management. The full Supervisory Board also discussed the financial statements and the Annual Report with the Board of Management in the presence of the external auditor. The quality of the internal risk management and control systems was also discussed during this meeting. In 2013 TBI recorded a net loss of 13.1 million.

The Supervisory Board has approved the appropriation of the result proposed by the Board of Management. It is proposed that, in accordance with the Company's Articles of Association, the net loss of 13.1 million is charged to the other reserves and no dividend is distributed to the shareholder.

2.2 COMPOSITION AND FUNCTIONING OF THE BOARD OF MANAGEMENT

On 31 December 2013 the Board of Management comprised the following members:

- D.A. Sperling (Chairman);
- P.J. Heijboer;
- L.J. Pruis RA.

On the recommendation of the Selection & Appointments Committee, in June 2013 the Supervisory Board decided to appoint Mr. P.J. Heijboer a member of the Board of Management. Prior to his appointment Mr. Heijboer was Managing Director of TBI Techniek B.V. and before that the Chairman of the Board of Management of the TBI company Aanneming Maatschappij J.P. van Eesteren B.V.

The composition of the Board of Management does not meet the legislated criterion that at least 30 percent of the Board of Management members must be women.

During the 2013 financial year the Supervisory Board evaluated the functioning of the Board of Management and of its individual members. In the opinion of the Supervisory Board, the Board of Management possesses the desired competencies and functions satisfactorily. This is reflected in the emphasis on unifying themes between the companies and the clear Strategic Agenda 2013 – 2015.

In 2013 the sector came under considerable pressure. This also applied for TBI as a whole. Given the macro-economic developments and the forecasts for the sector, the Board of Management was, unfortunately, forced to implement measures to bring the organisation in line with the anticipated activity level.

2.3 COMPOSITION AND INDEPENDENCE OF THE SUPERVISORY BOARD

On 31 December 2013 the Supervisory Board comprised the following members:

- J.B. van Dongen (Chairman);
- E.H.M. van den Assem;
- A.L.M. Nelissen;
- J.E. de Vries;
- Mrs. D.J.B. de Wolff.

On the recommendation of the Central Works Council, on 11 April 2013 Mrs. D.J.B. de Wolff was appointed a member of the Supervisory Board. The Articles of Association stipulate that the term of office of Supervisory Board members may not exceed 12 years. In 2013 all the members of the Supervisory Board were independent in the sense of best practice provision III.2.2 of the Dutch Corporate Governance Code. On several occasions during 2013 the Supervisory Board discussed the managerial competencies necessary for the proper execution of its task. The Board is of the opinion that the composition of the Supervisory Board is satisfactory and complies with the stipulations of the Dutch Management and Supervision Act (*Wet Bestuur en Toezicht*).

Mr. A.L.M. Nelissen took over the Chairmanship of the Supervisory Board from Mr. J.B. van Dongen as of 1 January 2014.

2.4 ACTIVITIES OF THE SUPERVISORY BOARD

During 2013 the Supervisory Board held four scheduled meetings with the Board of Management. As is customary these meetings were preceded by a closed meeting of the Supervisory Board.

The Chairman of the Supervisory Board met informally with the Chairman of the Board of Management on a regular basis to discuss the course of business. In addition, the Chairman of the Supervisory Board met with individual members of the Board of Management on a number of occasions.

SAFETY

During the year under review the Supervisory Board, together with the Board of Management, paid attention to TBI's safety policy. Key topics discussed included raising safety awareness and the culture of compliance with the safety regulations. In 2013 the safety policy was a permanent topic on the agenda of meetings with the Supervisory Board. For more information on this topic please see Section 3.3 of this Annual Report.

RESULTS

During the scheduled meetings in March, June, September and December considerable attention was paid to TBI's financial results. The Supervisory Board focused particularly on the evaluation of the measures proposed and implemented by the Board of Management in order to respond appropriately to the radically-changed market conditions and the resulting consequences for TBI. In addition to the permanent attention paid to cost control, the unfortunately necessary reorganisations were discussed. The progress of the internal integrations in the Engineering and Construction segments stemming from the strategic reorientation was also discussed with the Board of Management. During the meeting in March the following topics were discussed:

- the Board of Management's report on the fourth quarter of 2012;
- the draft 2012 Annual Report, including the 2012 financial statements and the Board of Management's interim report over 2012;
- the auditor's report in respect of 2012.

The draft 2012 Annual Report, financial statements and auditor's report were discussed at length by the Audit Committee prior to being discussed by the full Supervisory Board. Following the Supervisory Board's discussions it was decided to adopt the 2012 Annual Report and financial statements and to submit them to the Annual General Meeting of Shareholders for approval. On 11 April 2013 the 2012 Annual Report and financial statements were adopted by the General

Meeting of Shareholders. This adoption discharged the members of the Board of Management from liability in respect of the policy pursued during the 2012 financial year and the members of the Supervisory Board for their supervision of the management during the 2012 financial year. In accordance with the proposed appropriation of the result it was decided to distribute a cash dividend of 1.7 million from the net result of 5.8 million achieved in 2012 and to add the remaining 4.1 million to the other reserves.

In December 2013 the Supervisory Board adopted the 2014 Operational Plan.

STRATEGY

At the end of 2012 the Supervisory Board approved the Strategic Agenda 2013 – 2015 drawn-up by the Board of Management. The Agenda sets a course for TBI that will enable the Company to continue operating in the top segments of the Engineering, Construction and Infrastructure markets.

OTHER TOPICS

On the basis of the Board of Management's internal quarterly reports, the Supervisory Board conducted in-depth discussions of the policy in respect of safety, sustainability, management development, risk management, developments related to a number of major projects, fiscal developments and financing aspects. Internal compliance measures were also discussed at length (see Section 3.9 of this Annual Report).

During its meetings with the Board of Management in the year under review the Supervisory Board discussed various investment and divestment opportunities.

Topics discussed during the Supervisory Board meetings not attended by the Board of Management included the functioning of the Board of Management as a whole and of its individual members, the remuneration of the Board of Management members and changes in the Board of Management.

2.5 CORPORATE GOVERNANCE

Application of the Dutch Corporate Governance Code (the Code) is not mandatory for non-listed companies. TBI's corporate governance structure and the motivation behind its approach to the principles and best-practice provisions contained in the Code are described in Section 3.8 of this Annual Report. The provisions are particularly important for the functioning of the Audit Committee, the way financial reports are compiled and disseminated, and the independence of the auditor. TBI's Articles of Association comply with the legislative framework applicable for statutory two-tier (dual Board) companies in the Netherlands. In this context, an amendment to the Articles of Association ratified by a notarial deed dated 15 March 2005 gave the General Meeting of Shareholders additional powers in respect of the appointment of Supervisory Board members.

2.6 SUPERVISORY BOARD COMMITTEES

In 2013 the Supervisory Board had four committees, an Audit Committee, a Selection & Appointments Committee, a Remuneration Committee and a Strategic Committee, each comprising two members.

AUDIT COMMITTEE

The Audit Committee met four times in 2013. The topics discussed were the 2012 financial statements and related reports, the auditor's report, the control plan and the Management Letter. The chairman of the Audit Committee held regular talks with the Board of Management member responsible for the Finance portfolio, when required in the presence of the external auditor.

SELECTION & APPOINTMENTS COMMITTEE

The Selection and Appointments Committee met several times during the year under review in connection with the changes to the Board of Management and the Supervisory Board.

STRATEGIC COMMITTEE

In 2013 the Strategic Committee met twice with the Board of Management to discuss the progress of the Strategic Agenda 2013 – 2015 and the resulting measures.

REMUNERATION COMMITTEE

In 2013 the Remuneration Committee determined the fixed and variable components of the remuneration of the Board of Management members. The amount of the variable remuneration is dependent upon the achievement of both financial and personal objectives.

In December 2013 the Supervisory Board decided that the Selection & Appointments Committee and the Remuneration Committee would be merged as of 1 January 2014.

2.7 CENTRAL WORKS COUNCIL

Members of the Supervisory Board attended a number of the Central Works Council's consultation meetings. In addition, on 17 September 2013 the Supervisory Board and Board of Management met informally with the Central Works Council. This meeting included a presentation on integrity followed by an exchange of ideas.

2.8 CONCLUSION

TBI is not immune to the effects of the economic crisis and in 2013 this led to radical measures being taken regarding the staffing of a number of TBI companies. While we are aware that such measures have far-reaching consequences for the staff concerned and the people close to them, these measures were essential to assure the continuity of the TBI companies and thus to safeguard as many jobs as possible.

TBI is operating in a challenging market environment and sombre economic conditions. The Supervisory Board is of the opinion that, as a result of the measures implemented in 2013, TBI remains financially strong. The Strategic Agenda will ensure that TBI will continue to remain strong in the coming years. Nevertheless, current developments in the markets in which TBI operates could compel TBI and its companies to implement further measures.

Its strong financial position is attributable not only to the good position TBI occupies in the markets in which it is active, first and foremost it is thanks to the great efforts the TBI companies and their staff have made at many times and in many places in order to achieve their targets.

We would, therefore, like to express our great appreciation to the Board of Management, the managements of the TBI companies and all the staff for their dedication and for the results they achieved in 2013.

Rotterdam, 12 March 2014

The Supervisory Board

A.L.M. Nelissen, Chairman
E.H.M. van den Assem
J.B. van Dongen
J.E. de Vries
Mrs D.J.B. de Wolff



- ▲ **COEN TUNNEL** Mobilis, as part of the Coentunnel Company, was involved in the construction of the Second Coen Tunnel. Croon Elektrotechnik was responsible for the traffic technology and tunnel installations. The tunnel went into service in May 2013.

Construction of the new Rotterdam Central Station was entrusted to the TBI companies Mobilis, Croon Elektrotechnik and Wolter & Dros. The station will officially be opened by His Majesty King Willem-Alexander on 13 March 2014.

- ▼ **CS ROTTERDAM**



MEMBERS OF THE BOARD OF MANAGEMENT

as at 12 March 2014

D.A. SPERLING (58), CHAIRMAN

Dutch nationality, appointed in February 2002. Appointed Chairman of the Board of Management in July 2012. He is also a Director of TBI Bouw B.V. and TBI Techniek B.V.

P.J. HEIJBOER (50)

Dutch nationality, appointed as of 1 July 2013 with specific responsibility for far-reaching cooperation between the various TBI companies and the steering of multidisciplinary collaboration related to integrated projects. He is also a Director of TBI Bouw B.V. and TBI Techniek B.V.

L.J. PRUIS RA (61)

Dutch nationality, appointed in October 2012 with specific responsibility for Finance and ICT. He is also a Director of TBI Bouw B.V. and TBI Techniek B.V.

CORPORATE STAFF

E. JONGENEEL RA (38), Head of Reporting and Control
R.M. DE KONING (52), Director of Corporate Responsibility (leaving TBI on 30 June 2014)
P.J.J. LELIEFELD (58), Director of Communications and Organisational Development (from 1 April 2014)
M.W.L. TROMM (50), Head of Legal Affairs

MANAGEMENT ADVISORY COUNCIL

A.J.H. VAN BREUKELEN (54), Chairman of the Board of Synchron B.V.
H. HOMBERG MBA (59), Chairman of the Board of ERA Contour B.V.
H. VAN KEULEN (54), Chairman of the Board of J.P. van Eesteren B.V.
L.B. KOEK MBA (46), Chairman of the Board of Croon Elektrotechniek B.V.
J.M. KULING (50), Chairman of the Board of Ingenieursbureau Wolter & Dros B.V.
J. LUIJTEN (53), Chairman of the Board of Mobilis B.V.
H.C. SMIT (53), Chairman of the Board of Koopmans Bouwgroep B.V.

The TBI structure is characterised by direct contact between the Board of Management and the Management Boards of the individual TBI companies, backed up by a small professional support staff. The Management Advisory Council advises the Board of Management on cross-company themes and on aspects in which the multidisciplinary collaboration between the different segments can be strengthened further.

3 REPORT OF THE BOARD OF MANAGEMENT

KEY DEVELOPMENTS IN 2013

- Injury Frequency 6.8 (2012: 8.5).
- Market conditions remain bad.
- The organisations of several companies adjusted to reflect market conditions.
- Operating result from normal business activities 9.6 million (2012: 41.6 million).
- Reorganisation costs 24.7 million.
- No further impairment of land positions (2012: 20.5 million).
- Operating revenue 1.744 billion (2012: 2.122 billion).
- All segments made a positive contribution towards the operating result.
- Net result –13.1 million (2012: 5.8 million).
- Healthy financial position: strong balance sheet and solvency (\pm 30 percent).
- Number of work-related accidents resulting in sick leave down by 30 percent compared to 2012.

3.1 GENERAL

These are difficult times for companies in the construction and engineering sector. The persisting unfavourable conditions and outlook, especially in the residential and commercial building markets, combined with the economic recession have put considerable pressure on the result development of many companies operating in this sector – including TBI. With a view to maintaining profitability, and thus also safeguarding

the continuity of TBI, many of the TBI companies have adjusted their cost structure to reflect the expected activity level for the coming years. The related reorganisation costs of 24.7 million led to TBI closing 2013 with a net loss of 13.1 million.

The outlook for the markets relevant for TBI compelled us to reduce the (personnel) capacity of the TBI companies in-line with the structurally lower production volume expected in the future. The reorganisations implemented in 2013 reduced the workforce by nearly 800 employees.

The operating result for 2013 (before deduction of reorganisation costs and impairment) amounted to 9.6 million (2012: 41.6 million). The main cause of the lower operating result was insufficient coverage of the indirect costs due to the sharp decline in operating revenue. The decline in operating revenue was the result not only of market developments but also of our strategic focus on 'margin over volume' when it comes to taking on new projects. More and more projects are being acquired via the (public) tender market. This is a capricious market with low prices, which puts margins under pressure. In 2013 the market's hunger for orders was very apparent and even led to market parties submitting tenders (way) below the cost-price level. In a market in which the (lowest) price has always been the most dominant factor in tenders this meant our companies tendered for contracts with mixed success.

The market situation and outlook create dilemmas for the TBI companies. Do you maintain your current level of employment and retain knowledge and capabilities (but in order to do so take on loss-making contracts)? Or do you reduce your personnel capacity to reflect the structurally lower production volumes expected in the coming years? A structurally lower activity level meant a number of companies had to take the decision to radically reduce their personnel capacity. Although we believe the appropriate measures were implemented in 2013 there is no guarantee that further measures will not become necessary in 2014.

TBI's financial performance can be summarised as follows:

KEY FIGURES

(x 1 million)	2013	2012
Operating revenue	1,744	2,122
Operating result* before depreciation and amortisation	32.6	66.5
Operating result*	9.6	41.6
Operating margin*	0.6%	2.0%
Reorganisation costs	-24.7	-9.9
Impairment	-	-20.5
Operating result	-15.1	11.2
Net result	-13.1	5.8
Order book	1,815	1,916
Net working capital	59	58
Cash at bank and in hand	149	129

* From normal business activities (before deduction of reorganisation costs and impairment).

When times are tough, the challenge is to recognise and exploit opportunities. Our philosophy of 'entrepreneurship as the basis' is an important starting point here. This entrepreneurship and professionalism means that TBI staff are in a position to provide clients with an optimum service every day. This offers opportunities, though the risks should also not be underestimated. Although TBI and its companies are in a good (financial) starting position, which can give them a competitive advantage, the keen focus on margins, optimum project management and solid cash flows must not be relaxed. This will enable TBI to continue generating a healthy financial return.

For further information regarding the development of the financial results, equity and financing please see Section 3.5.

3.2 STRATEGIC AGENDA 2013 – 2015

In December 2012 TBI adopted the Strategic Agenda 2013-2015. TBI is one of the top companies active in the construction and engineering sector. To retain and if possible improve this position, one of the strategic targets is to focus as far as possible on the execution of integrated (multidisciplinary) projects. The portfolio structure of the companies and activities in the Engineering, Construction and Infrastructure segments offer TBI the possibility of differentiating itself from the competition.

In the preceding years measures were implemented to improve our companies' market positioning so the advantages offered by the portfolio structure are utilised more effectively. One result of this was the repositioning and clearer positioning of a number of companies. In this context the following portfolio adjustments were implemented in 2013:

- The repositioning and profiling of Croon Elektrotechniek B.V. and HVL B.V. As a result, with effect from 1 January 2013, Croon Elektrotechniek B.V. became the direct shareholder of HVL B.V. Clustering the strengths of both companies has created a powerful electrical engineering company that operates nationwide. The aim was to sharpen and strengthen TBI's position in the electrical engineering market throughout the Netherlands. 2013 was used to prepare for the integration of HVL B.V. within the Croon Elektrotechniek B.V. organisation, which was implemented as of 1 January 2014.
- In preparation for this it was decided to sell (the activities of) HVL Armada Outdoor B.V. The sale went into effect at the beginning of 2013.
- Repositioning and re-profiling of Alfen B.V. As a result of the repositioning of Alfen B.V., as of 1 July 2013 Ingenieursbureau Wolter & Dros B.V. became the direct shareholder of Alfen B.V. The activities of both companies are complementary and they can strengthen each other through closer cooperation.

- To improve the multidisciplinary cooperation in the field of electrical and mechanical maintenance and service, in 2013 preparations began for the merging of the maintenance departments of Croon Elektrotechniek and Ingenieursbureau Wolter & Dros. The aim is to be able to respond to the expected growth in the market for integrated, performance-oriented (nationwide) maintenance (structural and installation contracting), which matches the need of clients.
- In 2013 TBI, via TBI PPP B.V., signed a cooperation agreement with PMF Infrastructure Fund. The cooperation encompasses the joint provision of the expertise and capital necessary for the acquisition of PPS projects. The activities are carried out in TBI PPP B.V. The cooperation offers TBI the possibility of improving its position in the Dutch integrated projects market. For Belgian company PMF it means a first step into the Dutch market.
- In June 2013 TBI, via TBI Infra, acquired Spie Construction Services B.V. in Hoogvliet. The company, which has been renamed Servicis B.V., focuses primarily on concrete constructions and total maintenance and management solutions, in particular in the industry segment. Servicis, with around 50 employees, strengthens TBI's activities in the field of integrated infrastructural and industrial activities.

INVESTING IN INNOVATION

TBI sets great store by innovation. In the current market climate innovation is of great importance as a means of standing out from the competition. There is a continuous focus on the development of new product-market combinations, smart concepts and products.

Each TBI company is responsible for innovations within its own business. The TBI Innovation Fund enables the Board of Management to provide financial support to innovations that create value for TBI as a whole and are, therefore, in the interest of more than just one individual company. For preference developments stemming from multidisciplinary cooperation between TBI companies are supported.

In 2013 an amount of 2.2 million (2012: 2.6 million) was charged to the operating result from normal business activities for innovations made possible by TBI including:

- the continued development of the lekkerEIGENhuis self-design housing concept and the associated home configuration;
- the development of (rapid) charging technology for electric vehicle charging points;
- the introduction of *Ozive* – a studio for the redevelopment of monumental buildings.

The 2013 TBI Annual Magazine, which is published at the same time as this Annual Report, contains more background information about innovative projects and services developed by the TBI companies, such as:

- Alfen, specialised in electrical networks, has developed SOPRA (Sustainable Off-grid Power Station for Rural Applications). Freely translated this is a sustainable local power plant that enables solar energy to be generated and stored so it can be used at night. Interest from the Netherlands and Africa has been considerable. SOPRA is a good example of the sustainability principle People, Planet and Profit. A cost-effective product provides sustainable energy for the use of local people.
- Mobilis, in cooperation with Croon and Wolter & Dros is offering the Automatic Parking System (APS) developed by Skyline Parking AG to the Dutch market. APS enables parking garages to be up to a third more compact than conventional parking garages. It also considerably reduces the amount of energy required for lighting and ventilation.
- Aquanize is a new brand being launched on the market by four TBI companies. It stands for the clustering of knowledge and capabilities in the field of waste and drinking water treatment. As specialists in their fields Croon, Eekels Technology (electrical engineering, automation and information technology), Wolter & Dros (mechanical engineering) and Mobilis (civil engineering) are often involved in projects in the field of water treatment. With the Aquanize brand the

companies are clustering their expertise in this field. More and more often clients are asking for integrated water treatment solutions in which the responsibility is taken over by an external party. Within Aquanize we can be of service to them by offering both the construction and maintenance of water treatment facilities via a single contact point.

