

DURA VERMEER PROUD*

ANNUAL REPORT 2015



DURA VERMEER

Waarmaken van ambities

ANNUAL REPORT

2015

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KEY FIGURES

In millions of euros	2015	2014	2013	2012	2011
Operating income and construction work in progress					
Operating income	1,052	1,004	1,033	1,024	1,164
Construction work in progress *	1,466	1,358	1,433	1,579	1,593
Earnings and net assets					
Operating profit, including profit from equity interests, before depreciation and amortisation and non-recurring income and expenses (EBITDA)	16.8	10.4	13.7	23.5	32.5
Profit, including from equity interests, before interest, taxes and non-recurring expenses (EBIT)	7.2	0.8	3.8	11.4	22.4
Profit (loss) from ordinary activities, including profit from equity interests after taxes	5.7	1.1	3.1	11.1	17.4
Non-recurring income and expenses after taxes	-2.1	-8.6	-8.6	-7.8	-4.1
Profit (loss) after taxes	3.6	-7.5	-5.5	3.3	13.3
Depreciation of property, plant and equipment	9.6	8.6	9.1	10.0	10.1
Amortisation of intangible fixed assets	-	2.8	0.8	2.1	-
Net investments	6.0	6.0	9.7	7.6	6.9
Net financing position **	49.6	41.3	66.1	62.3	126.6
Equity	105.3	101.7	126.7	134.4	135.1
Total equity	388.1	429.3	442.5	483.8	530.6
Ratios					
Profit (loss) from ordinary activities, including equity investments after taxes as a percentage of operating income	0.53%	0.11%	0.30%	0.79%	1.49%
Profit on ordinary activities after taxes as a ratio of average equity	3.5%	-6.5%	-4.2%	2.5%	10.2%
Current ratio	1.07	1.05	1.23	1.24	1.23
Solvency on the basis of equity	27.1%	23.7%	28.6%	27.7%	25.5%
Employees					
Average number of employees	2,398	2,393	2,478	2,646	2,763

* Construction work in progress concerns the unfinished portion of the engagement values of the projects, which, as at balance sheet date were still in progress, plus those projects of which the implementation is certain to a large extent.

** Cash at bank and in hand, less interest-bearing debt.

CUSTOMER INTIMACY
RELIABLE
BINDING
RESOURCEFUL

DURA VERMEER AT A GLANCE

Dura Vermeer is a national construction company which, with turnover of more than € 1 billion and some 2,500 employees, counts among the top of the Dutch construction market. We are active in the residential, non-residential and industrial construction and infrastructure (road construction, civil engineering, railway construction and the specialities in underground infrastructure and the environment) sectors. Our core activities are the development and realisation of our own newbuild projects, maintenance and renovation, service and re-let maintenance, advice and engineering. Besides a central holding company, we are organised in divisions and clusters that contain more than thirty operating companies. In 2015, we celebrated our 160th anniversary as an independent family business.

DURA VERMEER GROEP NV

DURA VERMEER DIVISIE BOUW EN VASTGOED BV

NIEUWBOUW EN ONTWIKKELING

Dura Vermeer Bouw
Hengelo BV

Dura Vermeer Bouw
Midden West BV

Dura Vermeer Bouw
Rosmalen BV

Dura Vermeer Bouw
Zuid West BV

Dura Vermeer
Vastgoed BV
Grote Projecten
Design Studio

ONDERHOUD EN RENOVATIE

Dura Vermeer Bouw
Heyma BV

Dura Vermeer
Onderhoud en Renovatie
Hengelo BV

Dura Vermeer
Onderhoud en Renovatie
Rosmalen BV

Dura Vermeer
Van Ieperen BV

SERVICE EN MUTATIE-ONDERHOUD

Dura Vermeer
Vastgoed Service BV

DURA VERMEER DIVISIE INFRA BV

Dura Vermeer Infrastructuur BV

Regio Noord West
Regio Oost
Regio Zuid West
Deelnemingen BV
Reststoffen BV

Dura Vermeer Beton- en Waterbouw BV

Regio Noord West
Regio Oost
Regio Zuid West

Dura Vermeer Railinfra BV

Saferail BV
ASSET Rail BV

Dura Vermeer Ondergrondse Infra BV

Dura Vermeer Milieu BV

Business Unit Grote Projecten
Business Unit Concessies
Dura Vermeer Gebieds-
ontwikkeling Infra BV
CentralNed BV



**DURA VERMEER
ADVIES EN DIENSTEN**

Advin BV

Ingenieursbureau Archicom BV

**DURA VERMEER
FACILITAIRE BEDRIJVEN**

Dura Vermeer Autobehaar BV

Dura Vermeer Materieelservice BV

**Dura Vermeer
MaterieelDienst Infra BV**

Dura Vermeer Onroerend Goed BV

BOARD OF DIRECTORS OF DURA VERMEER GROEP NV

Supervisory Board

drs. P.C. Klaver, Chairman
M.W. van Sluis RA, Vice-Chairman
drs. J.P. Drost
J.M.A. van der Lof MBA
ing. D. van Well

Board of Directors

drs. J. Dura MRE, Chairman
L.H. Barg RA
ir. R.P.C. Dielwart
ir. K.W. Talsma (until 31 December 2015)
ir. T. Winter

Group support management

J.T. Aalbers, Director of ICT
drs. A.A. Boot, Director of Human Resources
drs. A. Heins RA, Director of Finance

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Construction and Property divisional management

ir. R.P.C. Dielwart, Chairman
M.A. ter Hark RA
drs. P.C.M. Krop MRE

Infra divisional management

ir. T. Winter, Chairman
drs. J. Dijkstra RA
ir. K.W. Talsma

Advice and Services management

ing. R.H.M.M. Henderix

Support Companies management

ir. E.J. Peters

(situation as at 22 March 2016)

REPORT OF THE SUPERVISORY BOARD

We herewith present the Directors' Report, which contains the financial statements for the 2015 financial year. The financial statements were audited by KPMG Accountants NV, who issued an unqualified auditor's report, which can be found on page 51 of this report.

We discussed the Directors' report and the financial statements with the external auditor in the presence of the Board of Directors and the Board of Management and the Finance Director. These documents have our approval and will be adopted during the General Meeting of Shareholders. During this meeting, we will ask the shareholders for discharge for the policy pursued in the past reporting year and to discharge the Supervisory Board for their supervision of the policy.

In 2015 we had six regular meetings with the Board of Directors. Apart from these formal meetings, our Board's chair and vice-chair had regular interim meetings with the chair of the Board of Directors. Members of our Board also attended meeting of the Central Works Council.

A range of topics was discussed during our meetings with the Board of Directors. This included, among other things, the new strategy, the operational and financial state of affairs, the development of the order portfolio, market trends, organisational changes and adaptations, risk management, sustainability, integrity and safety.

There were some changes during the year in the composition of the Board of Directors. On 1 September 2015, Mr L.H. Barg RA was appointed as CFO. Before his appointment, Mr Barg was a partner at KPMG, where he had held different management positions. On 1 January 2016, Mr T. Winter was appointed to the Board of Directors, which he combines with the chairmanship of the Infra divisional management. Mr Winter is from the construction company BAM, where he had served in different management positions. In both positions, Mr Winter replaces Mr K. W. Talsma, who will stay on at the company as an advisor until the end of 2016. We would like to thank Mr Talsma for his efforts on behalf of Dura Vermeer and we appreciate the manner in which he fulfilled his tasks.

We recognise and appreciate the efforts, involvement and commitment of the Board of Directors, divisional managements and all the employees under the challenging market conditions of the past reporting year.

Rotterdam, 22 March 2016

drs. P.C. Klaver, Chairman
M.W. van Sluis RA, Vice-Chairman
drs. J.P. Drost
J.M.A. van der Lof MBA
ing. D. van Well

DIRECTORS' REPORT

We are pleased to present the annual report including the financial statements of Dura Vermeer Groep NV for the year ended 31 December 2015. The financial statements were audited by KPMG Accountants N.V., who issued an unqualified auditor's report, which can be found on page 51 of this report.