TOP 250

The interactive meetings organised by TBI for its top-250 employees are a component of the concern's strategic focus. To follow-up the meetings held in 2012 another TOP 250 was held on 18 March 2013.

The TOP 250 meeting focused on two themes – the presentation of the 2012 financial figures ahead of their publication and the strategic and operational outlook for 2013 – 2015. The TOP 250 is an important event that improves the concern's strategic focus. Participants in the TOP 250 are brought up-to-date with the developments within TBI in an informal way and, at the same time, get to know each other. We can look back on a successful meeting and have decided to make the pre annual figures publication meeting an annual event for our TOP 250.

Further information about TBI's strategic profiling can be found in the *Profile, strategy and ambitions* section.

3.3 SUSTAINABLE ENTERPRISE

TBI wants to be a leading player in the field of sustainable enterprise. We deem sustainable enterprise to be an important foundation for the future and a source of inspiration for innovation. This is why sustainable enterprise is the guiding principle behind our overall strategy.

TBI's sustainability performance and efforts will be described in detail in the TBI Sustainability Report 2013 that will be published later this year and that will be compiled in accordance with the new GRI 4.0 reporting guidelines and verified by EY.

PROGRESS

In 2013 TBI took steps to make sustainability an integral component of its business operations. In 2013 TBI had:

- a clear strategy: laid-down in the Long-term Sustainable Enterprise Plan 2013-2015;
- an operational framework: action plans for sustainable enterprise are an integral component of the operational plans of the TBI companies;
- a professional reporting structure: verification of the TBI Sustainability Report 2013 (GRI 4.0).

This completes the 'get one's own house in order' phase. In 2014 TBI will build further on these foundations and move to the following phase – sustainable value creation, which will involve tackling the following challenges:

- the further implementation of sustainability in our projects and contacts with clients and suppliers (dialogue, satisfaction survey, registrations and project execution);
- making the social value of our activities measurable. Towards this end we will carry out further investigations, for example of the application of the circular economy and true value.

SUSTAINABILITY PERFORMANCE

In 2013 TBI achieved good results in respect of the most important KPIs for sustainable enterprise.

Our performance in respect of four focus themes is summarised below. More detailed information will be included in the TBI Sustainability Report 2013.

1. Safety: as a result of the attention paid to safety and the implementation of the TBI safety guideline, the number of work-related accidents requiring sick leave was 95, which meant an IFR (Injury Frequency rate) of 6.8. In 2012 the IFR was 8.5 based on 136 work-related accidents.
2. Energy and CO₂: a further reduction of our CO₂ footprint – 2 percent down on 2012. The TBI companies also offered a range of new services aimed at the use of sustainable energy or energy savings.

3. A sustainable chain: a reduction of the quantity of waste and a high waste-separation percentage of around 60 percent. TBI has also gained a firmer grip on the chain(s), including through a new performance contract for building rubble and the implementation of the Construction and Timber covenant (100 percent sustainable timber). Sustainability performance is now a component of the evaluation of suppliers in more than 75 percent of the cases.

4. The TBI Innovation Prize 2013 has contributed as a platform for improved communications regarding sustainable innovations. The Top-3 were: the development of slow-steaming electronic technology (Eekels Technology), the 4C housing construction project (ERA Contour) and sustainable construction logistics 'SMART supplies' (Croon Elektrotechniek). In addition, within TBI progress was made with BIM, asset management and multidisciplinary cooperation agreements such as Ozive, Aquanize and the TBI WOONlab. In 2013 various TBI companies received awards for specific sustainability performances. Just a few examples: Koopmans was nominated for the Sustainable Architecture Prize for its own offices (BREEAM 'excellent'). ERA Contour's Rode Dorp (Red Village) was chosen as the best student construction training project in 2013, and the Sluiskil Tunnel achieved the highest Bewuste Bouwers (Aware Builders) score ever.

FIVE CORE PRINCIPLES

Our five core principles form the fundamental attitude for TBI's sustainable enterprise. These principles help translate sustainable enterprise for our employees. TBI also wants to make it very clear to its stakeholders what they can expect from TBI in the field of sustainable enterprise.

1. In TBI's view sustainable enterprise is a joint responsibility. Social issues demand the participation of different parties. Which is why we pro-actively seek dialogue and cooperation with our employees, clients, partners, suppliers and the community.

2. We are working hard to reduce our environmental impact and footprint and that of our clients. Towards this end we work unceasingly towards optimising our transportation, construction and installation processes, use of (building) materials and local-environment management.

3. The safety of our own employees, our partners' employees and the environment in which we work is our top priority. Safe working for everyone: everywhere and all the time.

4. TBI seeks dialogue with clients regarding the most sustainable solution. This demands a pro-active and client-oriented attitude from our staff. In our view co-creation is an important form of this.

5. We work together on innovations in order to be able to offer our clients integrated and sustainable solutions.

SAFETY

Increased safety in the construction and engineering sector is a must. The number of incidents and accidents must be structurally reduced – every accident is one too many. The impact for the victims, family, colleagues and organisation is too great to allow us to ignore the hard facts. We must learn from them. As TBI we are not satisfied with our scores in 2013. We want to continue working more and more safely. Everywhere, all the time.

Safety Committee

In view of the importance of an unambiguous safety policy, at the end of 2011 TBI established a concern-wide Safety Committee. The TBI Safety Committee comprises Management Team members and safety officers from the TBI companies and is headed by the Chairman of the Board of Management. The Safety Committee meets at least once every quarter. Its most important task is to develop and establish a central safety policy aimed at:

- raising safety awareness so as to achieve a further reduction of the number of incidents and accidents;
- central frameworks/minimum standards for safety systems.

Safety action plan 2013 – 2015

The Safety Action Plan 2013 – 2015 was drawn-up on the basis of an analysis of the current company safety culture within the TBI companies conducted by the Aboma safety consultancy bureau and under the auspices of the TBI Safety Committee. The most important component of the Action Plan was the development and adoption of the TBI guideline for safety management.

Safety guideline

The TBI guideline for safety management was adopted by the Board of Management in the summer of 2013. The safety guideline explains the joint ambitions and approach, with many points of departure for an up-to-date and effective safety policy in day-to-day practice. An approach that can be integrated effectively into the total management system because, in terms of organisation and structure, it dovetails completely with the already existing ISO and OHSAS systems. The guideline is also compared with culture assessment

systems such as the Det Norske Veritas *Hearts & Minds* and *Safety Awareness Survey (SAS)*.

In the second half of 2013 the safety guideline was presented to the Boards and managements of all the TBI companies. They were the starting line for the implementation of the safety guideline within the Group. The guideline was also presented to TBI's Central Works Council and Supervisory Board.

The TBI safety guideline will be audited using an in-house audit system. This system will take as its starting point the concept that forms the basis of *Hearts & Minds* – zooming in on the safety culture and safety behaviour within the organisation. The outcomes of the audits carried out will be reported using a *culture ladder*, which will make it very clear how a TBI company has performed, where there is room for improvement and/or where knowledge can be shared. The first audits of this TBI safety guideline will be carried out in 2014. From 2015 on the TBI safety guideline will be fully operational for the management of safety.



3.4 PERSONNEL AND ORGANISATION

Its employees are, and will remain, the greatest asset of every TBI company. They maintain the long-term relationships with clients and deliver added-value. In our view being a good employer means providing a safe working environment, good working relationships and development opportunities in every company.

COMPOSITION OF THE WORKFORCE

At the end of the year under review TBI employed 7,351 (2012: 8,143) people. In 2013 the number of employees decreased substantially due to natural outflow and reorganisations. We expect the workforce to decrease further to around 7,000 employees in 2014.

Each TBI company implements its own personnel policy that best suits the company culture, market conditions, organisational development, etc.

In 2013 preparations began for the establishment of a joint personnel department for all the TBI companies in the Construction & Development sector.

This development stems from the insight that the quality of the personnel policy can be safeguarded and made more professional by sharing capacity and expertise.

This insight fits seamlessly with our strategic spearhead that focus on integration and being a good employer.

The planned merging of the personnel departments of a number of TBI companies is also aimed at a harmonization of the personnel policies within these companies. This will also lead to improved efficiency, more operating strength and improved risk management. In addition, society's increasing digitalisation demands a modern IT structure for personnel management and with it the modernisation of working methods and systems. In the current economic situation this can only be achieved effectively if it is implemented throughout TBI.

LABOUR MARKET COMMUNICATION

In addition to the various TBI companies' efforts to approach the labour market more efficiently and effectively, in 2013 a first impulse was given to more joint activities aimed at labour market communications.

ATTENTION FOR EMPLOYEE DEVELOPMENT

Its employees are the most important capital of a TBI company and its most critical success factor. It does, therefore, go without saying that maintaining and developing the knowledge and capabilities of these employees is extremely important. Only if this is properly organised will we be in a position to achieve our strategic ambitions in the future.

MANAGEMENT DEVELOPMENT

To be able to offer top-talent career opportunities and by so doing retain their knowledge and talent within TBI, explicit attention is paid to management development. The management development programme identifies and develops talent and, where possible, fosters career path development and mobility between the TBI companies.

TBI ACDMY

The TBI acdmy, TBI's training academy for talent and management development, offers four development programmes for different groups of employees – the TRAINEE, TALENT, TEAM and TOP development programmes.

The most important cornerstones of TBI acdmy are the facilities for personal development and integrated cooperation, aimed at the creation of a powerful TBI network from which employees can profit for the rest of their career. TBI acdmy deliberately opts for an integrated approach to the development of employees' potential. Participants are encouraged to look beyond the boundaries of their own business. By developing its employees to their maximum potential TBI also develops itself. You build your own future together with others. TBI acdmy's objective is not only to instil loyalty and developing, but primarily to instil loyalty by developing. More and more often projects in our sector are demanding integrated cooperation. That is precisely what TBI acdmy stimulates. At TBI acdmy the employees learn to share their knowledge and ideas and discover each others' strengths. TBI acdmy helps create loyalty.

COOPERATION WITH ERASMUS UNIVERSITY AND DE BAAK

In 2013 TBI acadmy began a close cooperation for its TOP training programme with the Erasmus University's Rotterdam School of Management (RSM). The RSM's modules focus on finance, strategy and business innovation and take place on the RSM's campus in Rotterdam.

TBI acadmy and De Baak, the institute for leadership, enterprise and personal development, have co-created a new programme for leadership development.

With these new forms of cooperation TBI acadmy has further professionalised its development programmes for future managers and Board members.

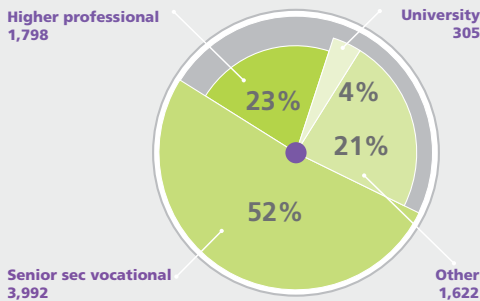
A PLACE IN THE FINALS OF THE 2013 NATIONAL TRAINEE BATTLE

On 7 June 2013 the TBI acadmy's trainees participated in the national Trainee Battle. Trainees from 23 companies battled for the title Best Trainee Team 2013. The Trainee Battle involves thinking up a creative and innovative way to find new donors for the Ronald McDonald Children's Fund.

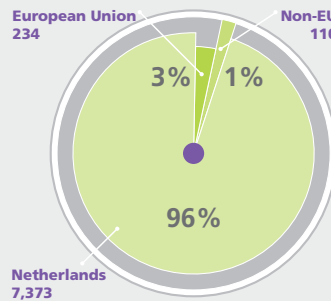
The TBI acadmy trainees worked hard on their pitch, which took them through to the final and, in the end, second place. The Board of Management is proud of the result achieved by the trainees and met with them afterwards to congratulate them.

TBI acadmy CONNECTED

TBI acadmy organises an annual CONNECTED afternoon. During these meetings an inspiring guest speaker talks about a relevant current topic. TBI acadmy CONNECTED offers former participants in the TRAINEE, TALENT, TEAM or TOP programmes an annual opportunity to stay in touch with each other and with TBI acadmy. The core focus is maintaining contacts. During the third TBI



Education level staff



Country of origin staff

acdmY CONNECTED afternoon on 15 November 2013 an active, inspiring workshop that made the participants aware of the power of loyalty was organised.

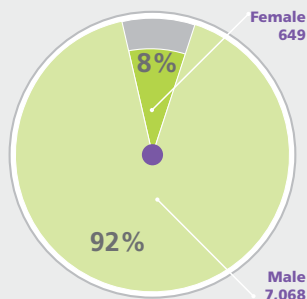
PENSIONS

The pension schemes for the TBI companies' employees – depending on the relevant Collective Labour Agreement or employment contract – are administered by the following pension funds and insurance schemes:

- Pension Fund for the Construction Industry (*Bedrijfstakpensioenfonds voor de Bouwnijverheid*);
- Pension fund for the Metalworking and Mechanical Engineering Industry (*Pensioenfonds Metaal en Techniek*);
- Pension Fund for the Mechanical and Electrical Engineering Industry (*Pensioenfonds van de Metalektro*);
- Insured Company pension schemes;
- Stichting Pensioenfonds TBI pension fund.

The pensions of the majority of employees of the companies within the Engineering segment are accrued in the Pension Fund for the Metalworking and Mechanical Engineering Industry or the Pension Fund for the Mechanical and Electrical Engineering Industry. Unfortunately the development of both these industry-branch pension funds has not been favourable. As of 1 April 2013 the pensions paid out by the Pension Fund for the Metalworking and Mechanical Engineering Industry were reduced by 6.3 percent and the pensions paid out by the Pension Fund for the Mechanical and Electrical Engineering Industry were reduced by 5.1 percent. At the end of 2013 the coverage ratio of both funds was slightly under the required level. The difference is, however, limited.

As of April 2014 the Pension Fund for the Mechanical and Electrical Engineering Industry reduced pensions by a further 0.5 percent. The Pension Fund for the Metalworking and Mechanical Engineering Industry does not intend reducing pensions further.



Staff

In 2014 pension accruals will be reduced because, on the grounds of the Raising Retirement and Pensionable Age Act (*Wet verhoging AOW- en pensioenrichtleeftijd*), they no longer remain within the fiscal boundaries. The accrual percentage of both pension funds is 1.9 percent. The pensionable age is still 65. TBI has no influence over this.

The Pension Fund for the Construction Industry did not reduce accrued pensions in 2013. In 2013 the pension fund's coverage rate rose. Reductions are not expected in the near future. The pensions of the active participants were raised by 0.28 percent as of 1 January 2014. This pension fund reduced pension accruals from 2.25 percent to 1.8 percent from 1 January 2013 and by so doing complies with the new fiscal legislation. As of 1 January 2014 the accrual has risen slightly to 1.84 percent. The pension premium has also been reduced. In addition, as in 2013, the conditional right pursuant to supplementary schemes has been reduced – in 2014 by 16 percent. Here too TBI has no influence.

The pensions accrued with Stichting Pensioenfonds TBI have been fully reinsured with an insurance company under a guarantee contract. Under this contract, the insurer guarantees the pension benefits paid by the pension fund, regardless of the investment result or the age attained by pension scheme members. The guarantee contract between the Stichting Pensioenfonds TBI and the insurer runs until 31 December 2016. A comparable situation applies for the company pension schemes.

With one exception the pension schemes administered by Stichting Pensioenfonds TBI and the company pension schemes already fall within the fiscal boundaries applicable from the beginning of 2014 so do not need to be adjusted. The exception is the excedent-available-premium system which was reduced by 8 percent as of 1 January 2014. At the same time the participant's contribution was reduced by 8 percent.

TBI STUDY FUND FOUNDATION

The TBI Study Fund Foundation (*Stichting Studiefonds TBI*) warrants a mention in relation to corporate social responsibility. The fund promotes the education, study and formation of the children of all TBI company employees by providing school and study grants to children following a course of study at an institution recognised by the Dutch government.

SOCIAL RESPONSIBILITY

TBI and the TBI companies express their social responsibility in many different ways, varying from cultural and social initiatives and donations that help maintain national heritage to participation in (international) development projects and voluntary work.

EMPLOYEE PARTICIPATION/CENTRAL WORKS COUNCIL

TBI regards good cooperation with staff representatives as very important. The Central Works Council currently comprises 16 members, elected by the individual company Works Councils. A consultative meeting with the Board of Management is held five times per year.



▲ DE ORIËNT

ERA Contour won the NEPROM Prize for site development for the 'De Oriënt' project in the Hague's Transvaal neighbourhood.

Mobilis, in combination with Dywidag and Van Gelder, were responsible for an extra bridge over the River Waal on the A50 motorway. The bridge is 1,050 metres long.

▼ TACITUS BRIDGE



3.5 FINANCIAL RESULTS, EQUITY AND FINANCING

OPERATING REVENUE AND OPERATING RESULT FROM NORMAL BUSINESS ACTIVITIES

In 2013 operating revenue amounted to 1.74 billion, a decrease of 378 million (–18 percent) compared with 2012. Operating revenue per operating segment was as follows:

(x 1 million)	2013	2012
Engineering	897	989
Construction	685	922
Infrastructure	189	258
	<u>1,771</u>	<u>2,169</u>
Less: internal revenue	27	47
Operating revenue	1,744	2,122

In 2013 the operating result from normal business activities fell by 32 million to 9.6 million (2012: 41.6 million).

Operating result from normal business activities per operating segment was as follows:

(x 1 million)	2013		2012	
		%		%
Operating result*				
Engineering	1.0	0.1	19.2	1.9
Construction	14.6	2.1	30.7	3.3
Infrastructure	2.1	1.1	8.7	3.4
Group costs + other	<u>–8.1</u>	<u>–</u>	<u>–17.0</u>	<u>–</u>
TBI	9.6	0.6	41.6	2.0

* From normal business activities (before deduction of reorganisation costs and impairment).

The drop in demand resulting from the current market conditions and our strategic focus on ‘margin over volume’ meant a number of TBI companies were compelled to reduce their personnel capacity.

In 2013 the costs of these reorganisations amounted to 24.7 million (2012: 9.9 million). More information can be found in Section 3.1.

In 2013 the balance of financial income and expenses, comprising income interest and charges, amounted to a loss of 2.7 million (2012: a loss of 3.1 million). The result from participating interests amounted to 0.2 million in 2013 (2012: 0.3 million). The net lower interest charges were in part due to a one-time receipt of fiscal interest recompense. If this was not taken into account, interest charges would have risen slightly, primarily due to increased project financing of TBI’s own development projects and because throughout the financial year cash and cash equivalents were drawn under the long-term financing facility. We are increasingly endeavouring to arrange non-recourse project financing for TBI’s own development projects. The project financing is repaid when the project is delivered, generally out of the revenue from project sales.

The effective tax rate for 2013 was 25.2 percent (2012: 30.2 percent). As a result of the considerable reorganisation costs of 24.7 million, in 2013 a net loss of 13.1 million was achieved.

The Board of Management proposes that, in accordance with the Articles of Association, this loss is charged to the other reserves. The Board of Management also proposes that no dividend is distributed to the shareholder. The proposed result appropriation is not incorporated in the (consolidated) balance sheet of TBI Holdings B.V.

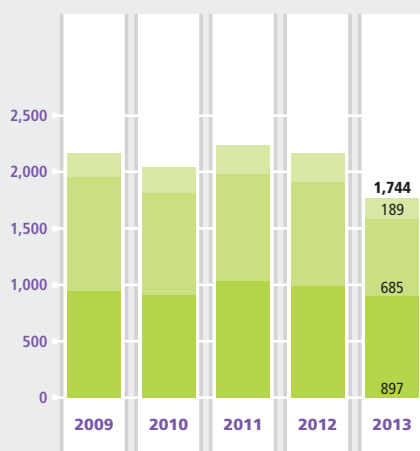
CAPITAL AND FINANCE

The balance sheet based on capital invested is as follows:

(x 1 million)	2013	2012	Change
Non-current assets	135	142	-7
Net working capital	59	58	1
Net cash at bank and in hand	113	123	-10
Invested capital	307	323	-16
Shareholders' equity	246	263	-17
Provisions	35	34	1
Long-term liabilities	26	26	-
Financing	307	323	-16

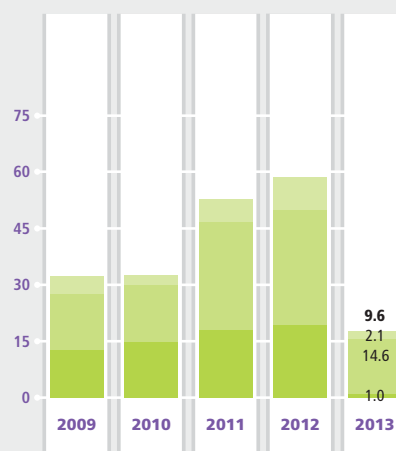
NON-CURRENT ASSETS

The lower non-current assets is due primarily to changes in the (in)tangible non-current assets. The decrease in 2013 of 7 million compared to the end of 2012 was due to net investments (investments minus divestments) in (in)tangible non-current assets in 2013 amounting to 16 million – 7 million lower than the depreciation/ amortisation of (in)tangible non-current assets, which amounted to 23 million in 2013 compared to 25 million in 2012. As a result of the persisting unfavourable market conditions a reticent investment policy was followed.



Operating revenue

(in million euros)



Operating result from normal business activities

(in million euros)

NET WORKING CAPITAL

Net working capital amounted to 59 million at the end of 2013 (2012: 58 million). Net working capital can be specified as follows:

(x 1 million)	2013	2012
Engineering	3	21
Construction	64	55
Infrastructure	-77	-83
Other	69	65
	59	58

At the end of 2013 investment in the real estate portfolio (land positions, building rights, unsold homes under construction and unsold completed homes) amounted to 235 million (2012: 248 million). The decrease was due primarily to the sale of the unsold homes under construction. The increase in the stock of land positions due to purchase commitments remained limited in 2013.

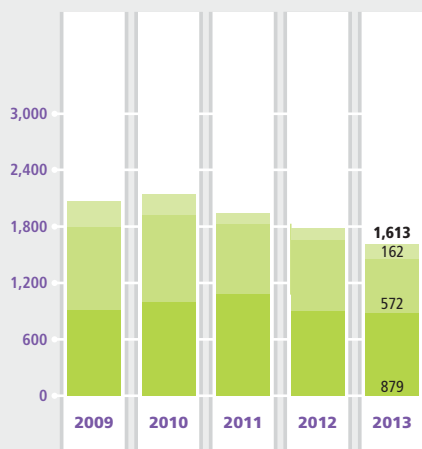
NET LIQUIDITY

The net cash position, less the repayment obligations related to the project financing and a drawn-down current account credit which has been taken to current liabilities, amounted to 113 million at the end of 2013 (2012: 123 million).

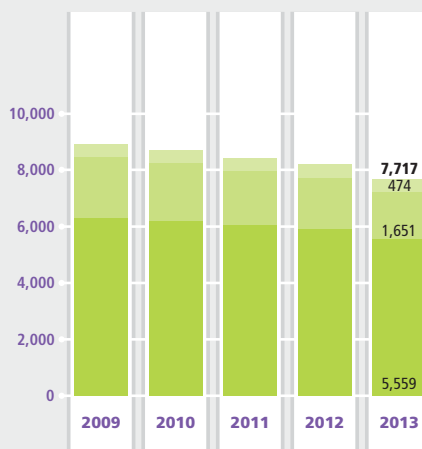
The managing and reducing of the working capital requirement continued to be paid considerable attention within the concern. The Central Treasury ensures a timely insight into the (future) developments of the net liquidity position and monitors the liquidity position on a daily basis.

FINANCING

TBI has access to a guaranteed revolving financing facility totalling 100 million, with an option to increase by a further 50 million. The facility runs until December 2016. As at 31 December 2013 an amount of 20 million of this facility had been drawn down (2012: nil). During 2013 the average draw-down was 32 million. The interest rate is linked to the EURIBOR, whereby



Orders received
(in million euros)



Average number of staff

Engineering
Construction
Infrastructure

the interest term depends on the duration of the draw-down of the loan, increased with a surcharge. The meeting of banking covenants (interest cover ratio and the senior debt cover ratio) is the primary security. In 2013 TBI Holdings B.V. met these financial covenants and is also expected to meet them in 2014.

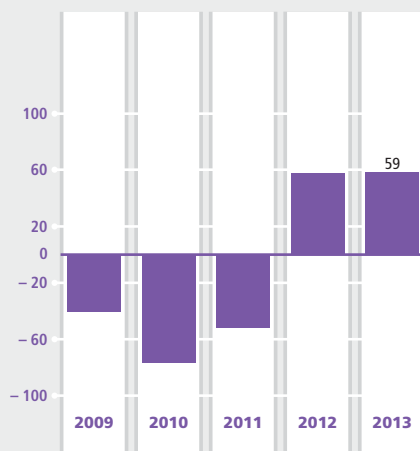
TBI also has R/C facilities totalling 22.5 million at its disposal with three banks. The interest conditions of these facilities are linked to EURIBOR increased by a surcharge. These R/C facilities are only used to cover extremely short-term liquidity requirements. At the end of 2013, as at the end of 2012, there were no amounts drawn-down from these facilities.

TBI Holdings B.V. has six guarantee facilities at its disposal with a total commitment of 500 million. The commitment is at the disposal of the TBI companies. When providing bank guarantees the TBI companies are bound to the guarantee policy of TBI Holdings B.V. This policy includes guidelines for maximum amounts and terms for the provision of individual guarantees.

Deviation is only permitted with the prior approval of the Board of Management.

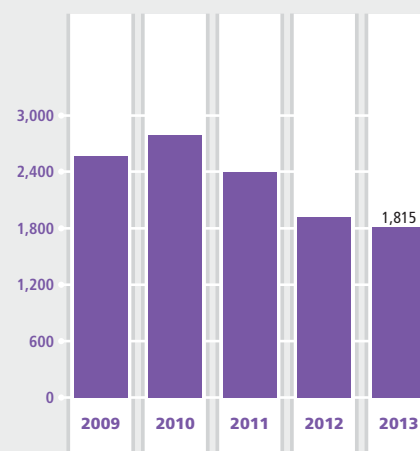
SHAREHOLDERS' EQUITY

At the end of 2013 shareholders' equity amounted to 245 million (2012: 262 million). Compared with the previous year net shareholders' equity decreased by 17 million. The decrease was due to the 13.1 million net loss for 2013 plus the payment of a 1.7 million dividend to the shareholder and goodwill of 2.0 million arising from the acquisitions in 2013. In accordance with the regulations regarding reporting, the goodwill paid in 2013 has been charged directly to shareholders' equity. At the end of 2013 solvency, based on the total assets, was 29.7 percent (2012: 30.2 percent).



Net working capital

(in million euros)



Order book

(in million euros)

The abridged cash flow statement, based on the indirect method, is as follows:

(x 1 million)	2013	2012
Operations	10	-74
Investments	-18	-29
Financing	28	16
Cash flow	20	-87

In 2013 there was a positive cash flow of 20 million (2012: negative 87 million), primarily due to improvement of the operating cash flow, which stems primarily from movements in net working capital. Cash flow from investment activities concerned, in the main, the investments in (in)tangible non-current assets. As a result of the market conditions a reticent investment policy was followed, which meant that net investments in 2013 were lower than in 2012.

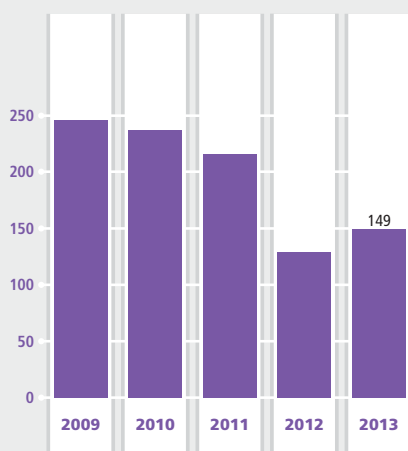
3.6 MARKET DEVELOPMENTS AND OUTLOOK FOR 2014

MARKET DEVELOPMENTS

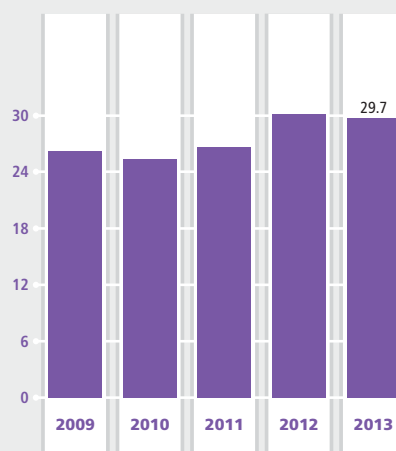
In 2013 TBI generated approximately 96 percent of its net revenue on the Dutch market. The Dutch economy is not in a good position. According to the Dutch Central Statistics Bureau, compared to the previous year at the end of the third quarter of 2013:

- the Dutch economy had shrunk by 0.6 percent;
- investment volume had shrunk by 3.0 percent;
- outflow has risen by 2.5 percent;
- consumption had shrunk by 2.3 percent;
- the number of jobs had decreased by 160,000.

Consumer spending power continued to drop and unemployment continued to rise. Over capacity on the supply side combined with a reduced demand led to cut-throat competition and considerable pressure on prices and margins. All this forced the companies to keep a close watch on relevant developments and (whenever possible) to take timely action to tune the



Cash at bank and in hand
(in million euros)



Solvency
(in percentage)

level of organisational costs to the expected development of (far lower) business activity. The persisting unfavourable economic conditions affected the stability of many market parties. As a result of a cash shortfall our companies were confronted with sub-contractors who were under pressure or even went bankrupt, which can have negative (financial) consequences. In the context of pro-active risk management market developments were followed meticulously.

In its December 2013 forecast the Dutch Central Economic Policy Analysis Bureau (CPB) took into account that the Dutch economy would undergo a modest growth of 0.5 percent in 2014. Building production has a major influence on the development of the Dutch economy. The CPB believes that 2014 could be the year that ushers in an economic recovery: a year in which unemployment stabilises and inflation is lower.

Research by the Economic Institute for the Building Industry (EIB) showed that in 2013 building production fell by nearly five percent. Since the onset of the crisis building production has already dropped by over 30 percent.

According to the EIB's research, in 2013 housing construction (-10.0 percent) and commercial building construction (-4.0 percent) were the segments most affected.

The EIB expects production to decline by a further 0.5 percent in 2014. A slight growth (1.0 percent) is anticipated in the commercial building segment and a decline of 7 percent is anticipated in the residential building segment. The EIB does expect residential building production to increase by 17 percent in 2015.

Residential building construction

The EIB's research showed that in 2013 new building construction was down by 10 percent compared to 2012. The EIB has calculated that since the onset of the crisis in 2008 new residential building construction has dropped by 40 percent.

The uncertain economic outlook has had a major impact on the housing market, which has virtually ground to a halt on the back of historically low consumer confidence. Sales of homes are being negatively influenced by stricter lending conditions and government policy measures. The EIB expects new residential building construction in 2014 will be 7.0 percent down on 2013. According to the EIB the stock of completed homes has for many years lagged behind the level necessary to answer the normal expansion and replacement demand. The EIB believes that in the medium term there will be a sharp rise in new residential building construction and that in 2015 construction will increase by 17 percent compared to 2014.

In 2013 TBI sold 1,048 homes (2012: 638 homes) of which 403 were sold to private buyers, 17 to investors and 628 to housing associations. On 31 December 2013 the stock of completed but unsold homes amounted to 19 (31 December 2012: 26). The number of unsold homes under construction on 31 December 2013 was 80 (31 December 2012: 218).

These homes are available for sale to private buyers. By way of additional security, sale agreements for 14 homes were signed with investors and housing associations. These sale agreements relate to dwellings which had not been sold to private individuals on completion. The effect of this is to reduce the net risk of unsold homes under construction.

Commercial building construction

In the commercial building market TBI focuses on both the development and construction of the buildings and the related (installation) engineering. The volume of construction in the commercial building segment has also decreased significantly in recent years. According to

the EIB, construction volume was 25 percent lower in 2013 than in 2008. As a result of the economic crisis new office building construction was down 50 percent compared to 2008.

Over capacity in the office market means many office buildings are standing empty. The outlook for office construction is, therefore, not very positive. There are opportunities in the renovation and (performance related) maintenance market and in the public building sector, including education, health care and public authorities. Together with the HEVO advisory and building management consultancy, a recognised authority in the education and care market, TBI companies offer a unique proposition for providing clients with integrated and optimum solutions.

TBI also sees opportunities in the field of (monumental) building renovation and conversion. In 2013 the TBI companies HEVO, Nico de Bont and Synchroon launched *Ozive – studio for redevelopment*. *Ozive* means *regeneration, new life* in Croatian. *Ozive* stands for an integrated and multidisciplinary approach to the execution of redevelopment projects. Together with owners, investors and users *Ozive* seeks to give monumental buildings a new and worthwhile future through high-quality and economically achievable redevelopment. *Ozive* has been made possible in part thanks to a contribution from the TBI Innovation Fund. For more information go to www.ozive.nl.

Civil engineering

In 2013 the ending of the central government's stimulation measures, central government and local authority cut-backs, and the business community's reluctance to invest resulted in a 3.5 percent drop in civil engineering activities in the Netherlands. This situation is not expected to improve significantly in the near future. The EIB predicts a further 0.5 percent decline in 2014 followed by a 2.5 percent growth in 2015. TBI occupies a unique position in the civil engineering market with companies such as Croon Elektrotechniek (traffic and tunnel) engineering, Mobilis (civil engineering concrete

construction) and Voorbij Funderingstechniek (foundation engineering). This spread of competencies enables TBI to execute projects on an integrated basis.

The EIB foresees an increase in investment by water companies, particularly in the field of water safety projects. As specialists in their field the TBI companies Croon Elektrotechniek, Eekels Technology (electrical engineering, automation and information systems), Wolter & Dros (mechanical engineering) and Mobilis (civil engineering) are frequently involved in projects related to water treatment. Their expertise is clustered under the brand name Aquanize. For more information go to www.aquanize.nl.

OUTLOOK

Research by the CPB and the EIB makes it clear that an improvement of the economic situation may still be a long way off. The signs are hopeful, but at the moment it is essential to keep a finger on the pulse of the prevailing market conditions, development and outlook. The forecasts are hedged with a fair measure of uncertainty and are largely dependent on the development of the (global) economy and governmental policy. In the short term the further shrinking of building production is expected to put additional pressure on a market climate dominated by over capacity on the supply side and, therefore, on prices and margins. In 2013 the companies active in the residential buildings and engineering segments underwent a (radical) reorganisation. Our companies are prepared to withstand the expected shrinking of the market in 2014.

In 2014 securing orders is expected to remain difficult. The flexibility of our companies will continue to be important. They must be able to respond quickly and effectively to the demands of the market and clients. Responding to the wishes and needs of the client in the right way will be more important than ever. It will not only be 'what' is made that is important, but above all 'how' it is made.

A solid starting position

The conditions in the markets that are relevant for TBI can be described, in a nutshell, as changeable and challenging. The challenge will be to cash in on the opportunities that arise. The entrepreneurship, innovation, creativity, know-how and professionalism with which the TBI companies approach the market will enable them to offer clients an optimum service. Although we closed 2013 with a loss of 13.1 million our balance sheet position remains good and our solvency is a solid nearly 30 percent.

TBI and the TBI companies are in a solid (financial) starting position. In this period of economic uncertainty this will give us a competitive edge and will give clients confidence in our continuity. This will create opportunities, but the risks must not be underestimated and will demand a constant focus on margins, optimum project management and solid cash flows.

Orders received and order book

The orders received in 2013 added up to a total value of 1.6 billion (2012: 1.8 billion) distributed across the segments as follows:

(x 1 million)	2013	2012
Engineering	879	899
Construction	572	751
Infrastructure	162	130
Total orders received	1,613	1,780

TBI has started 2014 with a solid (financial) position and an order book (value of orders still to be carried out and pipeline orders) totalling 1.8 billion (year-end 2012: 1.9 billion).

The distribution across the segments is as follows:

	End of 2013	End of 2012
(x 1 million)		
Engineering	765	818
Construction	847	886
Infrastructure	203	212
Order book	1,815	1,916

The order intake of the companies within the Engineering segment are more limited due to the nature of their activities (short-cycle/product-related).

It is expected that 1.1 billion of the order book will be executed in 2014, with the remainder being available for execution in 2015 and subsequent years.

Based on the size of the order book and the prevailing market conditions, in 2014 TBI anticipates achieving operating revenue of 1.7 billion. In 2014 the development of the operating result from normal business activities will, once again, be influenced to a great degree by the persisting pressure on prices in the markets relevant for TBI. The aim is to maintain profitability through a continuous focus on project management and cost optimisation. The policy of creating scope for innovative solutions in the area of product, process and/or concept development will be continued.

The size of the workforce in relation to the order book and market developments will also be reviewed continuously in 2014. As a result of the reorganisations completed or started in 2013 and natural outflow, the number of employees is expected to decrease to around 7,000 in 2014. Optimisation of the portfolio through acquisitions and/or disposals will remain a focus of attention.

3.7 SEGMENT DEVELOPMENT

A brief outline of the development in each segment in 2013 is given below. A fuller description of the developments per TBI company can be found in *Business developments at a glance* (page 80).

ENGINEERING

(x 1 million)	2013	2012	Change
Operating revenue	897	989	-9%
Operating result* before depreciation and amortisation	13.3	32.7	-59%
Operating result*	1.0	19.2	-95%
Margin	0.1%	1.9%	
Orders received	879	899	-2%
Order book	765	818	-6%

* From normal business activities (before deduction of reorganisation costs and impairment).

The companies within the Engineering segment are active in different sectors of the market, where clients increasingly demand specific technical know-how. Collaborative arrangements are also created in which responsibilities and risks are increasingly placed with the contractors. 2013 was a very capricious year and was greatly influenced by macro-economic developments which had a mainly negative impact on prices. New construction activity in the offices market, especially in the private sector, was virtually at a standstill and still shows little sign of recovery. Construction of new homes was also under pressure.

The performance of the companies in the Engineering segment generated an average of 0.1 percent of operating revenue, clearly less than in 2012 (1.9 percent). The absolute downturn in the operating result from normal business activities was due to a drop in the production volume and lower project results.

CONSTRUCTION

(x 1 million)	2013	2012	Change
Operating revenue	685	922	-26%
Operating result* before depreciation and amortisation	20.8	37.5	-45%
Operating result*	14.6	30.7	-52%
Margin	2.1%	3.3%	
Orders received	572	751	-24%
Order book	847	886	-4%

* From normal business activities (before deduction of reorganisation costs and impairment).

Market conditions in both the residential and commercial buildings sectors were difficult in 2013, as they were in 2012. Residential building production declined even further in 2013 as a result of the economic situation and consumer uncertainty. Housing association investment also dropped dramatically in 2013 due to the (anticipated) implementation of the landlord tax. Our companies did succeed in selling their own development projects to associations. Conditions in the commercial building market remained very tough. The total volume shrunk still further. More and more orders are being contracted via tenders, but fierce competition is putting pressure on prices. The very high vacancy rates and steadily growing public resistance to the addition of new commercial and office buildings offer opportunities for the future redevelopment of (monumental) real estate.



▲ PALACE OF JUSTICE

The Palace of Justice in Amsterdam is an example of cooperation between TBI companies. J.P. van Eesteren was responsible for the construction and Wolter & Dros and Croon Elektrotechniek were responsible for the installations. The Palace of Justice was officially opened by His Majesty King Willem-Alexander on 19 September 2013.