General business trend

2015 was a year in which the positive changes in the market started taking shape. For the construction and property activities, in particular residential construction, it means further improvement after the recovery started in 2014 and, especially in the Randstad conurbation, this became apparent. The market for infrastructure continued at a reasonable yet sober pace. That said, we still had problems with over-capacity especially in road construction and rail activities and shrinking budgets at public clients.

For Dura Vermeer, 2015 – the year in which we celebrated our 160th anniversary – clearly had a different sentiment than 2014. One of more optimism, better perspective, new zeal and a feeling that we are on right path organisationally. With slightly higher operating income, Dura Vermeer realised a positive financial profit, combined with a healthy order book for 2016.

We look back at 2015 with an overwhelming feeling of pride. We are proud of our positive returns, of the many beautiful projects that were able to realise for different commissioning companies and clients, for example, the projects 'Ruimte voor de Waal', Delft railway tunnel, Zevenaar rail tracks, 'O-op-de-meter' (NOM) homes in Rijswijk Buiten, the new head office of Akzo Nobel, research institute DIFFER and the rapid home-renovation ('Stroomversnellings') initiative. We are also proud of the various prestigious awards we received, such as the Betonprijs 2015 (twice), the prestigious Nederlandse Bouwpluim 2015 and the A.M. Schreuders prize.

But we're certainly not there yet, in the knowledge that not all our divisions were able to contribute towards this success and some market segments are still battling with overcapacity, tough competition or projects that are accepted at too low a price level.

To have a clear vision of what Dura Vermeer is going to focus on and get involved in in the coming years, a new strategy had been prepared, which was revealed in the summer of 2015. The new strategy structurally opts for focusing even more on the client, improving

our project results and for the principle that result is more important than growth in turnover. We also deliberately opt for competitive cost prices with an appropriate margin for risks and profit. We are emphatically looking at broadening our proposition, intensifying the market approach and strengthening the organisation in which a professional performance culture, coaching leadership and a modern HR and ICT policy form the centrepiece. Dura Vermeer further makes a high priority of innovation and strong digitisation, such as working with BIM, of which the first rewards are already visible.

We are enthusiastic about how the organisation embraces the new strategy and sees room for improvement. Together, we have made a clear choice for renewing and adapting our business culture. Work will continue in the time ahead on the implementation of our strategy to ensure that it successfully reaches into the nerve-ends of organisation. Now that the economy is on the recovery again, and especially profiting the residential-construction activities, we must guard against returning to old habits. The pressing need of recent years to be critical about projects that fit our organisation and remain on budget remains an important priority for us, as does the further optimisation of the way we work together and with partners.

And the safety theme always remains at number 1. Despite a low IF figure for our own employees, this topic remains a top priority and we will continue to invest in safety-awareness actions, campaigns and measures to further reduce time lost through absence. We are also going to actively involve especially partners, suppliers and subcontractors and share our lessons and experiences with the members of the Safety Governance Board.

SUSTAINABILITY AND CSR

Dura Vermeer subscribes to the viewpoint that proper and responsible business is a condition for building trust and thus for the future of the company.

Key issues 2015

- IF figure at an historic low;
- Waste-separation percentage higher than ever;
- 95% of our clients is satisfied;
- There were numerous innovations, chain partnerships and CSR initiatives.

With the necessary caution and modesty, we are suitably impressed with our CSR/sustainability achievements in 2015. Not only organisationally have we made progress with the elaboration of our CSR KPI's (key performance indicators), but we're also seeing an improvement in the results. Of the sixteen goals we set, nine have been achieved. Of the seven not achieved, two we almost made.

We formulated our goals for 2015 more critically and strictly and also redefined our CSR KPI's. This has resulted in a better elaboration of the CSR KPI's mobility CO² emissions and waste-plant CO² emissions, and the addition of two new CSR KPI's, knowledge-sharing and client loyalty.

Of the nine goals we achieved, our low IF figure is the most striking. It is the lowest IF figure ever achieved by Dura Vermeer.

We do realise that we have to show some modesty in this. Our building sites still pose a real safety risk and then especially to our subcontractors and suppliers. Since we're excited about the result of our safety campaign for our own people, we're going full steam ahead with continuing this safety campaign in the chain. The aim is to further reduce the safety risk for both our own workers and subcontractors and suppliers.

The seven goals we failed to achieve concern integrity, absenteeism, duration of absenteeism, mobility CO² emissions, waste-plant CO² emissions, client involvement and client loyalty. Of these, absenteeism and client loyalty were almost achieved. We are critical about the KPI's we failed to achieve and will pursue active policy in 2016 to improve it.

In this context, we cannot fail to mention the many positive initiatives in the field of innovations, chain partnership and CSR. Creating the Dura Vermeer CSR/sustainability innovation award for workers in 2015 has certainly made a contribution and resulted in no fewer than 55 submissions.

The focus in 2015 on sharing knowledge with education institutions has certainly also borne fruit, with as result: numerous Dura Vermeer guest lectures, participation in research, partnerships with student groups attracting the many interns we have supervised. This may rightly be deemed a success and has certainly benefited our image among college and university students.

A good reputation is an essential driver of, among other things, recruiting new staff. And that is why we're also proud of our top listing in the Management Team-500 image review. In the construction industry category, we came second.

Dura Vermeer will press ahead in 2016 on CSR and sustainability and will do everything to remain proud. This theme runs like a golden thread through our newly-formulated HR and ICT policy as part of our new strategy. However, we will still take an extra critical look at the definitions we use for certain KPI's to avoid successes not being seen as a disappointment. This concerns, for instance, the KPI's integrity and CO² emissions.

For further information on our initiatives in this area, as well as corporate social responsibility and corporate governance, please see our separate Activities Report.

Our organisation

We had an average of 2,398 employees (FTEs) in 2015 in comparison with 2,393 in 2014. Despite organisational restructuring at a number of operating companies because of the different market conditions, the number of employees remained on par. Promoting growth and personal development and guaranteeing good and safe working conditions are the cornerstones of our human resources policy.

The Board of Directors and the Supervisory Board advocate diversity. There are no women in the Board of Directors and the Supervisory Board at present. Dura Vermeer has no specific policy on a minimum male/female ratio for the Board of Directors and Supervisory Board.

In the future appointment of members to the Board of Directors and Supervisory Board, Dura Vermeer will consider the added value of each person in comparison to the others, with diversity being one of the considerations.

The supervisory board determines the remuneration of the Board of Directors within the limits of the remuneration policy adopted by the AGM. The remuneration of the Board of Directors comprises a fixed annual salary plus variable component, which is dependent on

the company's overall performance and the achievement of individual targets. The remuneration of the Supervisory Board is fixed and independent of the company's performance; it is also adopted by the AGM.

FINANCIAL RESULTS

- Profit after taxes of € 3.6 million positive compared to a negative result of € 7.5 million for 2014;
- Operating income increased slightly to € 1,052 million;
- Construction work in progress increased from € 1,358 at year-end 2014 to € 1,466 million at year-end ultimo 2015;
- Solvency ratio end of 2015 27.1% compared to 23.7% the year before;
- Net financing position remains good at positive € 49.6 million (2014: € 41.3 million).

Operating income

With turnover at € 1,052 million, activities in 2015 increased by almost 5% compared to 2014. Construction and Property saw more than a 10% increase in turnover, which compensated for the decrease recorded by Infra. Turnover on non-residential construction in particular increased strongly.

The operating income can be presented by activity as follows:

Operating income		
In millions of euros	2015	2014
Residential construction	358	369
Non-residential construction	258	187
Infrastructure	410	425
Advice and Services and Other	26	23
	1,052	1,004

The operating income was generated almost entirely in the Netherlands.

Total construction work in progress increased by 8% to a total of € 1,466 million, especially in the Construction and Property division, which increased by 13% compared to 2014.