J.P. van Eesteren is constructing the Markthal (Market Hall) in Rotterdam. The Markthal will have 100 fresh produce units, 15 food shops, 8 restaurants and 228 apartments. The garage with 1,200 parking spaces was the responsibility of Martens Van Oord and Mobilis.

▼ MARKET HALL



The financial performance of the companies in the Construction segment dropped by 2.1 percent compared to 2012. The operating result from normal business activities was 14.6 million.

The absolute downturn in the operating result was due to a decline in production volume which led to insufficient coverage of overhead costs.

INFRASTRUCTURE

(x 1 million)	2013	2012	Change
Operating revenue	189	258	-27%
Operating result* before depreciation and amortisation	6.6	13.0	-49%
Operating result*	2.1	8.7	-76%
Margin	1.1%	3.4%	
Orders received	162	130	25%
Order book	203	212	-2%

* From normal business activities (before deduction of reorganisation costs and impairment)

A less well-filled order book at the end of 2012 meant production volume dropped sharply in 2013. At 1.1 percent the operating result from normal business activities was lower than in 2012 (3.4 percent). Market conditions are still not developing favourably in this segment. Although volume is remaining reasonably consistent, prices are under considerable pressure and selection criteria are becoming increasingly stringent. Innovation and specialisation are becoming increasingly important. Due to the selective renewal policy the number of orders acquired in 2013 lagged behind production volume and meant the companies in the infrastructure segment ate into their order book. As a result the operating result for 2014 is likely to be lower than for 2013. The segment's financial performance have continued to lag mainly due to the disappointing results of the Voorbij companies (prefab concrete and foundations).

3.8 CORPORATE GOVERNANCE

GENERAL

TBI is a private company with limited liability which operates a full two-tier (dual board) regime under Dutch law. Its sole shareholder is an independent foundation – Stichting TBI. Stichting TBI has not made use of the possibility of opting for the 'weakened two-tier regime'. One of the consequences is that the members of the Board of Management are appointed by the Supervisory Board and not by the Annual General Meeting of Shareholders.

COMPLIANCE WITH THE DUTCH CORPORATE GOVERNANCE CODE

Although TBI is not a listed company and, therefore, not legally required to apply the Dutch Corporate Governance Code (the Code), the Board of Management and Supervisory Board apply the principles and best practice provisions of the Code as far as possible. The principles embedded in the Code relating to integrity, accountability and transparency, are a particularly important guideline for TBI. The applied Code provisions are incorporated into TBI's Articles of Association, Board of Management Regulations and Supervisory Board Regulations, taking into account the TBI ownership structure. The justification for the deviations is set out below. The principles and best practice provisions of the Code, as stated in Sections II.1 Role and procedure, II.2 Remuneration and II.3 Conflicts of interest, have to a large extent been incorporated into the Board of Management Regulations, with the exception of the provisions relating to publication of information regarding the remuneration of individual members of the Board of Management.

BOARD OF MANAGEMENT

The tasks and working method of the Board of Management are laid down in the Regulations of the Board of Management of TBI. The Board of Management is responsible for the Company's policy,

which is aimed at the achievement of the Company's strategy and objectives including its continuity and the development and incorporation of the ensuing results. The Board of Management is also responsible for complying with all relevant legislation and regulations, managing the risks associated with the business activities and financing the company. The Board of Management exercises its authority as a collective, and thus takes joint decisions on all matters that are of essential importance for the Group. Within the framework of the Board's collective management responsibility, each member of the Board of Management is responsible for the proper execution of particular tasks. The Board of Management determines this division of tasks itself with the prior approval of the Supervisory Board.

Given the size of the Board of Management, the criterion set by the legislator that a minimum of 30 percent of the seats must be occupied by women was not met. TBI is sympathetic to the emancipatory and socioeconomic factors underlying the legal requirements which recently came into force for a balanced gender distribution on the Board of Management and Supervisory Board. TBI believes that its organisation benefits from diversity in its workforce and, in this context, strives to achieve a better representation of women at all levels of the organisation. TBI is aiming to increase the representation of female workers in its personnel policy by devoting particular attention in recruitment and selection procedures to female potential.

SUPERVISORY BOARD

The composition, tasks and procedures of the Supervisory Board are laid down in the TBI Supervisory Board Regulations. The Supervisory Board supervises the general course of business in the Company and its associated enterprises, the functioning of the Board of Management and the policy followed by the Board, and supports the Board of Management with advice. To this end the Supervisory Board receives all the

information needed for the fulfilment of its tasks from the Board of Management in good time.

The members of the Supervisory Board do not receive any bonuses, pensions or other forms of remuneration related to the result of the company.

Supervisory Board committees

Given the size of the company, and with a view to ensuring the proper exercise of its supervisory tasks, the Supervisory Board has appointed the following committees from among its members:

- Audit Committee;
- Remuneration Committee*;
- Selection and Appointments Committee*;
- Strategic Committee.

* On 1 January 2014 the Selection and Appointments Committee and the Remuneration Committee were combined into a single committee.

Under Dutch legislation these committees have no independent decision-making authority. Their task is to prepare the decisions of the Supervisory Board on matters relating to the Group's structure and strategy, internal risk management and control systems and remuneration and appointments policy.

Audit Committee

The Audit Committee has its own Regulations, comprises at least two members and meets at least twice per year. Audit Committee meetings are held in the presence of the Board of Management member responsible for the finance portfolio and, if desired, the external auditor.

The Audit Committee assesses the structure of the internal control measures and the rules and guidelines relating to financial reporting. The Audit Committee also advises the Supervisory Board on all matters concerning the appointment or dismissal of auditors and assesses the content and scope of the audit. The Chairman of the Audit Committee reports the findings in a meeting of the Supervisory Board.

The members of the Audit Committee as at 31 December 2013 were:

- J.B. van Dongen (Chairman);
- A.L.M. Nelissen.

Remuneration Committee

The task of the Remuneration Committee is to advise the Supervisory Board on the remuneration of members of the Board of Management. The Committee reports to the Supervisory Board.

The members of the Remuneration Committee as at 31 December 2013 were:

- J.B. van Dongen (Chairman);
- Mrs. D.J.B. de Wolff.

Selection and Appointments Committee

The Selection and Appointments Committee comprises two members and meets at least once a year. The Selection and Appointments Committee's tasks include making proposals to the Supervisory Board regarding the selection and appointment policy for members of the Supervisory Board and the Board of Management.

The members of the Selection and Appointments Committee as at 31 December 2013 were:

- J.E. de Vries (Chairman);
- A.L.M. Nelissen.

Strategic Committee

The Strategic Committee comprises two members and during 2013 met with the Board of Management twice to discuss the Strategic Agenda 2013-2015.

The members of the Strategic Committee as at 31 December 2013 were:

- E.H.M. van den Assem (Chairman);
- J.E. de Vries.

EXTERNAL AUDITOR

The appointment of the auditor and the instructing of the auditor to conduct the audit of the financial statements as compiled by the Board of Management is the task of the Annual General Meeting of Shareholders following a recommendation by the Supervisory Board. During the Annual General Meeting of Shareholders held on 11 April 2013, the external auditor PwC was reappointed for a period of one year. The Supervisory Board, the Board of Management and the auditor have taken steps to guarantee the objectivity and independence of the external auditor. These measures mean that the auditor performs primarily audit activities and limited (tax) advisory services for TBI. This is tested regularly by the Supervisory Board and the Audit Committee.

The auditor reports to the Board of Management and Supervisory Board regarding the measures taken to ensure that the auditor complies with the professional and statutory requirements intended to guarantee the auditor's independence vis-à-vis TBI.

REMUNERATION

The remuneration of the members of the Board of Management is determined by the Supervisory Board on the advice and recommendation of the Remuneration Committee. The remuneration policy for the members of the Board of Management is designed to motivate the directors of TBI and to keep them motivated to manage TBI as a leading Dutch construction and engineering Group.

The remuneration of the members of the Board of Management comprises a fixed and a variable component.

The amount of the variable remuneration depends on the extent to which both financial and personal targets have been achieved. The remuneration levels of members of the Boards of Management of other Dutch (AMX-listed) groups are taken as a guide in determining the remuneration of members of the Board of Management, bearing in mind the complexity of the Group. In determining the remuneration of the

Chairman and other members of the Board of Management, their specific responsibilities are taken into account. The Remuneration Committee regularly reviews the level of remuneration, where necessary drawing on advice from an (external) remuneration expert in weighing the relevant criteria.

FINANCIAL REPORTING

TBI's financial reporting is based on the principles of the prevailing provisions contained in Part 9, Book 2 of the Dutch Civil Code. The interpretation of the statutory provisions is tested against the applicable Guidelines issued by the Dutch Council for Annual Reporting, which apply in full to financial years beginning on or after 1 January 2013.

The financial statements are discussed by the Audit Committee in the presence of the external auditor before publication and in preparation for their discussion by the Supervisory Board.

The TBI companies are required to follow the TBI financial reporting principles. To this end, internal reporting guidelines have been laid-down in the regularly updated TBI Reporting Handbook.

CHANGES IN ACCOUNTING PRINCIPLES

To bring it in line with the arrangement customary for the branch it was decided to change the presentation of the balance sheet as of 2013. The change concerns primarily the amended classification of expenditure related to project development activities for which no sales contracts have yet been signed. Otherwise than in 2012 these are no longer presented as a component of work in progress but as a component of stocks. It was also decided that non-recourse project financing would no longer be presented as a deduction from work in progress but would be presented separately under (long-term) borrowings from credit institutions. Finally it was decided that in the balance sheet any guarantee provisions would be presented as a component of provisions rather than current liabilities.

None of these changes has any effect on the result and shareholders' equity. All comparison figures included in

the financial statements have been adjusted to reflect the changes.

3.9 RISK MANAGEMENT

Entrepreneurship is closely associated with the taking and management of risks. Dealing with those risks in an aware and responsible manner is a necessary condition for successful operation. TBI operates a strict risk management policy aimed at recognising and managing present and future risks as far as possible.

The Board of Management is responsible for the establishment of and monitoring of compliance with the internal risk management and control systems.

As far as possible, the decentralised organisational structure of TBI serves as the guiding principle here.

The aim is also to develop risk management systems which are appropriate for the size, type of activities and risk profile of the different TBI companies, with the objective of managing the business risks as well as possible whilst providing maximum assurance that the objectives set will be realised.

The (rapidly) changing economic climate naturally leads to a heightened risk profile in some cases. Where necessary, proactive steps are taken to strengthen the risk management systems so that they continue to match the changing market conditions.

The risk management systems functioned properly in the year under review and provided reasonable assurance that there are no indications that the risk management and control systems will not function properly in 2014. Consequently, no material changes to these systems are foreseen. TBI cannot, however, offer any guarantees that no risks will occur. This also does not mean that the risk management systems require no further improvement. Optimisation of the internal risk management systems remains a key focus of attention for the Board of Management. This could lead to a further tightening up of or additions to the systems.

The real estate market has been badly hit by the economic crisis for several years in succession and TBI's real estate activities have suffered badly as a result.

As long ago as 2010, and again in 2012, the persistently

difficult market climate and outlook led to the decision to take very radical measures related to the real estate activities. At Synchroon and the TBI Vastgoed B.V. land bank this resulted in the impairment of the provisions for land positions. The real estate market has been dominated by the reticence of both consumers and financiers and investors. The valuation of land positions is largely a matter of market valuation. On the basis of the evaluation carried out in 2013 it was not necessary to implement a further impairment in 2013. The Board of Management believes that the organisational measures taken earlier at Synchroon are still appropriate as a means of steering Synchroon through the difficult economic climate. Developments are, however, being monitored very closely and, if necessary, further measures will be taken to prevent losses.

The principal risks and the design and operation of the internal risk management systems are described below.

INTERNAL CONTROL AND RISK MANAGEMENT

The Supervisory Board monitors the management of the risks faced by the Group by discussing the quarterly results, the Annual Report, the financial statements, the Strategic Agenda and the Operational Plan with the Board of Management. The Supervisory Board meets the Board of Management to discuss these issues at least four times a year.

Role of the Audit Committee

The Supervisory Board's Audit Committee monitors compliance with financial regulations, the quality of the financial reports and the effectiveness of the internal control systems, and advises the Supervisory Board on these matters.

The full Supervisory Board consults the external auditor at least once each year. The external auditor is appointed annually by the Annual General Meeting of Shareholders.

TBI uses the following instruments for the planning, implementation and adjustment of its business operations:

- The long-term strategy is laid down in the Strategic Agenda 2013 – 2015. The TBI companies base their plans and budgets on this Agenda.
- The implementation of TBI's Annual Plan is the responsibility of the management Boards of the TBI companies. The associated powers and responsibilities are laid down in an authorisation chart and in the management instructions.
- The TBI companies report regularly to the Board of Management regarding progress. The financial reports are assessed centrally and compared with approved budgets. Forecasts are reviewed on a quarterly basis and adjusted where necessary.
- The operational reports and performance of the TBI companies are discussed on a quarterly basis, with a sharp focus on the principal risks and the actions taken to control them.
- Between the quarterly discussions there is regular contact with the TBI companies regarding the operational processes and the associated risks.
- Reporting guidelines are laid down in the regularly updated TBI Reporting Manual, which is based on the prevailing legislation and regulations.

The Board of Management monitors compliance with the relevant financial and other guidelines, supported by the Reporting and Control department. This department reports directly to the Board of Management and operates on the basis of a programme approved by the Board of Management. Audits by the Reporting and Control department focus on the design and functioning of the administrative organisation and internal control systems of the TBI companies.

Project management plays a central role in the management of risks within TBI, from the preparation of the quotation up to and including the delivery of the end product and during the guarantee period.

TBI divides the risks into the following categories: compliance, market, operational, safety and financial.

COMPLIANCE RISKS

TBI believes it is important to do business in a way that takes full account of the interests of the stakeholders. This approach safeguards the continuity of the group and contributes towards the well-being of the individual companies and their employees. Against this background, the TBI companies and their employees are expected to respond to the trust that is placed in them in an expert and professional manner.

The TBI group is active in several markets through a large number of companies. This creates the risk that incidents at individual TBI companies could have consequences for the general reputation of the Group. TBI is aware of its position in society and sets great store by its reputation. This is a key reason for making no concessions regarding the integrity policy and one of the reasons why TBI introduced the TBI Code of Conduct across the group.

The TBI Code of Conduct is a living document, which means it is regularly reviewed to determine whether it still meets the required standards. The TBI Code of Conduct imposes a duty on every TBI employee to perform his or her tasks in a professional, skilful and expert manner and also requires all employees to act with due care, integrity and in a socially responsible way. Every employee must act in accordance with the rules set out in the TBI Code of Conduct. Any TBI employee who is aware of an infringement of this Code of Conduct also has an obligation to report this to the Supervision Officer of the TBI company concerned. These reports are treated as confidential, and an employee who reports an infringement can be assured that he or she will not suffer any disadvantage as a result.

Compliance with the TBI Code of Conduct is stringently monitored. Incidents are investigated and may lead to the imposition of employment-law sanctions. Every TBI company has appointed a Supervision Officer who oversees compliance with the Code of Conduct and advises the management regarding its application.

The Supervision Officer also advises on the implementation of an information programme concerning the content and scope of the Code.

The Supervision Officers report to the Board of their respective TBI companies.

Supervision Officers receive no instructions from their company managements regarding the exercise of their duties. Supervision Officers' reports are made available to the Board of Management.

Supervision Officers perform their tasks autonomously. If the circumstances are unusual the Code of Conduct offers TBI employees the option of reporting a suspected abuse to TBI's External Supervisor.

Other measures designed to manage compliance risks are as follows:

- A *Letter of Representation*, signed each year by the management of the TBI company concerned as evidence of compliance with internal rules and external legislation and regulations. The company managements also furnish the Board of Management with an *In Control declaration* each year.
- Quarterly reports on risks and compliance matters.
- A whistle-blower's regulation that protects employees who draw attention to practices that are contrary to the TBI Code of Conduct.

Horizontal Supervision

TBI has signed a Horizontal Supervision Covenant with the Dutch Tax and Customs Administration. This is intended to enable TBI to meet its tax obligations effectively and efficiently. The aim is to achieve a continuous and up-to-date insight into relevant events and the rapid determination of positions thereby increasing the legal certainty. Core values for horizontal supervision are mutual trust, transparency and understanding. TBI ensures that an internal management system and internal and external control systems are in place, with the aim of submitting tax returns that comply with legislation and regulations and are free of material errors. Facts and circumstances which could lead to a difference of opinion about the fiscal consequences are tabled and discussed as soon as possible.

Sector-specific codes of conduct

Depending on the sector in which TBI companies are active, sector-specific codes of conduct apply. These are as follows:

SBIB Business Code

The objective of the Foundation for the Assessment of Integrity in the Construction Industry (SBIB) is the formulation and supervision of self-disciplinary regulations regarding integrity within the construction industry in respect of order acquisition and competition in the Netherlands. All TBI construction companies and construction-related engineering companies are affiliated to SBIB.

Although the SBIB Business Code is a self-disciplinary scheme, it also has a real external impact. On the one hand because TBI companies inform third parties that they endorse the code and consider compliance with it to be important, and on the other hand because (potential) clients and/or tendering departments consider it important that their contractors compete for tenders in a transparent and above-board way, and that they behave with due care, integrity and social responsibility when carrying out assignments.

Neprom Code of Conduct

Members of the Association of Dutch Project Developers (NEPROM) are bound by the NEPROM Code of Conduct. NEPROM members are expected to behave in a socially responsible way.

The NEPROM Code of Conduct clarifies this through a set of rules governing conduct towards public authorities, clients, third parties, employees, etc. More specifically, this code contains all manner of rules that indicate how a NEPROM member should behave in relation to property and land transactions.

To ensure compliance with the code, in mid 2010 the NEPROM Transaction Register was introduced within TBI. The Transaction Register is an internal system designed to make key aspects of real estate transactions transparent and centrally accessible, with a view to promoting transparency and verifiability. In 2013, as in

the preceding years, TBI's external auditor, PwC, assessed the proper design and functioning of this system as part of its audit.

Dutch Construction and Infrastructure Federation Code of Conduct

All TBI construction companies are members of the Dutch Construction and Infrastructure Federation (Bouwend Nederland). Members of this Federation attach great value to corporate social responsibility, with integrity and competition as the most important cornerstones.

MARKET RISKS

The diversity of TBI's activities means that the risks associated with the activities in the various markets vary. Maintaining a balanced portfolio and spreading the activities across client categories and market sectors reduces the Company's sensitivity to fluctuating market conditions.

Changed political priorities, changes in the central or local administrations and amendments to existing legislation and regulations resulting in changes to long-term plans and ongoing projects, and intensification of competition, all create risks for TBI. The infrastructure sector is the most susceptible to these risks as it operates specifically in the public domain.

OPERATING RISKS

TBI companies carry out a variety of projects which differ from each other in their complexity, size, contract type and throughput time. In order to be able to carry out these projects successfully, the risks encountered during the preparation, execution and completion phases must be identified at an early stage and then managed effectively.



- ▲ EUROPEAN PATENT OFFICE (EPO) In 2014 the TBI companies J.P. van Eesteren, Croon Elektrotechniek, HEVO and Wolter & Dros will start work on the construction of the new EPO head office in Rijswijk.

The Petrus Church in Vught was restored by Nico de Bont. Since the restoration this Church has offered a home to the Meijerij Library and the Vughts Museum.

- ▼ PETRUS CHURCH



The following measures have been taken to manage operational risks:

- a constant focus on compliance with internal project management procedures;
- the clear assignment of responsibility for acceptance of assignments. Within the parameters set in the management instructions and authorisation charts, this responsibility rests with the managements of the TBI companies. Large projects or quotations with a heightened risk profile require the prior approval of the Board of Management;
- working in accordance with ISO quality systems. This offers guarantees that projects will be offered and implemented in a structured way and also provides guidelines for bringing in partners and advisors at the right time;
- insurance of risks stemming from the implementation of projects;
- the prior approval by the Board of Management for investments in land positions, entering into long-term commitments, commencing sale proceedings and commencing at-own-risk construction projects;
- the prior approval of the Board of Management in the case of the possible financing of projects for third parties during the execution phase.