EBIT before non-recurring income and expenses

The operating result before non-recurring expenses improved from € 0.8 million in 2014 to € 7.2 million in 2015. At both the Construction and Property and the Infra divisions, the construction works result improved because of a better price level on new construction works, result improvements on existing works, a lower operating shortfall on direct employees and lower tender costs. Consequently, the margin rose by € 6.4

million to € 7.2 million in 2015. In the Advice and Services cluster, the margin at one of the operating companies decreased. The expectation is that the loss there was a one-off occurrence. The EBIT margin can be presented by activity as follows:

EBIT before non-recurring income and expenses		
In millions of euros	2015	2014
Construction and Property	9.3	5.0
Infra	6.4	2.5
Advice and Services	0.3	0.6
Other	-8.8	-7.3
	7.2	0.8

Non-recurring income and expenses

Although the market as a whole recovered, we did not escape having to implement some other adjustments within our organisation, all of which resulted in reorganisation costs of € 2.4 million in 2015. The valuation of the land positions was also reassessed, which led to a limited extra write-down of € 0.5 million. The total exceptional expenses came to € 2.9 million before corporation tax compared to € 11.0 million in 2014.

Profit (loss) after taxes

A € 3.6 million profit after taxes was recorded in 2015 in comparison with a € 7.5 million loss in 2014. The item can be specified as follows:

Profit (loss) after taxes		
In millions of euros	2015	2014
EBITDA	16.8	10.4
Depreciation	-9.6	-9.6
EBIT	7.2	0.8
Net interest income	-0.5	-0.3
Non-recurring expenses	-2.9	-11.0
Income taxes	-0.2	3.0
Profit (loss) after taxes	3.6	-7.5

Tax expenses are calculated on recognised profits while taking account of movements in the provision for deferred tax liabilities, untaxable or non-deductible amounts and other tax facilities. The applicable tax rate is 25%. The profit of the tax entity for 2015 is positive, which can be offset against the tax-deductible loss for 2013.

Balance sheet, investments, net cash flow and assets

Total assets decreased from € 429.3 million at year-end 2014 to € 388.1 million at year-end 2015. This decrease is partly caused by the land positions inventory because a significant part was taken into

production during the financial year. Moreover, the amount in trade receivables decreased, partly because of the changed payment behaviour of a number of clients. On the other hand, a total of € 14.6 million in interest-bearing loans was repaid and part of the company's own liquidity was used to make accelerated payments to creditors. In spite of this, the amount in liquidity only dropped by € 6.3 million to € 70.8 million.

On balance the cash flow from operating activities was € 17.5 million compared to € 5.4 million negative in 2014. Gross investments in property, plant and equipment were kept to € 11.1 million and mainly comprised plant and machinery replacement investments and investments in IT applications. Investments in financial fixed assets increased by € 4.2 million on balance, resulting in a negative cash flow from investing activities of € 9.2 million compared to € 1.9 million in 2014.

The cash flow from investing activities came to € 14.6 million negative because of repayments on the medium-term loans and on a number of project fundings.

The net cash flow for 2016 will largely depend on the degree to which temporary use is made of the available funds to develop and sell property projects; no use is expected to be made of the current account facility.

By accounting for the loss for 2015 in equity, this came to € 105.3 million or 27.1% solvency on the total assets of € 388.1 million compared to 23.7% at year-end 2014. It is proposed that no dividend be distributed from the profit for 2015.

At year-end 2015, we were in full compliance with the covenants agreed with the banks.

FINANCIAL INSTRUMENTS

General

As part of its ordinary activities, Dura Vermeer Group NV makes use of a range of financial instruments that expose the company to various market and credit risks. These financial instruments are recognised on the balance sheet. The company holds no forward exchange contracts or currency options, does not buy or sell these financial derivatives and has procedures and guidelines to minimise the credit risk in relation to each counterparty and market. Should a counterparty default on payments due to the company, any conse-

quent losses are limited to the market value of the relevant instruments.

Credit risk

The company is exposed to credit risks on loans and other receivables recognised under financial fixed assets, trade and other receivables and cash at bank and in hand.

The company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the demographics of the company's customer base, including the default risk of the industry in which customers operate, as this factor may have an influence on credit risk.

The Board of Directors has established a credit policy under which each new customer is analysed individually for creditworthiness before the group's standard payment and delivery terms and conditions are offered. The group's review includes external ratings, when available, and in some cases bank references.

The trade debtors show no significant concentration of receivables in any particular market sector.

The carrying amount of the financial instruments which pose a credit risk are as follows:

Credit risk		
In millions of euros	31-12-2015	31-12-2014
Financial fixed assets		
payables and receivables	10,046	8,231
Accounts receivable, prepayments and accrued income	158,688	181,937
Cash at bank and in hand	70,800	77,123
	239,534	267,291

Interest rate risk and cash flow risk

The company is exposed to interest rate risk on interest-bearing receivables and debts. The company is exposed to risk associated with future cash flows in relation to amounts receivable and payable with floating interest rates and to fair value risk in relation to loans with fixed interest rates. In view of the volume of the interest-bearing receivables and debts, the sensitivity of these receivables and debts to rate fluctuations is very small. As a result, the company has not concluded any derivative interest instruments.

Liquidity risk

The company monitors its liquidity position with successive cash flow forecasts. The management ensures that the company at all times has sufficient

liquidity to meet its payment obligations with sufficient funding under the available facilities to remain in compliance with the existing financing covenant.

From top to bottom in the company, general and specific control procedures are implemented to focus vigilantly on identifying, monitoring and controlling risks which could have a negative impact on the company's objectives, earnings and reputation. In controlling financial risks, an assessment is made of the extent to which financial instruments can be used to further reduce these risks.

Market risk

Market risk concerns the risk that the company's income or the value of the financial instruments is affected adversely by fluctuations in market prices. The value of the Group's bitumen hedges as at balance sheet date is € 1.2 million negative. These hedges were placed on the cost of planned production. The hedges have a term until the first quarter of 2017 and a volume of 8,800 tons as at the balance sheet date.

Outlook

We are already three months into 2016. We are positive about developments in the residential and non-residential construction market. At the same time, we remain concerned about the market for infra activities. Still, there are new chances and opportunities here, too, such as in the market for professional management and maintenance. Energised by our new strategy, we are convinced that we can also make the difference in this challenging market segment. Besides, our clients know how to increasingly appreciate us for our added value, as evidenced by high EMVI scores and imaginative design & build projects.

It is expected that investments outside the projects in the coming year will be restricted to replacement investments. In this context, we keep investing in innovations and new applications that should directly benefit our projects and our clients.

Our liquidity position is expected to remain good. For projects that have already been sold and/or rented, we will apply for the necessary external financing on a non-recourse basis at such a level that we continue to comply with the bank covenants. At current projections, the medium-term loan agreed in 2014 will be fully repaid at year-end 2016.

We expect the number of staff to remain more or less stable.

And finally, we owe our managers and staff a lot of gratitude and appreciation for their effort and involvement over the past year.

Rotterdam, 22 March 2016

Board of Directors

J. Dura, Chairman

L.H. Barg

R.P.C. Dielwart

T. Winter

FINANCIAL STATEMENTS

CONSOLIDATED BALANCE SHEET

(before profit appropriation / x € 1,000)	Note	31-12-2015	31-12-2014
Fixed assets			
Property, plant and equipment	[1]	84,528	88,054
Financial fixed assets	[2]	<u>27,729</u>	<u>24,543</u>
		112,257	112,597
Current assets			
Inventories	[3]	47,599	60,009
Accounts receivable, prepayments and accrued income	[4]	157,474	179,591
Cash at bank and in hand	[5]	<u>70,800</u>	<u>77,123</u>
		275,873	316,723
Current liabilities	[6]	<u>258,254</u>	<u>302,031</u>
Balance of current assets less current liabilities		17,619	14,692
Balance of assets less current liabilities		129,876	127,289
Long-term debts	[8]	10,275	10,228
Provisions	[9]	14,259	15,320
Equity	[10]	105,342	101,741
		129,876	127,289

CONSOLIDATED PROFIT AND LOSS ACCOUNT

(x € 1,000)	Note	2015	2014*
Net turnover		970,792	1,353,806
Change in inventory of finished projects and construction work in progress		81,427	-349,879
Total operating income	[11]	1,052,219	1,003,927
Cost of raw materials and consumables, outsourced work and other external costs		865,460	831,715
Wages and salaries		138,428	137,686
Social security contributions and pension charges	[12]	37,111	37,251
Amortisation of intangible fixed assets		-	835
Other amortisation of intangible fixed assets		-	1,980
Depreciation of property, plant and equipment		9,553	8,617
Other operating expenses		-	658
Total operating expenses		1,050,552	1,018,742
Operating profit (loss)		1,667	-14,815
Net finance cost			
Interest receivable and similar income		987	1,435
Interest payable and similar expenses		-1,479	-1,767
		-492	-332
Profit from ordinary activities before taxes		1,175	-15,147
Income taxes	[13]	-254	2,985
		921	-12,162
Profit from equity interests		2,680	4,669
Profit (loss) after taxes		3,601	-7,493