The personnel policy is also important in relation to risk management. As Project Managers play a key role in risk management, they participate in special courses and training programmes. Other measures include keeping up standards of professional knowledge and, where possible, outsourcing ICT services to specialists.

SAFETY RISKS

In view of the nature of the activities, the biggest risk of injury occurs on construction sites. This is why TBI follows a policy aimed at implementing all the measures necessary to prevent accidents, occupational illnesses and damage. Health and safety risks are managed as far as possible by preparing projects in a planned way. The work is organised in such a way (including the layout of the construction site) that it has no detrimental

impact on the health and safety of workers. Employees, temporary staff and subcontractors also receive instruction on safe working methods. Within TBI's decentralised Group structure, the managements of the individual TBI companies are responsible for implementing an adequate safety management system within their company. See Section 3.3 for further information on the specific measures taken in 2013 in order to raise safety awareness among employees and the development of the Safety Action Plan 2013 – 2015.

FINANCIAL RISKS

The financial risks include financing risks, liquidity risks and credit, interest rate and currency risks. The project-based character of TBI's activities leads to a wide variation in the use of operational funds. TBI meets its working capital requirements by raising external finance centrally. This central treasury function then serves as the basis for an internal financing structure. The Board of Management extends credit lines to the individual TBI companies on the basis of internal credit assessments. There is a continual focus on optimising the management of working capital, including an assessment of clients' liquidity and solvency. If necessary, additional collateral is requested or receivables are insured.

Liquidity and working capital management receive and demand continuous attention and a pro-active approach. The awareness of and timely signalling of points requiring attention are important elements of this approach. In 2013 the awareness-raising 'Cash is King' campaign aimed at optimising working capital management was introduced. Working capital management in particular demands constant attention from more than just the people working in finance-related positions within our company. Without them being aware of it employees involved in acquisition, purchasing, production and sales often play a major role in the optimisation/lowering of working capital. In 2013, 48 one-day workshops were organised as part of the

'Cash is King' awareness-raising programme. In total nearly 670 employees participated in these workshops that focused on the improvement and stimulation of awareness of the role employees can play in working capital management. In 2014 additional workshops will be organised in a number of companies. Refresher days will also be organised and will provide feedback on the action points formulated during the first workshop.

In the light of the prevailing market conditions, a cautious approach is adopted to taking on new investment commitments. TBI strives to maintain a good liquidity position at all times, with the key elements being strict control of working capital and a healthy interest coverage and debt/earnings ratio.

TBI uses a variety of financial instruments that are included on the balance sheet, such as liquid assets, debtor and other receivables as well as interest-bearing loans, creditors and other liabilities. TBI makes no use of derivatives such as forward exchange contracts and/or currency options, and does not deal in these financial derivatives.

Credit risk is the risk of financial loss if a client fails to meet contractual obligations. Credit risks stem mainly from receivables from clients. TBI pursues an active policy to minimise credit risk. To manage this risk information from recognised institutions which specialise in the provision of credit information is used. Continual monitoring of the credit risk forms part of the credit management system. In principle, risks are hedged when necessary using credit insurance, bank guarantees, prepayments, etc. The trade debtors as at the balance sheet date do not represent a significant concentration of receivables in specific market sectors. In addition, part of the trade receivables are concentrated in the Dutch public sector.

TBI faces interest rate and cash flow risks related to interest-bearing receivables and debts. On receivables and debts with variable interest rates the Company runs risks with regard to future cash flows. In view of the interest rate and risk profile of the interest-bearing loans,

hedging by means of derivative financial instruments has not been deemed necessary.

Real estate development risks, such as the acquisition of land and commencing construction of own development projects, may only be accepted with the prior written approval of the Board of Management. Every investment application or request to commence sale or construction is assessed on its own merits.

3.10 CONCLUSION

In 2013 the managements and employees of TBI's companies worked hard to achieve TBI's financial and other objectives. Although, unfortunately, the result for 2013 was negative, mainly due to the reorganisations that were initiated, the Board of Management would like to express its great appreciation to everyone who contributed towards the achievement of TBI's objectives.

Rotterdam, 12 March 2014

Board of Management

D.A. Sperling, Chairman

P.J. Heijboer

L.J. Pruis RA

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CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2013

(before appropriation of result)

(amounts x EUR 1,000)

	31 December 2013	31 December 2012*
Non-current assets		
1 Intangible assets	5,137	4,950
2 Tangible assets	126,395	133,561
3 Financial assets	<u>3,621</u>	<u>3,546</u>
	135,153	142,057
Current assets		
4 Stocks	256,570	276,534
5 Work in progress for third parties	–	–
6 Receivables	286,583	322,320
7 Cash at bank and in hand	<u>148,974</u>	<u>129,428</u>
	692,127	728,282
Total assets	827,280	870,339
Group equity		
8 Shareholders' equity	244,657	261,730
Minority interests	<u>1,009</u>	<u>1,091</u>
	245,666	262,821
9 Provisions	34,755	34,333
10 Long-term liabilities	26,467	25,502
11 Current liabilities and accrued liabilities	<u>520,392</u>	<u>547,683</u>
Total liabilities	827,280	870,339

* Adjusted for comparison purposes, see page 53 for further information.

CONSOLIDATED PROFIT AND LOSS ACCOUNT 2013

(amounts x EUR 1,000)

	2013	2012*
12 Operating revenue	1,743,564	2,121,639
Operating costs		
Costs of raw materials and consumables, contracted-out work and other external costs	-1,106,216	-1,410,032
13 Wages and salaries	-372,585	-396,984
Social security charges	-71,171	-77,149
14 Pension obligations	-30,508	-31,922
15 Amortisation of intangible assets	-824	-903
16 Depreciation of tangible assets	-22,239	-23,958
Other operating costs	-155,127	-149,003
Impairment	-	-20,533
	<u>-1,758,670</u>	<u>-2,110,484</u>
Operating result	-15,106	11,155
17 Interest income and expense	-2,708	-3,133
Result from participating interests	<u>167</u>	<u>257</u>
Result from normal business activities before tax	-17,647	8,279
18 Taxation on result	<u>4,482</u>	<u>-2,422</u>
Result from normal business activities after tax	-13,165	5,857
Minority interest in result of group companies	<u>18</u>	<u>-57</u>
Net result	-13,147	5,800

* Adjusted for comparison purposes.

	2013	2012
Further specification		
Operating result	-15,106	11,155
Less:		
- Impairment	-	-20,533
- Reorganisation costs	<u>-24,683</u>	<u>-9,901</u>
Operating result from normal business activities	9,577	41,589

CONSOLIDATED CASH FLOW STATEMENT 2013

(amounts x EUR 1,000)

	2013	2012*
Operating result	-15,106	11,155
Adjusted for:		
– depreciation and amortisation	23,063	24,861
– impairment of land positions	–	20,533
– movements in provisions	422	5,495
Movements in working capital (excluding cash and credit institutions)		
– stocks	19,964	-24,892
– work in progress	-12,497	-103,962
– receivables	35,737	46,013
– other liabilities	-44,708	-47,915
	<u>-1,504</u>	<u>-130,756</u>
Cash flow from operating activities	6,875	-68,712
Interest income and expense	-2,159	-3,133
Corporate tax	4,482	-2,055
	<u>2,323</u>	<u>-5,188</u>
Cash flow from operating activities	9,198	-73,900
Investments in intangible assets	-1,358	-3,226
Investments in tangible assets	-20,208	-26,933
Disposals of intangible assets	5,135	2,699
Disposals of tangible assets	347	8
Movements in financial assets	92	-810
Goodwill paid	-2,021	-264
Cash flow from investment activities	-18,013	-28,526
Long-term liabilities drawn down	965	22,905
Repayment to credit institutions	29,365	-102
Dividend paid	-1,740	-7,266
Other movements	-229	211
Cash flow from financing activities	28,361	15,748
Net cash flow	19,546	-86,678
Movements in cash at bank and in hand:		
Cash at bank and in hand at start of year	129,428	216,106
Movements	<u>19,546</u>	<u>-86,678</u>
Cash at bank and in hand at year end	148,974	129,428
Of which movements in year in construction consortia and other strategic alliances	-5,612	-2,056

* Adjusted for comparison purposes.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

GENERAL

TBI Holdings B.V. comprises a network of companies active in the engineering, construction and infrastructure segments. The TBI companies operate both independently and in partnership, primarily in the Dutch market. TBI Holdings B.V. has its registered office at Wilhelminaplein 37, Rotterdam, the Netherlands.

ACCOUNTING POLICIES

PRESENTATION OF FINANCIAL STATEMENTS

The consolidated financial statements of TBI Holdings B.V. have been prepared in accordance with the statutory provisions as set out in Part 9, Book 2 of the Dutch Civil Code.

The company financial statements of TBI Holdings B.V. have been prepared in a simplified form in accordance with Article 402 Part 9, Book 2 of the Dutch Civil Code.

The consolidated financial statements are presented in euros, the functional currency of the Company. Unless stated otherwise, all financial information is stated in thousands of euros. The balance sheet, profit and loss account and cash flow statement contain reference numbers. These numbers refer to the Notes.

Drawing up the financial statements requires the management to make estimates and assumptions which influence the application of the accounting policies and the reported values of assets and liabilities, income and expenditure. The actual outcomes may differ from these estimates.

The estimates and underlying assumptions are continually assessed. Revisions to estimates are included in the period in which the estimate concerned was revised and in future periods for which the revision has consequences.

CHANGES TO THE PRESENTATION

To bring it in line with the arrangement customary for the branch it was decided to change the presentation of the balance sheet as of 2013. The change concerns

primarily the amended classification of expenditure related to project development activities for which no sales contracts have yet been signed. Otherwise than in 2012 these are no longer presented as a component of work in progress but as a component of stocks. It was also decided that non-recourse project financing would no longer be presented as a deduction from work in progress but would be presented separately under (long-term) borrowings from credit institutions. Finally it was decided that in the balance sheet any guarantee provisions would be presented as a component of provisions rather than current liabilities.

None of these changes has any effect on the result and shareholders' equity. These changes have increased the balance sheet total by 92 million (2012: 112 million). All comparison figures included in the financial statements have been adjusted to reflect the changes.

CONSOLIDATION

The consolidated financial statements contain the financial information of TBI Holdings B.V., the Group companies in which TBI Holdings B.V. holds more than half the capital with voting rights, or in which TBI Holdings B.V. has a decisive say in the management and financial policy on the grounds of supplementary rules, and other legal entities in which TBI Holdings B.V. has a controlling interest or conducts the central management. In general these are participating interests in which TBI Holdings B.V. has a stake of more than 50 percent. The assets, liabilities and results of these companies are fully consolidated. Minority interests in group equity and group results are stated separately.

Participations in consortia – participating interests in which control is exercised jointly with third parties on the basis of a cooperation agreement – are consolidated on a pro rata basis. The duration and legal form of the consortia are not important here. If contracting consortia take the form of a partnership firm, joint and several liability is taken into account if and to the extent that there are grounds for doing so on the basis of the financial position of the consortium and/or one or more of the consortium partners.

Inter-company receivables and liabilities, and the results of transactions between group companies and other legal entities included in the consolidation, are eliminated to the extent that the results did not derive from transactions outside the Group.

The assets, liabilities, results and cash flows of acquired participating interests are consolidated from the moment that a material influence can be exercised on the commercial and financial policy. Results of participating interests sold during the year under review are consolidated until the moment control can no longer be exercised.

Pursuant to Sections 379 and 414 of Part 9, Book 2 of the Dutch Civil Code, a list of participating interests has been filed for inspection with the Trade Register in Rotterdam. A declaration as referred to in Section 403 of Part 9, Book 2 of the Dutch Civil Code has been issued in respect of one Dutch consolidated company.

FOREIGN CURRENCY

Transactions in foreign currencies during the reporting period are disclosed in the financial statements at the exchange rate prevailing on the transaction date. Monetary assets and liabilities in foreign currencies are translated into the functional currency at the exchange rate prevailing on the balance sheet date. Gains or losses ensuing from the settlement and translation are charged to the profit and loss account.

Non-monetary assets which are valued in a foreign currency based on the acquisition price are translated at the exchange rate prevailing on the transaction date.

Translation differences arising from the net investment in a foreign participating interest are charged directly to shareholders' equity in the statutory translation differences reserve.

VALUATION

The valuation principles applied are unchanged compared with the previous financial year. Unless stated otherwise, assets and liabilities are stated at nominal value.

IMPAIRMENT OF NON-CURRENT ASSETS

An assessment is made on the balance sheet date each year as to whether there are indications that a non-current asset could be subject to an impairment. If such indications are present, the realisable value of the asset is determined. An impairment applies if the book value of the asset is higher than the realisable value, whereby the realisable value is the higher of the sales value and the net present value. An assessment is also made on the balance sheet date as to whether circumstances exist which could lead to the reversal of an earlier impairment.

INTANGIBLE NON-CURRENT ASSETS

Intangible non-current assets concerns mainly expenditure for internal development projects for the production of new or materially improved products and processes. This expenditure can be capitalised if the product or process is technically and commercially feasible. The capitalised costs are stated at cost price. Intangible non-current assets are amortised on a straight-line basis based on an estimated useful life of five years or, if this better matches the economic reality, amortised pro rata to the units produced in connection with the development. A statutory reserve is formed for capitalised development costs.

TANGIBLE NON-CURRENT ASSETS

Non-current tangible assets are stated at the lower of historical cost and net present value. Straight-line depreciation is applied to tangible assets on the basis of the estimated economic life of the asset, calculated at the following annual percentages:

Buildings	2½ to 4 percent
Plant, equipment and machinery	20 percent
Other non-current assets	10 – 20 percent

The costs of major maintenance are charged directly to the financial year in which the major maintenance took place, unless there is clear evidence that the maintenance has extended the useful life of the asset, in

which case the costs are capitalised and depreciated pro rata throughout the remaining life of the asset.

FINANCIAL NON-CURRENT ASSETS

Participating interests in which the Company can exercise a material influence over the commercial and financial policy are stated at net asset value in accordance with the accounting policies applicable for the financial reporting of TBI Holdings B.V. Participating interests in which the Company exerts no significant influence are stated at acquisition cost. Reductions in value occurring on the balance sheet date are taken into account.

If the shareholders' equity of a participating interest is negative, the participating interest is valued at nil and the share in the negative shareholders' equity is deducted from the receivables of the participating interest concerned or, if necessary, a provision is formed.

Goodwill is defined as the positive difference between the acquisition cost and net asset value of the participating interests acquired, which is charged to the Other reserves.

The acquisition cost comprises the purchase price paid for the acquisition plus any directly attributable costs. The net asset value of the participating interest is determined by valuing the assets, provisions and liabilities of the participating interest and calculating its result using the same accounting policies as those applicable for TBI Holdings B.V.

In 2013 the composition of the consolidated companies changed as follows:

- As of 1 January 2013 all the shares of HVL Armada Outdoor B.V. were sold.
- As of 3 June 2013 all the shares of Spie Construction Services B.V. in Hoogvliet were acquired. The company's name was changed to Servicis B.V. Servicis reinforces TBI's activities in the field of integrated infrastructural and industrial activities.

Other receivables are stated at amortised cost price, which generally corresponds with the nominal value, taking into account the effective interest rate and less a value adjustment for irrecoverability. On initial recognition other receivables are stated at fair value.

STOCKS

Stocks are stated at the lower of historical cost or market value, taking into account a provision for obsolescence on the basis of the FIFO (first in, first out) method.

Land owned by the Company is valued at the acquisition cost plus the costs of infrastructural development and other costs arising from the ownership of the land, less any provisions deemed necessary for development risks, as soon as these can be foreseen.

No interest is added to land owned by the Company or to projects under development by the Company, except in the case of project-related financing of a limited recourse nature in partnership with third parties.

Capitalised costs related to unsold residential buildings under construction are presented under stocks of residential buildings under construction. Unsold completed residential buildings are presented under stocks of completed residential buildings and similar. No profit is recognised on unsold residential buildings.

WORK IN PROGRESS FOR THIRD PARTIES

Work in progress for third parties is valued at direct project cost – chiefly materials, third-party services and subcontracting, wages and social security premiums – plus a mark-up to cover project costs. A portion of the projected profit on a project proportional to the completed or executed portion of the project is attributed to the project. When calculating the progress of projects aspects taken into consideration include the quotient of the costs incurred up to the balance sheet date for activities already carried out and the estimated total costs. Profit is not recognised until a reliable

estimate can be made of the project result. Provisions for losses are deducted from the value. Profit on the large number of smaller projects, most of which have a term of less than one year, is recognised on completion of the project. This method does not have a material influence on capital or results.

Development projects are valued at direct project cost plus a mark-up to cover general costs. Profit is attributed to projects on the basis of the progress of the production and completed sales. Provisions for losses are deducted from the value.

Declared instalments on work in progress are deducted. A negative net balance of all the work in progress for third parties is presented under current liabilities.

RECEIVABLES

Receivables are stated at amortised cost price, which generally corresponds with the nominal value, taking into account the effective interest rate and less a value adjustment for irrecoverability.

CASH AT BANK AND IN HAND

Cash at bank and in hand comprises cash, bank balances and deposits with a term of less than twelve months. Cash at bank and in hand is stated at nominal value.

LIABILITIES

Liabilities are stated at amortised cost price, which generally corresponds with the nominal value, taking into account the effective interest rate.

Repayment obligations on long-term liabilities falling due within one year are disclosed under Current liabilities: credit institutions.

PROVISIONS

Provisions are formed for all legally-enforceable or actual obligations arising from an event prior to the balance sheet date for which it is likely that settlement of those obligations will require an outflow of funds and a reliable estimate can be made of the amount involved. Provisions are stated at the best estimate.

Any recompense received from third parties is deducted from the provision.

Deferred tax assets and liabilities are recognised for temporary differences between the fiscal value of the assets and liabilities and the book values recognised in these financial statements. Deferred tax assets and liabilities are calculated at the tax rates applicable at the end of the year under review or at the rates which will apply in the coming years. Deferred tax assets are deducted from the provision and valued if it can reasonably be assumed that they can be realised within the periods set by the tax authorities. Deferred tax assets and liabilities are stated at nominal value.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

TBI uses various financial instruments in the course of its normal business operations. These financial instruments are stated on the balance sheet and include cash at bank and in hand, debtor and other receivables, interest-bearing loans, creditors and other liabilities. TBI makes no use of forward exchange contracts and/or currency options, and does not deal in these financial derivatives. Financial instruments expose TBI to credit or market risks.

CREDIT RISK

Credit risk is the risk of financial loss if a client fails to meet contractual obligations. Credit risks stem mainly from receivables from clients. TBI follows an active policy to minimise credit risk. Information from recognised institutions that specialise in the provision of credit information is used to manage this risk. Continuous monitoring of the credit risk is a component of the credit management system.

Where necessary, risks are hedged by means of credit insurance, bank guarantees, prepayments and other forms of collateral security. The trade debtors present as at the balance sheet date do not represent a significant concentration of receivables in specific market sectors. In addition, a portion of the debtors is concentrated in the Dutch public sector.

INTEREST RATE AND CASH FLOW RISKS

TBI faces interest rate and cash flow risks related to the interest-bearing receivables and liabilities. On receivables and liabilities with variable interest rates the Company faces risks in respect of future cash flows. In view of the interest rate and risk profile of the interest-bearing loans, hedging the interest rate risk via derivative financial instruments is not deemed necessary.

DETERMINATION OF THE RESULT

The principles for determination of the result are unchanged compared with the previous financial year.

Income and expenditure are attributed to the period to which they relate. Losses are recognised as soon as they are foreseen.

OPERATING REVENUE

Operating revenue and result are determined on the basis of historical cost and include net revenue, movements in work in progress (including profit mark-up and/or provisions formed to cover losses) and other operating revenue. Net revenue comprises the realisable value recognised in the reporting period of completed work and goods and services supplied (excluding income tax).