CONSOLIDATED CASH FLOW STATEMENT

(indirect method / x € 1,000)	Note	2015	2014
Operating profit (loss)		1,667	-14,815
<i>Adjustment for:</i>			
Depreciation and amortisation of property, plant and equipment and intangible fixed assets	[1]	9,553	11,432
Other reductions in the value of inventories		500	1,880
Proceeds from (loss on) sale of property, plant and equipment		-1,011	-933
Change in provisions		2,681	11,439
Change in working capital			
- Change in receivables		23,312	-5,125
- Change in inventories		14,810	-8,220
- Change in construction work in progress		2,325	8,019
- Change in current liabilities		-39,479	-11,246
		<u>12,691</u>	<u>7,246</u>
Cash flow from (used in) operating activities		14,358	-7,569
18 Interest received		992	1,551
Interest paid		-1,466	-1,863
Dividend received	[2]	3,609	2,538
Income tax paid/received		42	-45
Cash flow from operating activities		17,535	-5,388
Repayments of other financial fixed assets	[2]	1,243	3,369
Investments in property, plant and equipment	[1]	-11,161	-9,710
Proceeds from sale of property, plant and equipment		6,145	4,595
Disposal of non-consolidated equity interests	[2]	52	350
Investments in other financial fixed assets	[2]	-2,752	-518
Loans provided to other financial fixed assets	[2]	-2,762	-
Cash flow from investing activities		-9,235	-1,914
Change in project financing		-4,394	-3,945
Amounts received in respect of long-term debts		-	13,500
Repayment of long-term debts		-10,229	-4,788
Dividends paid		-	-200
Repurchase of own shares		-	-17,250
Cash flow from financing activities		-14,623	-12,683
Net cash flow		-6,323	-19,985
Balance of cash at bank and in hand as at 1 January		<u>77,123</u>	<u>97,108</u>
Balance of cash at bank and in hand as at 31 December		<u>70,800</u>	<u>77,123</u>

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

(x € 1,000)

2015

2014

**Consolidated profit (loss) after taxes attributable
to the entity**

3,601

-7,493

Comprehensive income of the entity

3,601

-7,493

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

General

General

Dura Vermeer Groep NV is a nationally operating construction and infra group active in the construction, infrastructure, engineering and services sectors. The company is a limited liability company (N.V.) with its registered office and head office based in Rotterdam.

Financial reporting period

These financial statements relate to the 2015 financial year that ended on 31 December.

Basis of preparation

The financial statements have been prepared in accordance with the provisions of Part 9, Book 2 of the Netherlands Civil Code on a going-concern basis. The principles applied in respect of the valuation of assets and liabilities and determination of the profit (loss) are based on historical cost, unless stated otherwise.

Application of Section 402, Book 2, of the Netherlands Civil Code

The company's financial information is included in the consolidated financial statements. Consequently, in accordance with Section 402, Book 2, of the Netherlands Civil Code, the company profit and loss account exclusively states the share in the profit (loss) after taxation of companies in which equity interests are held and the other profit (loss) after taxation.

Principles for the valuation of assets and liabilities

General

The comparative figures from 2014 for net turnover, changes in inventories of finished projects and construction work in progress (both presented in the consolidated profit and loss account), the direct costs, plus a margin for general overheads and part of the expected profit determined in proportion to the progress, less expected losses and payments from clients (both disclosed in the notes to the consolidated balance sheet under (7) construction work in progress) have been reclassified in order to allow comparison with 2015.

Unless indicated otherwise, assets and liabilities are stated at nominal value.

Assets are recognised on the balance sheet when it is probable that the future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. Liabilities are recognised when it is probable that the settlement of the liability will result in an outflow of economic benefit from the company and the amount of the item can be measured reliably.

An asset or liability is derecognised when a transaction results in the transfer of all or substantially all future economic benefits and all or substantially all risks relating to an assets or a liability to a third party. An asset or liability is also derecognised when the economic benefits are no longer probable or its value is no longer reliably measurable.

Gains are recognised in profit or loss upon an increase in economic potential in conjunction with an increase in an asset or a decrease in a liability which can be measured reliably. Losses are recognised in profit or loss upon a decrease in economic potential in conjunction with a decrease in an asset or an increase in a liability which can be measured reliably.

Revenue and expenses are recognised as earned and incurred. Net turnover is recognised when all significant risks and rewards of ownership have been transferred to the buyer.

The financial statements are presented in euros, the company's functional currency. All financial information in euros is rounded to the nearest thousand.

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Management believes that the following accounting policies have the most significant effect on the presentation of the company's financial position and require estimates and assumptions:

- Valuation of construction work in progress
- Valuation of land inventories

Financial instruments

Financial instruments comprise investments in shares and bonds, trade and other receivables, cash, loans and other financial obligations, derivative financial instruments (derivatives) and trade and other payables. The following categories of financial instruments are included in the financial statements: loans and other receivables, other financial liabilities and derivatives.

Financial instruments also include embedded derivative financial instruments (derivatives). Embedded derivatives are separated from the host contract and accounted for separately if the economic characteristics and risks of the host contract and the embedded derivative are not closely related, a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative, and the combined instrument is not measured at fair value through profit or loss.

Derivatives are recognised initially at fair value including the premium or discount and any attributable transaction costs. If financial instruments are subsequently measured at fair value with changes in fair value recognised through profit or loss, then any directly attributable transaction costs are recognised immediately in profit or loss.

Embedded financial instruments which are not separated from the host contract are recognised in accordance with the host contract.

Subsequent to initial recognition, financial instruments are measured in the manner described below.

Loans and other receivables

Loans and other receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

Derivative financial instruments

Derivatives are recognised initially at fair value. Subsequent to initial recognition, derivatives are measured at the lower of cost and fair value unless hedge accounting is applied under the cost price hedge accounting model.

Hedge accounting for derivative instruments measured at cost

If cost price hedge accounting is applied, the value of the instrument is not remeasured as long as the derivative instrument relates to hedged transactions that have not yet occurred. The gain or loss associated with the derivative instrument is recognised in profit or loss as soon as the expected transaction affects profit or loss. When the hedged item is a non-financial asset or liability, the cost of this asset is adjusted by the cumulative results of the hedge.

If a derivative instrument expires or is sold, the cumulative gain or loss that has not yet been recognised through profit or loss is recognised as a deferred item in the balance sheet until the forecast transaction affects profit or loss. If the transactions are no longer expected to occur, the cumulative gain or loss is transferred to profit or loss. If the derivative

instrument no longer meets the criteria for hedge accounting, but the financial instrument is not sold, then hedge accounting is also discontinued. The financial instrument is subsequently measured at the lower of cost and fair value.

Conditions for hedge accounting

The company documents the hedging relationships and periodically tests their effectiveness by assessing whether the hedges are effective and that there is no overhedging. The effectiveness test involves comparing the critical characteristics of the hedging instrument to those of the hedged item. If the item is overhedged, the lower of the overhedge's cost and fair value is recognised immediately in profit or loss.

Impairment of financial assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets are impaired can include default or delinquency by a debtor, restructuring of an amount due to the company on terms that the company would not consider otherwise and indications that a debtor will enter insolvency.

The company considers evidence of impairment for receivables measured at amortised cost at both a specific asset and collective level. All individually significant receivables are assessed for specific impairment. All individually significant receivables and investments of which it has been established that they are not subject to impairment are then assessed collectively for a reduction in the value that has occurred but has not yet been established. Individually not significant receivables are collectively assessed for impairment by pooling together similar receivables with similar risk characteristics.

When assessing the collective reduction in value, historical trends are used regarding the likelihood of default of a debtor, the timeframe in which collection takes place and the amount of the losses incurred. The results are adjusted if the management believes that

the current economic and credit conditions suggest that it is likely that the actual losses will be higher or lower than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate.

Losses are recognised in profit and loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit and loss.