Profit on work carried out for third parties is recognised up to the amount of the expected profit that corresponds with the completed portion of the work.

OPERATING COSTS

Operating costs are stated at historical cost. The FIFO (first in, first out) method is generally used to determine the costs of raw materials and consumables. Supplies to companies within the Group are recognised at market price.

Development expenses incurred are only capitalised if the prescribed capitalisation criteria have been satisfied. Costs of research are not capitalised.

OPERATIONAL LEASES

Lease contracts, whereby a major portion of the advantages and disadvantages of ownership rest with third parties, are recognised as operational leases. Liabilities related to operating leases are recognised in the profit and loss account on a straight-line basis calculated over the lifetime of the contract.

PERSONNEL REMUNERATION

Costs arising from staff remuneration such as wages, salaries and social security premiums are taken to the profit and loss account in accordance with the terms of employment, in so far as they are payable to employees. Other staff remuneration, with the exception of jubilee payments, are charged to the result for the year in which they are paid.

The costs arising from pension schemes are normally the same as the pension contributions payable to pension funds and insurance companies over the period. To the extent that contributions payable have still to be paid as at the balance sheet date, a liability is recognised. If contributions already paid as at the balance sheet date exceed the contributions payable, an accrual is recognised to the extent that the excess amount will be repaid in the future by the pension funds and/or insurance companies concerned or can be offset against contributions payable in the future. A provision is also formed for existing additional obligations vis-à-vis the pension funds, insurance companies and employees as at the balance sheet date, if it is likely that the settlement of obligations will lead to an outflow of funds and if the extent of the obligation can be estimated reliably.

Whether or not such additional obligations exist is assessed on the basis of the pension administration agreement with the pension funds and/or insurance companies concerned, the pension agreement with employees and other (explicit or implicit) undertakings to employees. The provision is valued at the best estimate of the amounts needed to settle the obligations as at the balance sheet date.

INTEREST INCOME AND EXPENSES

Interest income and expenses concerns interest and other financing expenses that can be attributed to the year under review.

RESULT FROM PARTICIPATING INTERESTS

The result from non-consolidated participating interests is determined on the basis of a portion of the results that corresponds with the participating interest held by TBI during the year under review, after deduction of the relevant taxes. A dividend is recognised if the entitlement to that dividend has been acquired.

TAXATION ON THE RESULT

Tax on the result is determined on the basis of the result from normal business activities, taking into account any available tax facilities such as tax loss carry-over and participation exemption. Income from tax loss carry-over is recognised once it can be foreseen.

TBI Holdings B.V., together with its shareholder and a number of subsidiaries located in the Netherlands, forms a fiscal unit for the purposes of corporation tax. Pursuant to statutory provisions, all the members of a fiscal unit are jointly and severally liable for the tax liabilities of the fiscal unit. The tax burden for each individual entity within the fiscal unit is determined as if that individual entity had an individual tax liability. Settlement takes place in the current account.

CASH FLOW STATEMENT

The cash flow statement is drawn up following the indirect method. Under this method, the net profit is adjusted for profit and loss account items which have no influence on revenue and expenditure in the year under review, movements in balance sheet items, and profit and loss account items in respect of which revenue and expenditure are not regarded as relating to the operating activities. The cash position in the cash flow statement comprises cash at bank and in hand.

NOTES TO THE CONSOLIDATED BALANCE SHEET

(amounts x EUR 1,000)

1 INTANGIBLE NON-CURRENT ASSETS

	Development
Position as at 1 January 2013	
Acquisition cost	8,583
Cumulative amortisation	-3,633
Book value	4,950
Movements in book value	
Investments	1,358
Divestments	-347
Amortisation	-824
Balance	187
Position as at 31 December 2013	
Acquisition cost	9,697
Cumulative amortisation	-4,560
Book value	5,137

2 TANGIBLE NON-CURRENT ASSETS

	Land and buildings	Plant and machinery	Other non-current operating assets	Advance payments etc.	Total
Position as at 1 January 2013					
Acquisition cost	119,027	99,888	161,658	2,049	382,622
Cumulative depreciation	-54,246	-69,792	-125,023	-	-249,061
Book value	64,781	30,096	36,635	2,049	133,561
Movements in book value					
Investments	2,527	4,669	11,190	1,822	20,208
Divestments	-482	57	-4,710	-	-5,135
Depreciation	-3,881	-6,003	-12,355	-	-22,239
Reclassification	-	241	2,089	-2,330	-
Balance	-1,836	-1,036	-3,786	-508	-7,166
Position as at 31 December 2013					
Acquisition cost	120,877	96,785	162,419	1,541	381,622
Cumulative depreciation	-57,932	-67,725	-129,570	-	-255,227
Book value	62,945	29,060	32,849	1,541	126,395

> NOTES TO THE CONSOLIDATED BALANCE SHEET

3 **FINANCIAL NON-CURRENT ASSETS**

The movements in non-current financial assets are:

	Non-consolidated participations
Position as at 1 January 2013	
Book value	3,546
Movements in book value	
Received financing repayments	-129
Received distributions and dividends	-97
Share in result for financial year	167
Other movements	134
Balance	<u>75</u>
Position as at 31 December 2013	
Book value	3,621

For an overview of the most important consolidated participations as at 31 December 2013 please see 'Operational structure TBI'. In accordance with the statutory requirements, a list of the consolidated and non-consolidated participations, as well as the most important business combinations and other forms of affiliation, has been filed with the Trade Registry of the Chamber of Commerce, Rotterdam.

4 **STOCKS**

	31 December 2013	31 December 2012
Raw materials and consumables	12,216	14,988
Goods in production and half-finished goods	967	1,132
Finished product and trade goods	8,043	12,243
Residential buildings under construction	16,600	25,800
Completed residential buildings and similar	12,253	15,390
Land positions and similar	<u>206,491</u>	<u>206,981</u>
	256,570	276,534

TBI executes projects that have either been developed by third parties or have resulted from TBI's own project development activities. The investments in project development activities, as included under stocks relate to projects in progress ('Land positions and suchlike'), the capitalised construction and development costs of the unsold part of projects in progress ('Residential buildings under construction') and of already completed projects ('Completed residential buildings and suchlike'). The item 'Land positions' concerns mainly land positions acquired in the Netherlands for future development. In the light of the weak market conditions and outlook and there being no sign of a structural recovery in the short term, in 2012 and 2013 TBI conducted analyses of its real estate positions. These analyses focused on the most risky positions, predominately positions in land and associated plan development costs.

On the basis of these analyses, based on a residual land value method, in 2012 TBI concluded that the anticipated (future) realisable values of a number of positions needed to be permanently written down. In 2013 these impairments amounted to nil (2012: 20.5 million).

5 WORK IN PROGRESS FOR THIRD PARTIES

As at 31 December work in progress for third parties could be specified as follows:

	31 December 2013	31 December 2012
Work in progress for third parties		
Costs including profits recognised pro rata to the progress, less provisions for losses	2,364,501	2,308,901
Less: invoiced instalments	<u>-2,446,563</u>	<u>-2,403,460</u>
	-82,062	-94,559
Recognised under current liabilities	<u>82,062</u>	<u>94,559</u>
Balance	<u>-</u>	<u>-</u>
The composition is as follows:		
Balance of work in progress for third parties greater than invoiced instalments	144,082	76,018
Balance of work in progress for third parties smaller than invoiced instalments	<u>-226,144</u>	<u>-170,577</u>
	-82,062	-94,559

The balance of costs and invoiced instalments for third-party projects includes production not yet invoiced to customers or financed by customers, respectively, against which there are liabilities.

6 RECEIVABLES

	31 December 2013	31 December 2012
Accounts receivable	235,715	253,433
Corporate tax	397	4,381
Capitalised deferred tax assets	3,756	3,213
Other receivables	37,721	53,073
Accrued assets	<u>8,994</u>	<u>8,220</u>
	286,583	322,320

The receivables have a term of less than one year.

> NOTES TO THE CONSOLIDATED BALANCE SHEET

7 CASH AT BANK AND IN HAND

	31 December 2013	31 December 2012
Banks	145,914	126,290
Deposits	2,919	2,981
Cash	141	157
	148,974	129,428

The cash at bank and in hand is at the free disposal of the Group, with the exception of an amount of approximately 28.0 million (31 December 2012: 33.6 million) held in partnership firms and proportionally consolidated other participating interests. The Dutch bank balances also include the balances of frozen 'G'-type bank accounts up to an amount of approximately 3.5 million (31 December 2012: 5.2 million). The deposits have a term of less than one year.

8 SHAREHOLDERS' EQUITY

	31 December 2013	31 December 2012
Issued capital	45,378	45,378
Reserves	212,426	210,552
Retained result	-13,147	5,800
	244,657	261,730

The authorised capital consists of 2,250,000 ordinary shares with a nominal value of 100, of which 453,780 are issued and fully paid up. The share premium reserve created on payment for shares is not distributable on a tax-free basis. For further information regarding the composition of and movements in shareholders' equity, see the Notes to the company balance sheet.

9 PROVISIONS

	Staff related obligations	Guarantee obligations	Reorganisation	Other	Total
Position as at 31 December 2012	4,618	18,140	7,495	4,080	34,333
Movements in 2013					
Additions	585	1,172	24,731	820	27,308
Withdrawals	-145	-5,893	-17,101	-983	-24,122
Amounts released	-350	-951	-	-1,463	-2,764
Balance	90	-5,672	7,630	-1,626	422
Position as at 31 December 2013	4,708	12,468	15,125	2,454	34,755

The majority of the provisions have a term of more than one year and, according to expectations, less than five years.

The provision for staff-related obligations concerns primarily obligations related to jubilee payments (employee anniversaries). The provision for jubilee payments is the present value of the jubilee payments to employees. When calculating the amount of the provision the probability of employee outflow was taken into account. The amount of the obligation related to jubilee payments is based on an interest rate of 4.0 percent (2012: 4.0 percent).

The provision for guarantee obligations serves to cover the guarantee costs of completed projects. The amount of the provision is determined on the basis of the net revenue achieved during the past five years. In addition to this dynamically-determined general guarantee provision based on historical information, additional provisions have been formed for known, specific, guarantee problems.

The reorganisation provision serves to cover the costs related to reorganisations, cessation of activities and environmental risks.

Other provisions relate among other things to foreseeable liabilities and potential losses arising from disputes and legal proceedings, maintenance and rent guarantees in respect of development projects.

10 LONG-TERM LIABILITIES

Long-term liabilities concerns a long-term project finance arrangement taken out by a Group company. The interest rate is based on one-month Euribor plus a surcharge. Repayments falling due within one year are recognised under current liabilities. Of the debt an amount of 11.3 million has a term of more than five years. Securities have been provided in the form of first rights to mortgages, pledges of sale and rent contracts and Concern guarantees. The term of the long-term liabilities can be specified as follows:

	31 December 2013			31 December 2012		
	< 1 year	1 – 5 years	> 5 years	< 1 year	1 – 5 years	> 5 years
Long-term liabilities (x 1 million)	–	15.2	11.3	–	16.9	8.6

> NOTES TO THE CONSOLIDATED BALANCE SHEET

11 **CURRENT LIABILITIES AND ACCRUED LIABILITIES**

	31 December 2013	31 December 2012
Credit institutions	35,898	6,533
Trade payables	230,970	242,269
Taxes and social security premiums	37,797	39,853
Other participations	347	347
Work in progress for third parties	82,062	94,559
Personnel costs	48,510	56,595
Pension premiums	792	1,941
Other liabilities	73,868	94,230
Accrued liabilities	10,148	11,356
	520,392	547,683

The current liabilities and accrued liabilities have a term of less than one year.

TBI has at its disposal a guaranteed revolving financing facility with four banks amounting to a total of 100 million, with an option of an additional 50 million. The facility has a term until December 2016. As at 31 December 2013 20 million of this facility was committed (2012: nil). During 2013 the average draw-down was 32 million. The interest rate is based on EURIBOR, whereby the interest rate period depends on the duration of the draw-down of the loan, increased with a surcharge. The meeting of financial covenants (interest cover ratio and the senior debt cover ratio) serves as the primary security.

In 2013 TBI Holdings B.V. met these financial covenants. In addition TBI has at its disposal R/C facilities totalling 22.5 million with three banks. The interest rate conditions related to these facilities are based on EURIBOR increased with a surcharge. These R/C facilities are only used to cover extremely short-term liquidity requirements. At the end of 2013, as at the end of 2012, the drawn-down amount of these R/C facilities was nil.

OFF BALANCE SHEET OBLIGATIONS

	31 December 2013	31 December 2012
Bank guarantees and suretyships		
Guarantees in connection with letters of intent	14,825	57,080
Guarantees in connection with execution of work	153,480	166,923
Guarantees in connection with prepayments received	47,055	37,768
Other	22,830	26,779
	238,190	288,550

	31 December 2013			31 December 2012		
	< 1 year	1 – 5 years	> 5 years	< 1 year	1 – 5 years	> 5 years
Other (x 1 million)						
Lease contracts	19.6	29.7	0.1	23.1	33.2	0.2
Rental agreements, etc.	12.4	28.8	13.1	13.4	36.1	16.7
Land purchase commitments	21.5	18.9	–	31.2	19.8	–

The obligations in respect of lease contracts relate mainly to the vehicle fleet. The obligations in respect of rental contracts relate mainly to real estate. The obligations in respect of operational lease and rent are in nominal amounts and are recognised in the profit and loss account on a straight-line basis over the term of the agreement. The obligations related to land purchases are in part subject to planning changes and/or the issuing of (building) permits.

If contracting consortia take the form of a partnership firm, joint and several liability is taken into account if and to the extent that there are grounds for doing so on the basis of the financial position of the consortium and/or one or more of the consortium partners.

TBI Holdings B.V. and its Group companies are involved from time to time in legal disputes. A provision is formed when settlement of disputes is likely to lead to an outflow of funds and the extent of this outflow can be estimated reliably. As far as the other disputes are concerned, the Company management believes, partly on the basis of legal advice, that the outcome of current proceedings will not exert a material influence on the consolidated position of TBI Holdings B.V.

NOTES TO THE CONSOLIDATED PROFIT AND LOSS ACCOUNT

(amounts x EUR 1,000, unless otherwise stated)

SEGMENTED INFORMATION BY AREA OF ACTIVITY

(x EUR 1 million)

	Engineering		Construction		Infrastructure		Total	
	2013	2012	2013	2012	2013	2012	2013	2012
Operating revenue								
External	880	960	678	915	183	246	1,744	2,122
Internal	17	29	7	7	6	12	–	–
Total	897	989	685	922	189	258	1,744	2,122
Operating result before depreciation and amortisation*	13.3	32.7	20.8	37.5	6.6	13.0	32.6	66.5
Operating result*	1.0	19.2	14.6	30.7	2.1	8.7	9.6	41.6
Operating margin								
Operating result / operating revenue	0.1%	1.9%	2.1%	3.3%	1.1%	3.4%	0.6%	2.0%
Investments in tangible non-current assets	11.4	14.1	4.9	8.1	3.9	4.7	20.2	26.9
Investments in intangible non-current assets	0.2	1.8	0.4	1.3	–	0.1	1.3	3.2
Depreciation of tangible non-current assets	12.0	13.0	5.7	6.4	4.5	4.3	22.2	24.0
Amortisation of intangible non-current assets	0.3	0.5	0.5	0.4	–	–	0.8	0.9
Order book								
Written orders	658	714	612	707	179	206	1,449	1,628
Pipeline orders	107	104	235	179	24	6	366	288
	765	818	847	886	203	212	1,815	1,916

* Excluding impairment and reorganisation costs.

12 **OPERATING REVENUE**

	2013	2012
Net revenue	1,687,000	2,051,081
Change in balance sheet value of work in progress and capitalised own production	56,564	70,558
	1,743,564	2,121,639
Geographical distribution of net revenue		
Netherlands	1,618,078	1,984,106
Other EU countries	28,695	29,420
Rest of Europe	1,728	1,521
Outside Europe	38,499	36,034
	1,687,000	2,051,081

13 **EMPLOYEES**

The average number of employees can be analysed by activity as follows:

	2013	2012
Engineering	5,559	5,887
Construction	1,651	1,837
Infrastructure	474	467
Other	33	25
	7,717	8,216

In 2013 237 of the average number of employees worked outside the Netherlands (2012: 212).

14 **PENSIONS**

The pension schemes applicable for employees of TBI and its group companies are placed with the following entities, depending on the relevant Collective Labour Agreement and/or employment contract:

- Pension Fund for the Construction Industry (*Bedrijfstakpensioenfonds voor de Bouwnijverheid*)
- Pension fund for the Metalworking and Mechanical Engineering industry (*Pensioenfonds Metaal en Techniek*)
- Pension Fund for the Mechanical and Electrical Engineering Industry (*Pensioenfonds van de Metalektro*)
- Insured 'dispensation' schemes:
 - Construction industry scheme (*Gedispenseerde bedrijfstakregeling Bouw*) for the pensions accrued until 1 January 2012
 - Company pension schemes
- Stichting Pensioenfonds TBI pension fund

The first three pension schemes above are operated by sector pension funds. In all cases where the pension scheme is placed with a sector pension fund, TBI group companies have no obligation in the event of a shortfall to make additional contributions other than the future contributions payable. Similarly, TBI group companies cannot make any claim on any surpluses in the funds. The foregoing also applies for the insured schemes and the schemes placed by Stichting Pensioenfonds TBI with an insurance company.

Based on the foregoing characteristics, the principle is that the pension charge to be recognised in the reporting period is equal to the pension contributions payable over that period to the pension funds or insurance companies, respectively.

The pensions of the majority of employees of the companies within the Engineering segment are accrued in the Pension Fund for the Metalworking and Mechanical Engineering Industry or the Pension Fund for the Mechanical and Electrical Engineering Industry. Unfortunately the development of both these industry-branch pension funds has not been favourable. As of 1 April 2013 the pensions paid out by the Pension Fund for the Metalworking and Mechanical Engineering Industry were reduced by 6.3 percent and the pensions paid out by the Pension Fund for the Mechanical and Electrical Engineering Industry were reduced by 5.1 percent. At the end of 2013 the coverage ratio of both funds was slightly under the required level. The difference is, however, limited. As of April 2014 the Pension Fund for the Mechanical and Electrical Engineering Industry reduced pensions by a further 0.5 percent. The Pension Fund for the Metalworking and Mechanical Engineering Industry does not intend reducing pensions further.

In 2014 pension accruals will be reduced because, on the grounds of the Raising Retirement and Pensionable Age Act (*Wet verhoging AOW- en pensioenrichtleeftijd*), they no longer remain within the fiscal boundaries. The accrual percentage of both pension funds is 1.9 percent. The pensionable age is still 65.

The Pension Fund for the Construction Industry did not reduce accrued pensions in 2013. In 2013 the pension fund's coverage rate rose. Reductions are not expected in the near future. The pensions of the active participants were raised by 0.28 percent as of 1 January 2014. This pension fund reduced pension accruals from 2.25 percent to 1.8 percent from 1 January 2013 and by so doing complies with the new fiscal legislation. As of 1 January 2014 the accrual has risen slightly to 1.84 percent. The pension premium has also been reduced. In addition, as in 2013, the conditional right pursuant to supplementary schemes has been reduced – in 2014 by 16 percent.

The pensions accrued with Stichting Pensioenfonds TBI have been fully reinsured with an insurance company under a guarantee contract. Under this contract, the insurer guarantees the pension benefits paid by the pension fund, regardless of the investment result or the age attained by pension scheme members. The guarantee contract between the Stichting Pensioenfonds TBI and the insurer runs until 31 December 2016. A comparable situation applies for the company pension schemes.

With one exception the pension schemes administered by Stichting Pensioenfonds TBI and the company pension schemes already fall within the fiscal boundaries applicable from the beginning of 2014 so do not need to be adjusted. The exception is the excedent-available-premium system which was reduced by 8 percent as of 1 January 2014. At the same time the participant's contribution was reduced by 8 percent.