Accounting policies for the consolidated balance sheet

Consolidation

The consolidated financial statements include the financial information of the company and its group companies and other legal entities over which that company can exercise control or which are under its centralised management. Group companies are entities in which the company holds a majority interest or exercises substantial influence over the financial and operating policy in some other way. In assessing significant influence, the company takes into consideration financial instruments with potential voting rights that currently are exercisable. Entities in which the company holds a 50% interest and other joint ventures consolidated proportionately. The financial information of companies in which Dura Vermeer Groep NV holds a direct or indirect interest, is accounted for as an equity interest, provided they do not qualify as group companies, joint ventures or other entities over which substantial influence or central management can be exercised.

Newly acquired equity interests are consolidated from the moment influence can be exercised on policy matters. Disposed equity interests are deconsolidated from the moment that influence ends.

Mutual debts, accounts receivable and transactions, as well as profits made within the group have been eliminated in the consolidated financial statements. The group companies are integrally consolidated, while the minority interests of third parties are stated separately.

For a full list of the equity interests of Dura Vermeer Groep NV, please refer to the list filed with the Chamber of Commerce.

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation, based on the estimated useful life of the asset, or at their lower value in use. Land, including land presented under 'Not

used in the production process', is not depreciated. Annual depreciation on part of the plant and equipment is taken as a percentage of the asset's carrying amount, where the estimated useful life of the asset is set to an average of eight years. The other assets are written down on the basis of a fixed percentage of their cost based on an estimated useful life of 33 years maximum for buildings and three to 10 years for other fixed operating assets. The cost of major repairs is recognised immediately in the financial year in which the repairs take place unless the useful life of the asset is obviously extended in the process. In that case, the costs are recognised and written down in proportion to the asset's remaining useful life.

Financial fixed assets

Equity interests with a negative net asset value are stated at zero. A share in the profit of the equity interest is only recognised in later years if and insofar as the cumulative portion of the non-recognised share in the loss has been cleared. However, when the company provides full or partial collateral for the debts of an equity interest, or has the constructive obligation to enable the equity interest (for its share) to repay its debts, a provision is recognised equal to the expected repayments due by the company on behalf of the equity interest. The provision is primarily charged to the long-term receivables from the equity interest that actually have to be seen as part of the net investment, and for the rest is presented under the provisions.

Entities where no significant influence is exercised are measured at the lower of cost and permanently lower value in use.

The accounting policies for other financial fixed assets are included under the heading 'Financial instruments'. Dividends are accounted for in the period in which they are payable. Interest income is recognised as it accrues, using the effective interest method. Any gain or loss is recognised under financial income or expenses.

Joint ventures

Equity interests in which the company has joint control with other participants (joint ventures) are measured using the equity change method based on the net asset value.

In the case of ventures where the activities are performed jointly, with each participant retaining exclusive control of the assets, the company recognises the assets which it controls, as well as the commitments it made, the costs it incurred and its share in the profit on sales and/or services provided by the joint venture.

In the case of ventures where the activities are performed jointly using assets over which the participants have joint control, the company recognised the joint assets, commitments, costs and revenues proportionally.

Impairment of property, plant and equipment

Items of property, plant and equipment are assessed at each reporting date to determine whether there is objective evidence of impairment. If any such indication exists, the asset's recoverable amount is estimated. The recoverable amount is the greater of its value in use and its fair value less costs to sell. If the recoverable amount of an individual asset cannot be estimated, the recoverable amount is determined based on the cash-generating unit (CGU) to which the asset belongs. An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. In the event of an impairment of a cash-generating unit, the loss is initially recognised under goodwill that has been attributed to the cash-generating unit. Any remaining loss is attributed to the unit's other assets pro rate to their carrying amounts.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. If any such indication exists, then the asset's or CGU's recoverable amount is estimated.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's (or CGU's) carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Disposal of fixed assets

Assets available for sale are measured at the lower of their carrying amount and net realisable value.

Inventories

Inventories of land not yet in production and inventories of raw materials and consumables are measured at the lower of cost and fair value as at the reporting date. Inventories of finished projects are measured at the lower of direct costs incurred, including an appropriate share of production overheads, and fair value. No interest is included in inventories. Land is acquired for development as construction sites in the near future.

Construction work in progress

Construction work in progress comprises the balance of realised project costs, attributed profit, recognised losses and progress billings already received. The valuation of construction work in progress includes the direct project costs (such as personnel costs for employees directly involved in the project, costs of raw materials, depreciation costs of plant and machinery used in the project), the general overheads attributable to project activities and other costs that can be attributed to the customer based on the contract.

Revenues, cost and profits on construction work in progress are recognised pro rata to the completion of the work (percentage-of-completion method). The percentage of completion of construction work in progress is determined based on the production (project costs in relation to total expected project costs) up until the balance sheet date or on the basis of the progress billings that are a fair representation of the progress of the construction work in progress. Recognition takes place as soon as a reliable estimate can be made of the result of the construction work in progress.

The result of a construction contract can be reliably estimated if the total project revenues, the costs required to complete the project and the percentage of the completion of the construction work in progress can be reliably determined, it is likely that the economic benefits will flow to the company and the project costs attributable to the construction work in

progress can be clearly distinguished and reliably determined.

The result of a subcontract on a cost-plus basis can be reliably estimated when it is likely that the economic benefits will flow to the company and the project costs attributable to the construction work in progress can be clearly distinguished and reliably determined.

If the result of construction work in progress cannot be estimated reliably, the project revenues are only recognised in profit and loss up to the amount of the project costs incurred that is likely to be recouped. The project costs are recognised in profit and loss in the period in which they are incurred.

Project revenues are defined as the contractually agreed revenues plus any revenues related to additional or less work, claims and payments, to the extent that it is likely that the revenues will be realised and can be reliably determined. The project revenues are based on the fair value of the consideration that has been or will be received.

Expenses related to project costs that result in the required deliverables after the balance sheet date are recognised as part of the inventories, construction work in progress or prepayments/accrued income if it is likely that they will result in revenues in the following period. The project costs are recognised in profit and loss if the performances in the project are delivered and have been realised. Expected losses on construction work in progress are taken directly to profit and loss. The amount of the loss is determined irrespective of whether the project has already been started, the progress of the project or the amount in profit that is expected on other, unrelated projects.

If, on balance, a credit position remains as a result of higher progress billings than the value of the completed work, this on-balance credit stand is recognised under current liabilities.

Projects under own development are measured at cost including a proportionate part of the expected profit if the projects have been sold to third parties, less recognised losses and development risks. Interest expenses are not included in construction work in progress.

Receivables

The accounting policies for receivables are described under the heading 'Financial instruments'.

Cash at bank and in hand

Cash at bank and in hand are stated at nominal value.

Current liabilities and long-term debts

The accounting policies for current liabilities and long-term debts are described under the heading 'Financial instruments'.

Provisions

Provisions are measured at the nominal value of the expenses expected to be incurred in settling the liabilities and losses.

If it is probably that any of the expenses expected to be incurred to settle the provision will be reimbursed by a third party, the reimbursement is presented as a separate asset.

A provision is recognised if:

- as a result of a past event, the company has a present legal or constructive obligation;
- that can be estimated reliably;
- and it is probable that an outflow of economic benefits will be required to settle the obligation.

Warranties

A provision for warranties is recognised when the underlying projects are sold. Additions are made to the provision in relation to the turnover on the projects completed in the financial year. Cost related to warranties are charged against the provision. The level of the provision is regularly reviewed on the basis of the estimated risks.

Pensions

The majority of employees have a pension scheme through the industry-wide pension fund for the construction sector. This is a defined benefit scheme based on average wages during an employee's working career.

In the event that the above industry-wide pension fund has a deficit, the company has no obligation to make additional payments other than future contribution increases. As at the balance sheet date, the pension

fund had a funding level (fair value of plan assets expressed as a ratio of the defined benefit obligation according to the accounting policies of the Dutch central bank) of 108.9%. In principle, the pension cost for the reporting period should be the same as the pension contributions payable to the pension fund for the same period. A liability is recorded if these contributions have not yet been paid by the end of the reporting period. If the contributions paid by the end of the reporting period exceed contributions due, prepaid expenses are recognised if the fund is required to repay this amount or offset this amount against contributions payable in the future.

Restructuring provision

A reorganisation provision is formed if a reorganisation plan has been formulated at the balance sheet date and, no later than the date of the preparation of the financial statements, the justified expectation of the implementation of the plan has been raised among those people who will be affected by the reorganisation. A justified expectation is defined as when a start has been made with the implementation of the reorganisation, or if the main outlines have been accounted to those who will be affected by the reorganisation.

A restructuring provision includes the direct expenditures arising from the restructuring, which are those that are both necessarily entailed by the restructuring not associated with the ongoing activities of the entity.

Most of the provision is short term in nature; it is presented under current liabilities accordingly.

Provision for claims, disputes and court actions

A provision for claims, disputes and court actions is recognised if there is a likelihood that the company may be found guilty in a court of law. The provision represents the best estimate of the amount required to settle the obligation, and also includes the legal costs. Most of the provision is short term in nature; it is presented under current liabilities accordingly.

Other deferred remuneration

The provision for long-service awards reflects the present value of payments to employees for long service and other related costs. In computing the

provision, account is taken of future increases in salaries and the probability that the employee may not complete the necessary period of service.

Equity

Financial instruments designated as equity instruments on the basis of their substance are presented under equity. Payments to holders of these instruments are deducted from equity after having first deducted any related income tax gain.

Financial instruments designated as financial liabilities on the basis of their substance are presented as liabilities. Interest, dividends, gains and losses associated with these financial instruments are recognised in profit or loss as income or expenses.

Principles for the determination of profit or loss

General

Revenue and expenses are recognised as earned and incurred.

Operating income

The operating income concerns income from projects that were finished and delivered to third parties during the financial year (net turnover), plus or minus the change in the inventories of finished construction work in progress. Past revenues from services are recognised in net turnover at the fair value of the received or due payment, after deduction of allowances and discounts.

Revenue recognition

When the outcome of a construction contract can be estimated reliably, contract revenue and contract costs associated with the construction contract are recognised as revenue and expenses respectively (as part of the change in construction work in progress) by reference to the stage of completion of the contract. An expected loss on the construction contract is recognised by creating a provision for the total expected loss.

Past revenues from services are recognised in profit and loss when the amount of the revenues can be determined reliably, the collection of the due payment is likely, the degree to which the service was rendered as at balance sheet date can be determined reliably and the costs already incurred or that (possibly) still have to be incurred to complete the service provision can be determined reliably.

Cost of contracted work and other external costs

This is the total cost of goods and services that can be allocated to the operating income.

Employee benefits

Employee wages are charged to profit and loss in the period in which the work is performed and, insofar as

not yet paid out, recognised as a liability on the balance sheet. If the amounts already disbursed exceed the wages owed, the surplus is recognised as a deferred asset insofar as it will be repaid by the staff or offset against future payments by the company.

Leasing

The company may enter into finance and operating leases. A lease is classified as a finance lease if it transfers all or substantially all the risks and rewards incidental to ownership to the lessee. All other leases are classified as operating leases. Whether a lease is a finance lease or an operating lease depends on the substance of the transaction rather than the form of the contract.

Finance leases

If the company qualifies as a lessee in a financial lease, upon initial recognition the leased asset (and related obligation) is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Both values are determined at the inception of the lease. The discount rate to be used in calculating the present value of the minimum lease payments is the interest rate implicit in the lease. If this is not practicable to determine, the lessee's incremental borrowing rate is used. Any initial direct costs of the lessee are added to the amount initially recognised as an asset.

Subsequent to initial recognition, the asset is accounted for as described under the heading 'Property, plant and equipment'. If there is no reasonable certainty that the company will obtain ownership by the end of the lease term, the asset is fully depreciated over the shorter of the lease term and its useful life.

The minimum lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability in relation to the finance lease. Contingent rents are charged as expenses in the periods in which they are incurred.

Operating leases

If the company is the lessee in an operating lease, the leased asset is not recognised. Payments made under

operating leases are recognised in profit or loss on a straight-line basis over the term of the lease.

Interest receivable and similar income and interest payable and similar expenses

Interest income is recognised as it accrues, using the effective interest method. Interest payable and similar expenses are recognised in the period to which they belong.

Income taxes

Income tax expense comprises current tax payable and receivable and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity. Corporation tax is calculated on the commercial profit, making use of any tax facilities and non-deductible expenses.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The provision for deferred tax liabilities is measured at nominal value.

A deferred tax asset is recognised for temporary differences only to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are measured at nominal value and reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Profit from equity interests

The share in the profit of equity interest comprises the share of the group in the profits of these entities.

Unrealised gains and losses resulting from transactions in assets and liabilities with and between non-consolidated equity interests are eliminated. The profit from equity interests acquired or sold during the financial year are stated in group profit or loss from

the date of acquisition or until the date of sale, respectively.

Cash flow statement

The cash flow statement is prepared using the indirect method.

Determination of fair value

The fair value is the amount for which an asset could be traded or a liability settled between knowledgeable and willing parties in an arm's-length transaction.

The fair value of non-listed financial instruments is measured based on their expected future cash flows, calculated using a discount rate that reflects the risk-free market interest rate applicable to the residual term of the instrument plus credit and liquidity risk premiums.

NOTES TO THE CONSOLIDATED BALANCE SHEET

(x € 1,000)

(1) Property, plant and equipment	Company buildings and land	Plant and equipment	Other operating assets	Not used in the production process	Total
As at 1 January 2015					
At cost	35,431	59,460	42,766	38,172	175,829
Cumulative depreciation	-13,919	-46,730	-27,126	-	-87,775
Carrying amount	21,512	12,730	15,640	38,172	88,054
Movements:					
Additions	118	3,255	7,556	232	11,161
Disposals	-140	-357	-4,262	-375	-5,134
Depreciation	-747	-3,784	-3,877	-1,145	-9,553
Total change	-769	-886	-583	-1,288	-3,526
As at 31 December 2015					
At cost	35,371	60,042	42,682	38,029	176,124
Cumulative depreciation	-14,628	-48,198	-27,625	-1,145	-91,596
Carrying amount	20,743	11,844	15,057	36,884	84,528

The property, plant and equipment presented under 'Not used in the production process' concerns three sites that are in long-term operation. The company intends to use these sites in the production process in the future.

(2) Financial fixed assets	31-12-2015	31-12-2014
Non-consolidated equity interests	12,828	11,353
Deferred tax assets	4,855	4,959
Public-private partnership receivables	3,729	6,632
Other receivables	6,317	1,599
	27,729	24,543

Movements in financial fixed assets can be presented as follows:

	Equity interests	Deferred tax asset	Public-private partnership receivable	Other receivables	Total
As at 1 January	11,353	4,959	6,632	1,599	24,543
Share in profits	2,680	-	-	-	2,680
Dividend received	-3,609	-	-	-	-3,609
Additions	2,746	-	-	6	2,752
Disposals	-51	-	-	-1	-52
Redemptions	-	-	-563	-258	-821
New loans	-	-	-	2,762	2,762
Other movements	-291	-104	-2,340	2,209	-526
As at 31 December	12,828	4,855	3,729	6,317	27,729

The deferred tax asset item concerns the valuation of the available forward loss compensation. Of the deferred tax asset item as at year-end 2015, an expected € 1.0 million is deductible within one year (2014: € zero).

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The public-private partnership receivable concerns the receivable from the Public Works Department arising from the availability payment in connection with the PPS-N31 highway project. The financial fixed asset is valued based on the amortised cost, whereby the internal interest rate of 8.65% of the project cash flows is applied. The availability requirement of the asset is implemented on the basis of the profile for major maintenance within Wâldwei.com BV as defined in the EPCM agreement. This availability requirement runs until the end of 2022. Income of € 1.2 million (2014: € 1.2 million) was recognised in the reporting year under net turnover and profit after tax of € 0.3 million (2014: € 0.3 million).

In accordance with the relevant statutory provisions, a list of consolidated and non-consolidated equity interests along with the main building consortiums and other business combinations is filed with the Chamber of Commerce for inspection.