15 **AMORTISATION OF INTANGIBLE NON-CURRENT ASSETS**

	2013	2012
Development	824	903
	824	903

16 **DEPRECIATION OF TANGIBLE NON-CURRENT ASSETS**

	2013	2012
Land and buildings	3,881	4,161
Plant and machinery	6,003	6,282
Other non-current operating necessities	12,355	13,514
Other	–	1
	22,239	23,958

17 **INTEREST INCOME AND CHARGES**

	2013	2012
Other interest income	1,616	1,448
Interest charges	–4,324	–4,581
	–2,708	–3,133

18 **TAXATION ON THE RESULT**

Taxation relates to the tax payable on the results obtained in the Netherlands and elsewhere, taking into account the movement in the provision for deferred corporation tax obligations. The tax payable is calculated at the applicable rates, taking into account tax-exempt profit components, permanent discrepancies and non-deductible costs.

The effective tax rate for the year amounts to 25.2 percent (2012: 30.2 percent). The relationship between the average effective tax rate and the statutory corporation tax rate is as follows:

(in percentage)	2013	2012
Corporation tax rate	25.0	25.0
Liquidation loss and carry-forward losses	–0.2	–0.6
Non-deductible costs	2.0	4.9
Other	–1.6	0.9
Effective tax rate	25.2	30.2

REORGANISATION COSTS

The persisting unfavourable conditions and outlook, especially in the residential and commercial building markets, combined with the economic recession have put considerable pressure on the result development of many companies operating in this sector – including TBI. With a view to maintaining profitability, and thus also safeguarding the continuity of TBI, many of the TBI companies have adjusted their cost structure to reflect the expected activity level for the coming years. The related reorganisation costs amounted to 24.7 million (2012: 9.9 million).

TRANSACTIONS WITH RELATED PARTIES

TBI has the following related parties: the shareholder, Group companies and the members of the Board of Management and the Supervisory Board. Any transactions with related parties take place on terms which are also applied to transactions with third parties.

REMUNERATION OF MEMBERS OF THE BOARD OF MANAGEMENT AND SUPERVISORY BOARD

In 2013 the costs to the Company related to the remuneration of the members and former members of the Board of Management, including back-service obligations and other pension obligations, amounted to 2,122 (2012: 3,125). In 2013 the costs to the Company related to the remuneration of the members of the Supervisory Board amounted to 201 (2012: 158).

AUDITORS FEES

The auditor's fees can be specified by category as follows:

	2013	2012
Audit of the consolidated financial statements	868	926
Other audit assignments	79	92
Tax advice	–	–
Other services	327	–
	<u>1,274</u>	<u>1,018</u>

Other services concerns primarily advice related to working capital management.

COMPANY BALANCE SHEET AS AT 31 DECEMBER 2013

(before appropriation of result)

(amounts x EUR 1,000)

	31 December 2013	31 December 2012
Non-current assets		
1 Tangible assets	292	419
2 Financial assets	<u>338,305</u>	<u>331,804</u>
	338,597	332,223
Current assets		
3 Receivables	7,970	5,398
4 Cash at bank and in hand	<u>96,848</u>	<u>68,339</u>
	104,818	73,737
Total assets	443,415	405,960
5 Shareholders' equity		
Issued capital	45,378	45,378
Share premium reserve	7,683	7,683
Statutory reserves	5,178	5,156
Other reserves	199,565	197,713
Result for year	<u>-13,147</u>	<u>5,800</u>
	244,657	261,730
6 Provisions	3,104	2,769
7 Current liabilities and accrued liabilities	<u>195,654</u>	<u>141,461</u>
Total liabilities	443,415	405,960

COMPANY PROFIT AND LOSS ACCOUNT FOR 2013

(amounts x EUR 1,000)

	2013	2012
Result from participating interests after tax	12,245	18,527
Other income and expenditure after tax	<u>-25,392</u>	<u>-12,727</u>
	-13,147	5,800

NOTES TO THE COMPANY FINANCIAL STATEMENTS 2013

(amounts x EUR 1,000)

GENERAL

The company financial statements of TBI have been drawn-up in accordance with the statutory provisions as set out in Part 9, Book 2 of the Dutch Civil Code. The accounting policies used for the company financial statements are the same as those used in drawing up the consolidated financial statements. See the Notes to the consolidated balance sheet and profit and loss account for the principles of valuation of assets and liabilities and for the determination of the result. In accordance with these principles, participating interests in Group companies are stated at net asset value.

COMPANY BALANCE SHEET

1 TANGIBLE NON-CURRENT ASSETS

Tangible non-current assets concern other non-current assets.

2 FINANCIAL NON-CURRENT ASSETS

	31 December 2013	31 December 2012
Share in Group companies	338,305	331,804

The movements in financial assets were as follows:

	Share in Group companies
Position as at 1 January 2013	
Book value	331,804
Movements in book value	
Net result for 2013	12,245
Dividends received	-6,690
Investments less provisions	3,132
Goodwill	-2,021
Other	-165
Balance	6,501
Position as at 31 December 2013	
Book value	338,305

For an overview of the most important consolidated participations at the end of 2013 please see 'Operational structure of TBI'. In accordance with the statutory requirements a list of the consolidated and non-consolidated participations, as well as the major business combinations, has been filed for inspection with the Trade Register of the Chamber of Commerce in Rotterdam.

3 RECEIVABLES

The receivables relate to other receivables and prepayments and accrued income. The receivables have a term of less than one year.

4 CASH AT BANK AND IN HAND

	31 December 2013	31 December 2012
Cash	1	2
Banks	96,847	68,337
	96,848	68,339

5 SHAREHOLDERS EQUITY

The authorised capital consists of 2,250,000 ordinary shares each having a nominal value of 100. 453,780 of these shares have been issued and fully paid up. The share premium reserve created on payment for shares is not distributable on a tax-free basis. The composition of and movements in shareholders' equity can be specified as follows:

	Issued capital	Share premium reserve	Legal reserves	Other reserves	Non- distributed profits	Total
Position as at 1 January 2012	45,378	7,683	2,643	183,329	24,221	263,254
Addition to the reserves	–	–	–	16,955	–16,955	–
Dividend 2011	–	–	–	–	–7,266	–7,266
Result 2012	–	–	–	–	5,800	5,800
Exchange differences and other movements	–	–	2,513	–2,571	–	–58
Position as at 31 December 2012	45,378	7,683	5,156	197,713	5,800	261,730
Addition to the reserves	–	–	–	4,060	–4,060	–
Dividend 2012	–	–	–	–	–1,740	–1,740
Result 2013	–	–	–	–	–13,147	–13,147
Goodwill	–	–	–	–2,021	–	–2,021
Exchange differences and other movements	–	–	22	–187	–	–165
Position as at 31 December 2013	45,378	7,683	5,178	199,565	–13,147	244,657

Of the statutory reserves, an amount of 0.1 million relates to gains and losses on participating interests and an amount of 5.1 million relates to development costs in respect of intangible non-current assets. Pursuant to Section 389, Clause 8 and Section 365, Clause 2 of Part 9, Book 2 of the Dutch Civil Code (statutory reserves), these amounts are not freely distributable.

In April 2013 the Annual General Meeting of Shareholders accepted the recommendation of the Supervisory Board and resolved to adopt the financial statements for 2012 unchanged. The Meeting resolved to distribute the net result for 2012 as follows: the distribution of a cash dividend totalling 1.7 million, the remainder of the net result to be added to the other reserves. The dividend was made payable by the Company in 2013.

The net loss for 2013 amounts to 13.1 million. The Board of Management proposes that, in accordance with the Articles of Association, the net loss is charged to the other reserves. The Board of Management also proposes that no dividend charged to the other reserves is paid to the shareholder.

6 PROVISIONS

	Deferred tax liability	Other	Total
Position as at 31 December 2012	–	2,769	2,769
Movements in 2013			
Additions	1,796	641	2,437
Withdrawals	–	–698	–698
Released amounts	–	–1,404	–1,404
Balance	1,796	–1,461	335
Position as at 31 December 2013	1,796	1,308	3,104

The other provisions have been formed mainly to cover the costs of restructuring and legal disputes.

7 CURRENT LIABILITIES AND ACCRUED LIABILITIES

	31 December 2013	31 December 2012
Owed to Group companies	167,727	136,732
Credit institutions	20,000	–
Other liabilities and accrued liabilities	7,927	4,729
	195,654	141,461

TBI acts as a banker for its subsidiaries. Under this arrangement the funds of these subsidiaries which are not required for the day-to-day running of the business can be deposited in an interest-bearing, instant-access 'financing account' operated by the parent company. These amounts are payable daily on demand. The interest paid on these current accounts is based on the base rate set by the commercial banks plus a surcharge. The average rate of interest in 2013 was 2.8 percent (2012: 5.5 percent). For completeness please see the Notes to Current liabilities and accrued liabilities in the consolidated financial statements.

OFF-BALANCE SHEET COMMITMENTS

The Company has issued corporate guarantees, mainly to project clients, in place of bank guarantees. At the end of 2013 these guarantees amounted to 50.2 million (end of 2012: 60.9 million).

Together with its shareholder and a number of subsidiaries located in the Netherlands, the Company forms a fiscal unit for the purposes of income tax and/or corporation tax. Pursuant to statutory provisions in the Netherlands, all members of a fiscal unit are jointly and severally liable for the tax liabilities of the fiscal unit.

Reference is also made to the Notes to the consolidated balance sheet.

COMPANY PROFIT AND LOSS ACCOUNT

In drawing up an abridged profit and loss account, use has been made of the facility provided by Section 402, Part 9, Book 2 of the Dutch Civil Code.

TRANSACTIONS WITH RELATED PARTIES

TBI Holdings B.V. has decided to reimburse, on a one-time basis, the TBI companies for the reorganisation costs. As a result 23.8 million has been charged to the result.

In 2013 the Company employed an average of 33 staff (2012: 25). In 2013, as in 2012, all the staff worked in the Netherlands.

Rotterdam, 12 March 2014

Supervisory Board

A.L.M. Nelissen, Chairman
E.H.M. van den Assem
J.B. van Dongen
J.E. de Vries
Mrs. D.J.B. de Wolff

Board of Management

D.A. Sperling, Chairman
P.J. Heijboer
L.J. Pruis RA

OTHER INFORMATION

PROVISIONS OF THE ARTICLES OF ASSOCIATION REGARDING APPROPRIATION OF THE RESULT

ARTICLE 24

Reserves charged to the profit shall be formed as determined by the Board of Management with the approval of the Supervisory Board. The amount remaining thereafter shall be at the disposal of the Annual General Meeting of Shareholders.

APPROPRIATION OF RESULT 2012

In accordance with the stipulations of the Articles of Association, out of the profit of 5.8 million an amount of 4.1 million was added to the other reserves. The remainder, totalling 1.7 million, was distributed to shareholders in the form of a cash dividend.

PROPOSED APPROPRIATION OF RESULT 2013

The net loss for 2013 amounted to 13.1 million. In accordance with the Articles of Association, the Company proposes to charge the loss to the other reserves.

SUBSEQUENT EVENTS

No events of such import that their non disclosure influences the opinion formed by the users of the financial statements have occurred since the balance sheet date.

INDEPENDENT AUDITOR'S REPORT

To the general meeting of shareholders of TBI Holdings B.V.

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements 2013 as set out on pages 49 to 75 of TBI Holdings B.V., Rotterdam, which comprise the consolidated and company balance sheet as at 31 December 2013, the consolidated and company profit and loss account for the year then ended and the notes, comprising a summary of accounting policies and other explanatory information.

BOARD OF MANAGEMENT'S RESPONSIBILITY

Board of Management is responsible for the preparation and fair presentation of these financial statements and for the preparation of the management board report, both in accordance with Part 9 of Book 2 of the Dutch Civil Code. Furthermore, Board of Management is responsible for such internal control as it determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Board of Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion, the financial statements give a true and fair view of the financial position of TBI Holdings B.V. as at 31 December 2013, and of its result for the year then ended in accordance with Part 9 of Book 2 of the Dutch Civil Code.

> OTHER INFORMATION

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Pursuant to the legal requirement under Section 2: 393 sub 5 at e and f of the Dutch Civil Code, we have no deficiencies to report as a result of our examination whether the management board report, to the extent we can assess, has been prepared in accordance with Part 9 of Book 2 of this Code, and whether the information as required under Section 2: 392 sub 1 at b-h has been annexed. Further we report that the management board report, to the extent we can assess, is consistent with the financial statements as required by Section 2: 391 sub 4 of the Dutch Civil Code.

Rotterdam, 12 March 2014

PricewaterhouseCoopers Accountants N.V.

M.R.G. Adriaansens RA

OVERVIEW OF OPERATIONAL STRUCTURE AND MANagements OF TBI COMPANIES

as at 12 March 2014

ENGINEERING	Management	Website
Acto Informatisering B.V.	W.F. Verhoef MBA, W.J.C. Zegers	www.acto.nl
Croon Elektrotechniek B.V.	L.B. Koek MBA, F.J.A. Haring RA, J. Vogel	www.croon.nl
Eekels Technology B.V.	H. de Haan, L.H.J.D. Brom	www.eekels.com
Fri-Jado Groep B.V.	R.J. Goedhart, F.J.J. Vissers	www.frijado.nl
Ingenieursbureau Wolter & Dros B.V.	J.M. Kuling, C. Smit, E. Tiemens	www.wolterendros.nl
Alfen B.V.	M. Roeleveld	www.alfen.com
WTH Vloerverwarming B.V.	R.A. Heuperman	www.wth.nl
CONSTRUCTION	Management	Website
J.P. van Eesteren B.V.	H. van Keulen, J.H.A. Vaags	www.jpvaneesteren.nl
ERA Contour B.V.	H. Homberg MBA, J.P. van Zomeren	www.eracontour.nl
Kanters Bouw en Vastgoed B.V.	ERA Contour B.V.	www.kanterstbi.nl
Groothuis Wonen B.V.	E.J.C. Groothuis	www.groothuis.nl
Hazenberg Bouw B.V.	B.N.W. de Bont, S.J.F. de Wit	www.hazenberg.nl
Aannemingsbedrijf Nico de Bont B.V.	Hazenberg Bouw B.V.	www.nicodebont.nl
B.V. Bouwbedrijf Hazenberg	Hazenberg Bouw B.V.	www.hazenberg.nl
Korteweg Bouw B.V.	Hazenberg Bouw B.V.	www.kortewegbouw.nl
Koopmans Bouwgroep B.V.	H.C. Smit, M.J.P. Karsemeijer	www.koopmans.nl
MDB B.V.	A.J.C.J. van de Loo	www.mdb.nl
Voorbij Groep B.V.	TBI Bouw B.V.	www.voorbij-groep.nl
HEVO B.V.	E.R. van der Sluis MBA, R.J. Teunissen	www.hevo.nl
Synchroon B.V.	A.J.H. van Breukelen	www.synchroon.nl
TBI Vastgoed B.V.	TBI Holdings B.V.	www.tbi.nl
INFRASTRUCTURE	Management	Website
TBI Infra B.V.	J. Luijten	www.tbi-infra.nl
Mobilis B.V.	J. Luijten, J. de Jong	www.mobilis.nl
Servicis B.V.	TBI Infra B.V.	
Timmermans Infratechniek B.V.	TBI Infra B.V.	www.timmermans-infra.nl
Voorbij Betonsystemen B.V.	TBI Infra B.V.	www.voorbij-betonsystemen.nl
Voorbij Funderingstechniek B.V.	TBI Infra B.V.	www.voorbijfunderingstechniek.nl
Voorbij Prefab Beton B.V.	J.H.S. Mulkens	www.voorbij-prefabbeton.nl
Voorbij Spantechiek B.V.	TBI Infra B.V.	

BUSINESS DEVELOPMENTS AT A GLANCE

in alphabetical order

ENGINEERING

ACTO INFORMATISERING

Acto Informatisering, based in Amersfoort, supplies total ERP solutions for project-based (service) companies.

Acto is the professional ICT partner in the construction-related segment and differentiates itself by supporting its clients with expertise and software solutions that contribute towards improving returns and market success. Acto does this with effective and efficient solutions on the shop floor. Solutions that promote chain integration and are innovative. Examples include calculation, logistics, project management, service management, multi-year maintenance planning, life-cycle costing and inspection. The services Acto supplies range from total ERP packages for project or service management to specialist part solutions involving the integration of other systems.

ALFEN

Alfen develops and supplies fully assembled transformer substations, as well as products for energy distribution and sustainable energy solutions. Alfen is based in Almere and supplies virtually all the major network managers in the Netherlands. Alfen markets charging points for electric cars on the European market under the ICU (Integrated Charging Unit) label. To date, more than 8,000 charging points have been completed, which puts Alfen among the market leaders in this field. In 2013 the introduction of a new range of charging points laid the foundations for a further expansion on the European market.

In the field of sustainable energy, in 2013 Alfen initiated the continued development of the SOPRA system (independent sustainable networks for small areas and buildings) in order to also be able to achieve sustainable projects linked to the public electricity network.

In 2013 Alfen was declared the best work-experience company in Almere for the second time in five years.

This demonstrates that Alfen accepts its social responsibility, not only to enable it to make a maximum contribution towards the energy network of the future but also to ensure the training of employees for the future.

CROON ELEKTROTECHNIEK

Croon Elektrotechniek is the largest technical services provider in the Netherlands specialising in electrical engineering, with activities in the industrial, non-residential, marine & offshore and infrastructure sectors.

Croon's intelligent electrical engineering activities, which cover every link in the Design-Build-Maintain chain, mean Croon is responsible for supplying efficient and effective processes that increase an organisation's performance in terms of both quality and return. Based on its 'Design to Operate' approach Croon designs and executes challenging projects and then maintains them on the basis of performance specifications. Croon has a nationwide network in the Netherlands with over 15 regional offices and 2,500 professionals.

Notable Croon projects include the maintenance of the Westerschelde Tunnel, the construction of the Isala clinics, the European Patent Office, the Vitens drinking water facility, offshore vessel Pieter Schelte, Rotterdam Central Station, the Palace of Justice law courts in Amsterdam, the RWG terminal on the Tweede Maasvlakte, Rechtbank Zwolle (law courts), the Valemon Accommodatie and the Second Coen Tunnel.

As of 1 January 2013 the shares of HVL B.V. were transferred from TBI Techniek B.V. to Croon Elektrotechniek. Since 1 January 2014 HVL has also operated under the name Croon Elektrotechniek. Notable HVL projects include the caseinate project for Royal FrieslandCampina in Veghel, the process renovation and automation of the Scheldestromen water company, the modernisation of nine sewage/rainwater treatment plants and 98 sewage/rainwater pumping stations, the construction of the new Rabobank Adviescentrum Sittard and the construction of DSM's new R&D centre in Geleen. HVL also signed a long-term maintenance contract for Maastricht University.

EEKELS TECHNOLOGY

Eekels supplies technological solutions in the fields of electrical and mechanical engineering for the Marine & Offshore and Industry & Infrastructure market segments. The company's headquarters are in Kolham (Groningen).

On 31 May 2013 Eekels Elektrotechniek B.V. changed its name to Eekels Technology B.V. In recent years Eekels has evolved from a purely electrical engineering company into a multidisciplinary technical services provider. This meant the name Eekels Elektrotechniek B.V. no longer reflected the services, systems and products supplied by Eekels. The new name is more in-line with the company's activities.

At the end of July 2013 Eekels received an order from the Koninklijke Niestern Sander wharf for the design, supply and installations of the total electronic provisions, including the diesel-electric propulsion, for a Maintenance Support Vessel (MSV). Eekels will also be responsible for an active power management system for the alarm and automation facilities.

The MSV (number 848) will be built at the KNS wharf in Delfzijl for the Wagenborg shipping company in Delfzijl. Wagenborg has signed a 10-year contract with the NAM for the deployment of the vessel for the maintenance of NAM's production platforms in the southern North Sea. The vessel will be delivered in the first part of 2015.

In the industry and infrastructure market, in 2013 Eekels once again considerably expanded its client base in the northeast of the Netherlands. The sub-branch on the Emmtec Industry & Business Park in Emmen developed particularly well.