(3) Inventories

	31-12-2015	31-12-2014
Land	40,382	51,442
Raw materials and consumables	3,365	3,356
Finished projects	3,852	5,211
	47,599	60,009

The accumulated impairment loss on the land at year-end 2015 amounts to € 8.6 million (2014: € 11.0 million). The value of the land positions was analysed in 2015 based on the current expectations about the development potential, the development terms and the price level.

	31-12-2015	31-12-2014
(4) Accounts receivable, prepayments and accrued income		
Trade receivables	95,504	108,977
Amounts owed by non-consolidated entities	821	1,433
Tax and social security contributions	949	692
Contract amounts yet to be invoiced	26,209	32,093
Amounts owed by building consortiums	13,938	13,061
Prepaid costs	3,828	4,958
Other accounts receivable, prepayments and accrued income	16,225	18,377
	157,474	179,591

Of the the receivables under the item 'amounts owed by non-consolidated entities' € 0.8 million relates to trade receivables (2014: € 1.4 million) from equity interests in which significant influence can be exercised. No interest is charged on these amounts.

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All accounts receivable and prepayments fall due within one year.
The provision for potential bad debts at year-end 2015 amounts € 1.2 million (2014: € 2.4 million).

(5) Cash at bank and in hand

Cash at bank and in hand includes € 30.0 million (2014: € 57.9 million) in deposits which are at the full disposal of the company. The deposits which are not at the full disposal of the company concern consortium work amounting to € 38.1 million (2014: € 14.2 million) and G-funds amounting to € 2.7 million (2014: € 5.0 million).

As at balance sheet date, Dura Vermeer Groep NV has a syndicated bank facility from three banks. This comprises a committed current account facility for a total of € 50 million and a guarantee facility for € 150 million (€ 108 million of which was drawn down at year-end 2015).

As collateral, the banking syndicate has been furnished with a first mortgage on buildings and land for € 28 million and guarantees have been provided largely in the form of trade receivables.

No use was made of the above current account facility during 2015.

The bank facilities are conditional to solvency, leverage and interest coverage ratios.
At year-end 2015, Dura Vermeer Groep NV satisfied these ratios.

In addition, two guarantee companies have furnished a total of € 83 million in guarantee facilities (2014: € 51 million). € 31 million was drawn down on this at year-end 2015.

	31-12-2015	31-12-2014
(6) Current liabilities		
Current portion of long-term debt	5,553	3,329
Banks	5,353	22,247
Construction work in progress (7)	44,107	33,790
Suppliers and trade payables	106,194	140,971
Accounts payable to non-consolidated equity interests	441	1,228
Tax and social security contributions	17,223	12,844
Contract invoices yet to be received	46,338	49,985
Holiday allowance and accrued annual leave	10,280	10,467
Other debts, accruals and deferred income	22,765	27,170
	<u>258,254</u>	<u>302,031</u>

All current liabilities fall due within one year.

The liabilities to banks concern project financing for specific projects, largely as part of joint ventures where the financing matures on the date when the project is sold. The interest rate is based on the 1-month Euribor plus a margin of between 1.0% and 2.5%.

	31-12-2015	31-12-2014*
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(7) Construction work in progress

Direct cost plus an appropriate share of production overheads and profit recognised to date less recognised losses

	-919,154	-836,368
Less: Progress billings	963,261	870,158
Balance	44,107	33,790

* Adjusted for comparative purposes

The balance of costs less progress billings can be presented as follows:

- Projects for third parties including public-private partnership contracts	59,569	43,044
- Projects under own development	-15,462	-9,254
	44,107	33,790

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The balance of construction work in progress at year-end 2015 breaks down into € 55.6 million (2014: € 108.0 million) in projects with a positive balance and € 99.7 million (2014: € 141.8 million) in projects with a negative balance.

A positive balance is created if the direct costs, plus a margin for general overheads and part of expected profit determined in proportion to the progress, less expected losses, exceed the progress billing. A negative balance is created if the direct costs, plus a margin for general overheads and part of the expected profit determined in proportion to the progress, less expected losses, are less than the progress billings.

Construction work in progress** amounts as at 31 December 2015 to € 1,466 million (2014: € 1,358 million).

(8) Long-term debts

The movement in long-term debts in 2015 is as follows:

	Medium-term loan	Public-private partnership financing	Non-recourse project financing	Total
As at 1 January 2015	6,300	3,928	-	10,228
Repayment	-1,800	-462	-	-2,262
Of current liabilities	-	-	7,862	7,862
To current portion	-4,500	-501	-552	-5,553
As at 31 December 2015	-	2,965	7,310	10,275

** Construction work in progress concerns the unfinished portion of the engagement values of the projects, which, as at balance sheet date were still in progress, plus those projects of which the implementation is certain to a large extent.

Of the medium-term loan of € 13.5 million concluded in 2014, € 4.5 million still remains at year-end 2015, which is recognised in full under current liabilities. Interest of the loan is based on the 3-month EURIBOR with a 6.95% margin.

The public-private partnership financing concerns the share of Dura Vermeer Groep NV in the construction of the N31 (Wâldwei.com BV). The loan has a remaining term of six years. The annual principal payment is € 0.5 million. Interest is based on the 3-month EURIBOR with a 0.85% margin.

The non-recourse project financing is the share of Dura Vermeer Groep NV in the non-recourse financing of a site which is recognised under property, plant and equipment as 'Not used in the production process' A first mortgage has been furnished on the site. The term of the loan is five years, with an option to extend. The annual principal payment is € 0.5 million. Interest is based on the 3-month EURIBOR with a 2.80% margin.

(9) Provisions	1-1-2015	Addition	Utilisation	Release	31-12-2015
Deferred tax liabilities	2,736	-	-595	-	2,141
Warranties	7,168	4,316	-3,915	-715	6,854
Employee benefits	5,416	229	-198	-183	5,264
	15,320	4,545	-4,708	-898	14,259

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The provisions can largely be considered as long-term in nature.

Provision for deferred tax liabilities

The provision for deferred tax liabilities relates to temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes to the extent that these differences will be taken into account in future taxation.

Provision for warranties

A provision for warranties is recognised when the underlying projects are sold.

Employee benefits

The provision is for long-service awards. In computing the provision for long-service awards, account is taken of a 2.0% increase in future salaries (2014: 2.0%). The discount rate is 1.8% (1 January 2015: 1.8%).

€ 0.9 million of the provision (2014: € 0.8 million) can be deemed current and € 13.3 million (2014: € 14.5 million) as long term.

(10) Equity

For information on this item, please refer to the notes to the company balance sheet.

Financial instruments

General

As part of its ordinary activities, Dura Vermeer Group NV makes use of a range of financial instruments that expose the company to various market and credit risks. These financial instruments are recognised on the balance sheet. The company holds no forward exchange contracts or currency options, does not buy or sell these financial derivatives and has procedures and guidelines to minimise the credit risk in relation to each counterparty and market. Should a counterparty default on payments due to the company, any consequent losses are limited to the market value of the relevant instruments.

Credit risk

The company is exposed to credit risks on loans and other receivables recognised under financial fixed assets, trade and other receivables and cash at bank and in hand.

The company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the demographics of the company's customer base, including the default risk of the industry in which customers operate, as this factor may have an influence on credit risk.

The management has established a credit policy under which each new customer is analysed individually for creditworthiness before the group's standard payment and delivery terms and conditions are offered. The group's review includes external ratings, when available, and in some cases bank references.

The trade debtors show no significant concentration of receivables in any particular market sector(s).

The carrying amount of the financial possessions exposed to credit risk is as follows:

	<u>31-12-2015</u>	<u>31-12-2014</u>
Financial fixed assets payables and receivables	10,046	8,231
Accounts receivable, prepayments and accrued income	158,688	181,937
Cash at bank and in hand	70,800	77,123
	<u>239,534</u>	<u>267,291</u>

Interest rate risk and cash flow risk

The company is exposed to interest rate risk on interest-bearing receivables and debts. The company is exposed to risk associated with future cash flows in relation to amounts receivable and payable with floating interest rates and to fair value risk in relation to loans with fixed interest rates. In view of the size of the interest-bearing receivables and payments, these receivables and payments are not very sensitive to interest rates. The company therefore has not taken out any derivative interest instruments.

Liquidity risk

The company monitors its liquidity position with successive cash flow forecasts. The management ensures that the company at all times has sufficient liquidity to meet its payment obligations with sufficient funding under the available facilities to remain in compliance with the existing financing covenant.