FRI-JADO GROEP

Fri-Jado wants to be its retail clients' preferred installer, service partner and supplier of technical equipment and machinery for the preparation, storage and presentation of food and drink. As a total technical installation partner Fri-Jado want to relieve its clients of responsibility for the machinery and equipment they use. Fri-Jado's Dutch bases are in Etten-Leur and Moordrecht. Fri-Jado also has offices in the United States, China,

the UK and the Czech Republic. For Fri-Jado 2013 was a year in part characterised by the adjustment of the organisation to the consolidated Dutch installation and service market and the internal clustering of strengths in order to further strengthen its client proposition. The market demand for sustainable renewal in the field of refrigeration technology is steady. Fri-Jado's success in marketing these renewals by utilising the natural cooling properties of CO₂, which substantially improves the energy efficiency of the machinery, is growing. The collaborative *The Green Retailer* project was completed successfully. Partners in the chain are now able to develop and achieve more energy-efficient supermarkets of the future.

Internationally, in 2013 Fri-Jado achieved especially strong growth in the United States by deepening its local market penetration. In the UK and China growth was achieved by broadening its service offering. Activities commenced in the Czech Republic and the first reactions from clients are promising.

INGENIEURSBUREAU WOLTER & DROS

Wolter & Dros is a technical services provider specialising in the development, integrated design, engineering, execution and management of technical installations in the utility buildings, residential buildings, care, education and industry sectors. With a network of regional offices in the Netherlands Wolter & Dros ranks among the top-three technical services providers in its field. Wolter & Dros is inspired by what people need on a day-to-day basis to make them feel good and healthy and on this basis develops innovative comfort concepts and total solutions for optimum comfort, safety and user convenience. They are sustainable solutions for energy usage, quality, lifetime and reuse that have a positive impact on exploitation costs. Unique orders in 2013 included various heat-cold storage systems for clients including the Hoog Catharijne shopping centre in Utrecht, Technical University Delft and the Nieuwe Munt residential area in Tegelen. Wolter & Dros also received orders for the European Patent Office in Rijswijk, the O|2 laboratory building at the VU (University) in Amsterdam,

the Museum for Contemporary Art in Gorssel, the Compagnie Bureel building in Havelte, the Zorg Onderwijs Centrum Kentalis (care education centre) in Zoetermeer and the construction of the new Zorgplein (care plaza) in Landgraaf. Wolter & Dros also introduced WKO Garant – a unique total solution for monitoring and optimisation heat-cold storage systems.

WTH

WTH is a supplier of floor and wall systems for heating and cooling buildings. WTH is based in Dordrecht and has support centres in Zaandam and Deventer. A combination of expertise, innovation, flexibility and motivated employees enables WTH to tackle projects of any size. Despite the declining market, in 2013 WTH maintained its performance at the same level as in 2012. Innovative products, such as a space temperature regulation system and a modular plastic distributor, were extremely successful and provide a good basis for the future. Corporate social responsibility, sustainable innovative products and collaboration are the key words for the coming years.

CONSTRUCTION

J.P. VAN EESTEREN

The world around us is changing. And the construction sector – the sector that gives the world shape – must keep pace with these changes. This, in the view of J.P. van Eesteren, is the ultimate challenge and in its drive to meet this challenge J.P. van Eesteren develops and executes innovative offices, hospitals, schools and other commercial buildings. Thanks to its drive and considerable flexibility and creativity the company has ranked among the leading construction companies for over a century. J.P. van Eesteren develops, executes and maintains projects that time after time meet the changing demands of the time. More sustainable, more flexible, more multifunctional. An outstanding example of such a project is the new headquarters building of the European Patent Office in Rijswijk. In September 2013 J.P. van Eesteren, Croon, Wolter & Dros and HEVO

signed the contract for the design and execution of the new headquarters. This was the starting signal for one of the largest construction projects in the Netherlands. J.P. van Eesteren is proud to be able to execute such a prestigious project together with its associated companies. It constitutes a further step forwards in the development of integrated collaboration between TBI companies. In 2013 a start was made on working out the details of the design and preparing the interim facilities. The European Patent Office will be completed, and the staff will move in, during the second quarter of 2017.

The European Patent Office's new headquarters is not the only project being executed in collaboration with other TBI companies. In January 2013 J.P. van Eesteren, Croon and Wolter & Dros started work on Labgebouw O|2 (laboratory). From 2015 on around 750 researchers from the Vrije Universiteit (university) Amsterdam, VU Medical Centre and the University of Amsterdam will work together in this laboratory on important social issues within the Human Health & Life Sciences domain. J.P. van Eesteren also collaborated with TBI company Koopmans on the construction of Almelo Town Hall – the most sustainable town hall in the Netherlands. Work started in July 2013 and is scheduled for completion in 2014. The target is for the building to achieve BREEAM 'excellent' certification – worldwide the most important and most used sustainability hallmark for buildings – that takes into consideration not only criteria such as energy efficiency and the use of sustainable materials, but also waste handling and safety measures on the construction site. J.P. van Eesteren is also striving to achieve a BREEAM 'very good' certificate for the construction of the Avery Dennison head office that will be completed in 2014.

Obviously the construction of the Markthal Rotterdam cannot be left out. J.P. van Eesteren started working on the project in September 2012. In 2013 this new icon of Rotterdam really began to take on its final shape thanks to renovation technologies such as the super-support

construction developed by J.P. van Eesteren. Major steps were also taken in the field of BIM. Every detail of the market hall was worked out using a Building Information Model. In 2014 the know-how acquired by J.P. van Eesteren during this exercise will be applied in several projects including the European Patent Office headquarters.

The Erasmus Medical Centre's Training Centre is another outstanding building in Rotterdam. In December 2013 this building won the Rotterdam Architecture Prize 2013. This year the theme of the prize was transformation. An antiquated courtyard was transformed into a modern training centre.

Outstanding projects that are representative of J.P. van Eesteren's portfolio include: the headquarters of the European Patent Office, Labgebouw O|2, Almelo Town Hall, the Markthal Rotterdam, the head office of Avery Dennison and the Erasmus Medical Centre's Training Centre. In addition to the execution of the larger commercial building projects, J.P. van Eesteren also has a substantial maintenance department that maintains Ministry buildings, Hema shops, ING banks and De Nederlandsche Bank.

ERA CONTOUR

ERA Contour carries out new construction and renovation projects both on its own account and for third parties. In partnership with municipalities, housing associations, other developers and the consumer, the almost 300 staff devise and create locations where people can live happily and safely. The company is based in Zoetermeer. ERA Contour creates spaces for people, cities and society. The three spearheads of its operations are: the consumer as co-producer; making cities stronger; and 360 degree sustainability. ERA Contour's strength is collaboration; this is reflected in a working method characterised by co-creation. Every stakeholder, from client and co-maker up to and including the end user, delivers added-value within its own discipline and therefore contributes towards a better, faster and cheaper end product, in addition to making working together on the project a more positive experience.

ERA Contour's clear focus on the urban environment and the consumer has led to successful concepts such as Co-Green, the Buurtlift, Een Blok Stad and lekkerEIGENhuis (in collaboration with its TBI associate companies Koopmans Bouwgroep and Hazenberg Bouw).

In 2013 De Orient was awarded the NEPRON prize for location development.

GROOTHUIS WONEN

Groothuis Wonen is a conceptual builder of ground-oriented homes focused on the construction of small series of homes. The concepts stand for high quality at a keen price. In 2013 the concepts comprised the lekkerEIGENhuis and Groothuis systems. The Overdinkel project was executed within the lekkerEIGENhuis concept. The project comprised the construction of four, energy-generating all-electric homes commissioned by the Domijn rented housing association. The build proceeded exceptionally quickly and was completed within three months, which meant the homes were completed during 2013.

Groothuis develops homes for private buyers as well as for the TBI construction companies. In 2013 *Aangenaam* – a special building of all ground floor homes went on the market. The building is intended to provide homes for a increasingly large group of energetic, well-heeled older people. Groothuis has its own timber factory, trading under the name Groothuis Bouwelementen, which means the products are processed under optimum conditions. Groothuis Bouwelementen supplies the window frames, stairs and roofs for the Groothuis system and the pre-fab walls for the lekkerEIGENhuis system. Groothuis Bouwelementen supplies both TBI companies and third parties. Groothuis Bouwelementen supplied, for example, the HSB gable components for the Almelo Town Hall project being executed by Construction Combination Koopmans – J.P. van Eesteren.

HAZENBERG BOUW

Hazenberg Bouw is an all-round construction company active in the south of the Netherlands. The three companies that form Hazenberg Bouw are Aannemingsbedrijf Nico de Bont and Bouwbedrijf Hazenberg in Vught, and Korteweg Bouw in Breda. Nico de Bont is a trend-setter in the field of restoration, conversion and monument maintenance. Bouwbedrijf Hazenberg and Korteweg Bouw are active in the new construction, renovation and transformation of commercial and residential building projects, maintenance and project development. More and more often the companies are involved in projects in which the change of use of monuments and new construction is combined. Hazenberg Bouw, in part thanks to its thorough knowledge of the regional market, has proven successful as a construction project initiator and developer.

Projects carried out in 2013 included:

- The Buitenplaats Marckhoek new-build project in Breda (91 homes);
- The Tramsingel new-build project in Breda (77 apartments);
- Project development of 25 modern homes in plan Den Bergh in Boxtel in accordance with the lekkerEIGENhuis concept (a TBI initiative);
- The new-build of the Radio Therapy Centre in Roosendaal;
- The D&B new-build order for the Brabantse Delta Water Company in Raamsdonkveer;
- The conversion of a former hospital into the Centrumverpleeghuis Liduina (nursing home) in Boxtel;
- The restoration of architect Berlage's Jachthuis Sint Hubertus in Hoenderloo;
- The conversion of the former Mariënbosch cloister in Nijmegen into 347 student apartments;
- The conversion of the monumental Mariëngaarde nursing home in Tilburg into a living and working community for artists.

Nico de Bont, together with TBI companies HEVO and Synchroon, has launched *Ozive* – studio for redevelopment in the market.

HEVO

HEVO is a real estate specialist active in the field of accommodation advice and project management. With its unique concept of risk-bearing project management, HEVO offers firm guarantees on the price and quality of accommodation. HEVO creates solutions for complex accommodation problems for clients in education, the public sector, the care sector and the commercial sector. The company is based in 's-Hertogenbosch. HEVO regularly produces leading publications, such as the Sustainable Quality Guideline for Primary Education (*Duurzame Kwaliteitsrichtlijn Primair Onderwijs*) and a series of publications for the care sector. This series included an issue titled 'Finance and Ownership'. In the autumn of 2013 HEVO began a collaboration with the Apollo Care Sector Property Fund (Zorgvastgoedfonds Apollo). HEVO, in its role as 'matchmaker' provides concrete solutions for the financing of care sector accommodation. HEVO strives for the continuous improvement of the sustainability performance of existing and new buildings. One outstanding project is the Schravenlant state school community. During a series of special sessions, discussions were held with the stakeholders regarding how to make the new building as sustainable as possible, taking the life cycle of the building as the starting point. This is the first school building in which the *from cradle to cradle* principles have been applied.

KOOPMANS BOUW GROEP

Koopmans Bouwgroep develops and executes residential building projects, commercial buildings and buildings for the public sector with a clear added-value for owners and users. Towards this end clients are offered creative and innovative solutions. Koopmans' core values are client-orientation, innovative strength, close collaboration and sustainability. Optimum collaboration with all involved parties – client, architect, constructor and consultants – is also a core component of the approach.

Koopmans Bouwgroep is based in Enschede and comprises the operating companies Koopmans Projecten, Koopmans Bouw and Koopmans Service & Onderhoud, which also has an office in Deventer. In 2013 Koopmans' office was adapted to facilitate the Smarter Working concept. Since 13 May 2013 all the employees have worked together in the totally revamped office in Enschede. This meant that, after 26 years, the office in Apeldoorn was closed. Since then even more emphasis has been placed on teamwork. The Koopmans organisation now comprises three domains: Acquisition & Support, Initiative & Development and Execution & Aftercare. Project teams have been put together from within these domains, supplemented with chain partners and external experts. The office renovation was awarded the BREEAM 'very good' certificate, which was presented to Koopmans Bouwgroep by the Dutch Green Building Council (DGBC) in autumn 2013. The revamped office was also nominated for the Sustainable Architecture Award 2013.

Koopmans works continuously on the development of innovative concepts and building and working methods, such as the transformation of office buildings into dwellings. In 2013 Koopmans started work on the Molenwerf project in Amsterdam – the conversion of an around 20,000 m² office building into 185 apartments. Koopmans uses The Building Information Model to be able to work LEAN within a project. This 3D-model plays a central role in every project phase. Koopmans inputs all the relevant information supplied by all the involved parties into the model. The result is a single BIM model. Koopmans uses two important tools – *Scrum* and *Oobeya* – to make all the aspects involved clear so they can be discussed. This ensures shorter lead times and lower failure costs during the project.

The projects completed by Koopmans in 2013 included the new fire station in Assen. The order was for the design and construction of a new (sustainable) building for the fire service, the Gemeenschappelijke Gezondheidsdienst (Combined Health Service) and

the Hulpverleningsdienst Drenthe (Drenthe Emergency Services). This project was carried out in partnership with the TBI companies Croon Elektrotechniek, Wolter & Dros and HEVO. In Amsterdam the Nieuw Waterlandplein project comprising six new tower blocks containing a total of 319 homes and 20 care units and, in the basement, shops, facilities, parking space and storage, was completed. To make space for the new development the old shopping centre, an old gallery apartment building and adjacent commercial buildings were demolished. The project will give a major boost to this neighbourhood in north Amsterdam and is providing a vital contribution towards the redevelopment of the Nieuwendam-Noord area of special interest. Koopmans in Duiven completed two apartment buildings to the full satisfaction of the residents. Each building contains 21 apartments and is heated and cooled with a heating/cooling installation. Koopmans, together with TBI company J.P. van Eesteren, began construction of the new Almelo Town Hall. Sustainability is one of the most important factors for this new building. Almelo Town Council wants to gain a BREEAM 'excellent' certificate. In the centre of Drachten Koopmans is working on the redevelopment of the Raadhuisplein (town square). The redevelopment will include a parking garage for 700 cars (21,000 m²) and 22,000 m² of shops and restaurants with 190 homes above.

MDB

MDB hires out contracting equipment and is based in Bergambacht. MDB's clients include companies within and outside the TBI Group. MDB's specialist knowledge of machinery applications offers clients considerable added-value by optimising the construction process by providing advice on scaffolding, props and formwork, building site logistics and building site facilities. In 2013 MDB updated its image with, as its slogan 'Vlot, Veilig en Vernieuwend' ('Fast, Safe and Rejuvenating') that focused attention on the client. MDB also implemented the 'Sustainable Enterprise' action plan which describes MDB's qualitative and quantitative objectives in the context of sustainability, safety and health. In 2013

MDB's range of services related to the supply and assembly of complete scaffolding and props was expanded further.

SYNCHROON

Synchroon is a project developer with a love of the city and city dwellers. Synchroon develops homes and shops in urban areas. In addition to a good return, Synchroon's priority is to deliver projects that look good thanks to their architecture and beautiful surroundings. Synchroon initiates and designs plans with the focus on the users who, whenever possible, are also involved in the design process. Synchroon's working method is hallmarked by the conceptual way issues are approached and its focus on marketing and sales.

In 2013 Synchroon began the construction of new-build projects in several municipalities including Oestgeest, Houten and Waddinxveen and, in partnership with Koopmans, began working on the Strandeiland in the Waterfront project in Harderwijk. In 2013 Synchroon was also involved in several prestigious projects that were completed during 2013, such as Parc Glorieux in Vught (together with Nico de Bont), a shopping centre in Schaesberg, a shopping centre in Vlaardinggen (together with ERA Contour) and the Marckhoek in Breda (together with Korteweg). In 2013 Synchroon also acquired a number of contracts that will ensure Synchroon continues working, with effort and enthusiasm, on a number of outstanding projects. One of these new projects is the development of around 150 homes in a fantastic location on the north bank of the River IJ for Amsterdam City Council.

INFRASTRUCTURE

TBI INFRA

TBI Infra is an enterprise which takes its social responsibility seriously in its approach to fuels, raw materials and the environment. TBI Infra offers sustainable solutions for infrastructure projects, such as tunnels, viaducts and ecoducts, bridges and car parks, for both the road network and public transport. TBI Infra also carries out both small and large-scale concreting projects for the industrial market. In 2013 the activities of Servicis B.V. (formerly SPIE Construction Services) were acquired. Servicis specialises in small civil engineering projects, primarily in the industrial sector, and complements the existing activities of TBI Infra, which also includes Mobilis B.V., Voorbij Funderingstechniek B.V. and Voorbij Prefab Beton B.V. TBI Infra has ISO 14001 certification. This is an internationally-recognised standard for the design of environmental management systems. TBI Infra focuses primarily on four focal areas, for which working instructions and control measures have been established: energy and CO₂, waste management, hazardous substances and soil pollution.

MOBILIS

In 2013 Mobilis, in partnership with other companies, completed the A50 Ewijk – Valburg project, including the new Tacitus Bridge which has resolved a major traffic bottle-neck problem. In addition, nine ecoducts were completed in the Veluwe and the Utrechtse Heuvelrug. Although the old, ten-year, maintenance contract for the Westerschelde Tunnel expired in 2013, in 2012 Mobilis was awarded the contract for the maintenance of this tunnel for the period 2013 to 2033. The maintenance of the tunnel and approach roads will be carried out by a consortium that also includes Croon. In Terneuzen the boring of the two tubes of the tunnel under the Gent – Terneuzen canal was completed. In Rotterdam the new Central Station building for ProRail was almost completed. In Denmark Mobilis was a partner in the

consortium that carried out the Frederikssund project. The project, which involved the design and construction of a new 3.8 km long motorway and five bridges, was completed.

VOORBIJ

Voorbij Funderingstechniek and Voorbij Prefab Beton made a substantial contribution towards various projects carried out by Mobilis. In Guamare (Brazil) Voorbij Funderingstechniek also built a coffer dam for bringing oil pipelines ashore. Voorbij Prefab Beton is working in cooperation with ERA Contour on the 'Vlaardings Geluk', housing project which involves 300 houses and 60 apartments.

OPERATIONAL STRUCTURE OF TBI

as at 31 December 2013



DEFINITIONS

CURRENT RATIO	The current ratio is calculated as the ratio of the current assets to the current liabilities.
INVESTED CAPITAL	Invested capital comprises the non-current assets, net working capital and the related cash at bank and in hand.
OPERATING RESULT BEFORE DEPRECIATION AND AMORTISATION (EBITDA)	The operating result before taking financial income and charges, taxation, depreciation of tangible assets and amortisation of intangible assets into account. EBITDA is used as a measure of the ability of the business to generate cash and forms part of the financial covenants of the syndicate.
OPERATING REVENUE	Operating revenue broadly comprises the value of production carried out in return for income. Operating revenue includes net turnover, movements in work in progress (including profit mark-up and/or provisions formed to cover losses) and other operating revenue. Net turnover comprises the realisable value recognised in the reporting period of completed work and goods and services supplied (excluding revenue tax).
ORDER BOOK	The order book comprises the as yet not executed portion of the value of work in progress, or work and/or projects still to be implemented as at the balance sheet date, as well as work in the 'pipeline', i.e. the total of the orders to be received for projects on which price agreement has been reached (construction teams) or with the lowest tender (tender contracts).
RESULT FROM NORMAL BUSINESS ACTIVITIES	The result from normal business activities comprises the operating result, interest and the result from non-consolidated participating interests.
SOLVENCY RATIO	The solvency ratio reflects shareholders' equity as a percentage of total assets.

COLOPHON

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This is an English translation of the Dutch language report. Should different interpretations arise, the Dutch version prevails.

CREATE THE FUTURE



TBI comprises a group of companies that focus on the sustainable renovation, refurbishing and maintenance of our living environment. The Group is characterised by its flexible network organisation. The TBI companies possess high-quality, specialist expertise in the field of Engineering, Construction and Infrastructure.



CREATE THE FUTURE