The non-discounted payment obligations as at 31 December 2015 can be specified by annual fund outflow as follows:

	2016	2017	2018- 2020	2021 and onwards	Total
Long-term debt, including current portion	5,553	1,053	8,261	961	15,828
Current liabilities, excluding banks, current portion of long-term debt and construction work in progress	203,241	-	-	-	203,241
Banks	5,353	-	-	-	5,353
Rental obligations	5,700	4,800	13,700	9,300	33,500
Lease obligations	8,178	6,684	9,455	-	24,317
	228,025	12,537	31,416	10,261	282,239

The non-discounted financial possessions as at 31 December 2015 can be specified by year as follows:

	2016	2017	2018- 2020	2021 and onwards	Total
Financial fixed assets payables	232	232	696	5,157	6,317
Financial fixed assets receivables	612	612	1,836	669	3,729
Accounts receivable, prepayments and accrued income	157,474	-	-	-	157,474
Cash at bank and in hand	70,800	-	-	-	70,800
	229,118	844	2,532	5,826	238,320

To cover fluctuations between the annual repayment obligations and financial possessions, the company has a committed current account facility of € 50 million. The term of this facility ends in the first quarter of 2017.


Fair value

The fair value of most of the financial instruments shown on the balance sheet, including receivables, cash at bank and in hand and debts, approximates their carrying amount.

Market risk

Market risk is the risk that the company's revenues or the value of the financial instruments can be adversely effected by changes in market prices.

As at the balance sheet date, the group's bitumen hedges had a negative fair value of €1.2 million. The hedges were placed to partly hedge the cost of the bitumen in the order portfolio. The hedges have a term to the end of the first quarter of 2017 and still comprise 8,800 tonnes as at balance sheet date.

Off-balance sheet assets and liabilities

As at year-end 2015, the group furnished customers with guarantees up to € 139.2 million via banks and guarantee companies (year-end 2014: € 163.4 million). The group is jointly and severally liable for all liabilities of the partnership firms (project consortiums) in which it takes part. At year-end 2015, these liabilities, exclusive of bank guarantees, total € 199 million (2014: € 279 million). The group's share of these amounts to € 78 million (2014: € 108 million), which has been accounted for in the consolidated balance sheet.

The group rents land and buildings. The rent due for 2016 is € 5.7 million. The term of the rental obligations varies from one to seven years. Total payments due in 2016 on operating lease contracts (for motor vehicles and rolling stock) amount to approximately € 8.2 million (2015: some € 10.0 million). The leases have an average remaining term of 2.5 years.

Most of the consolidated equity interests are part of Dura Vermeer Groep NV's tax group for the purposes of corporation tax and VAT and are therefore jointly and severally liable for any tax payable by the companies in the tax group. For a full list of the equity interests of Dura Vermeer Groep NV we refer to the list filed with the Chamber of Commerce.

NOTES TO THE CONSOLIDATED PROFIT AND LOSS ACCOUNT

	2015	2014
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(11) Operating income

The operating income is generated entirely in the Netherlands. It can be presented by activity as follows (x € 1 million):

Residential construction	358	369
Non-residential construction	258	187
Infrastructure	410	425
Advice and other	26	23
	<u>1,052</u>	<u>1,004</u>

(12) Social security contributions and pension charges

The item can be specified as follows:

Social security contributions	23,668	23,842
Pension cost	13,443	13,409
	<u>37,111</u>	<u>37,251</u>

The average number of employees in 2015 amounted to 2,398 FTE (2014: 2,393 FTE), all employed in the Netherlands, which can be presented as follows:

- Construction site workers	711	729
- Supervisors, technical and administrative staff	1,687	1,664
	<u>2,398</u>	<u>2,393</u>

(13) Income taxes

Income tax is calculated on the commercial profit, taking into account the change in the provision for deferred tax liabilities, non-taxable or deductible amounts and other tax facilities. The applicable rate is 25%.

The tax expense and income break down as follows:

Tax income, tax group	111	3,449
Tax expense, non-tax group	-365	-464
	<u>-254</u>	<u>2,985</u>

The profit of the Dura Vermeer Groep NV entity for 2015 is positive. This results in an expense, which has been deducted from the deferred tax asset (see note (2) financial fixed assets). Additionally, the entity realised a tax income from an adjustment from prior years.

The tax expense and income break down as follows:	2015		2014	
Profit (loss) before taxes	1,175		-15,147	
Tax expense and income based on the applicable tax rate	-294	(25%)	3,787	(-25%)
Deviating tax effect:				
Income from prior years	144	(-12%)	-	
Tax expense on non-deductible expenses	-104	(9%)	-802	(5%)
	-254	(22%)	2,985	(-20%)

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Related party transactions

Transactions with related parties apply when there is a relationship between the company, its equity interests and their managers and key management personnel.

In the normal course of business, the company buys and sells goods and services to various related parties in which the company holds an interest. These transactions take place at arm's length.

Auditor's fees

The following fees of KPMG Accountants N.V., relating to the audit of the financial statements for the financial year for which the financial statements were prepared, have been charged to the company, its subsidiaries and other consolidated companies in accordance with Section 2:382a(1) and (2) of the Netherlands Civil Code.

(x € 1,000)	31-12-2015	31-12-2014
Audit of the financial statements	630	615
Other audits	70	64
Tax advice	147	81
	847	760

COMPANY BALANCE SHEET

(before profit appropriation / x € 1,000)	Note	31-12-2015	31-12-2014
Fixed assets			
Property, plant and equipment	[15]	7,714	7,267
Financial fixed assets	[16]	114,243	100,905
		121,957	108,172
Current assets			
Accounts receivable, prepayments and accrued income	[17]	64,328	81,341
Cash at bank and in hand		25,517	92
		89,845	81,433
Current liabilities	[18]	104,194	78,677
Balance of current assets less current liabilities		-14,349	2,756
Assets less current liabilities		107,608	110,928
Long-term debts	[19]	-	6,300
Provisions	[20]	2,266	2,887
Equity			
Subscribed share capital	[21]	1,923	1,923
Share premium		32,178	32,178
Statutory reserve		11,200	11,202
Other reserves		56,440	63,931
Retained earnings/accumulated losses		3,601	-7,493
		105,342	101,741
		107,608	110,928

COMPANY PROFIT AND LOSS ACCOUNT

(x € 1,000)	2015	2014
Company profit (loss) for the year under review excluding the profit from equity interests	-624	-2,721
Profit from equity interests	4,225	-4,772
Profit (loss) after taxes	3,601	-7,493

SIGNIFICANT ACCOUNTING POLICIES FOR THE COMPANY FINANCIAL STATEMENTS

General

The company financial statements are part of the group's 2015 financial statements. With respect to the company profit and loss account, the group availed itself of the exemption pursuant to section 2:402 of the Netherlands Civil Code.

The significant accounting policies are identical to those for the consolidated balance sheet and profit and loss account, with the following exceptions:

Financial instruments

Financial instruments are presented in the company financial statements on the basis of their legal form.

Profit from equity interests

The share in the profit of equity interests comprises the share of the company in the profits of these entities. Unrealised gains and losses resulting from transactions in assets and liabilities with and between equity interests are eliminated.

Financial fixed assets

The following equity interests in group companies are measured at net asset value.

NOTES TO THE COMPANY BALANCE SHEET AND PROFIT AND LOSS ACCOUNT

(x € 1,000)

(15) Property, plant and equipment	Other fixed assets	Total
As at 1 January 2015		
At cost	16,955	16,955
Cumulative depreciation	-9,688	-9,688
Carrying amount	<u>7,267</u>	<u>7,267</u>
Movements:		
Additions	2,951	2,951
Disposals	-187	-187
Depreciation	-2,317	-2,317
Total change	<u>447</u>	<u>447</u>
As at 31 December 2015		
At cost	19,137	19,137
Cumulative depreciation	-11,423	-11,423
Carrying amount	<u>7,714</u>	<u>7,714</u>

(16) Financial fixed assets

	Equity interests	Deferred tax asset	Total
As at 1 January 2015	95,946	4,959	100,905
Capital contribution	12,500	-	12,500
Share in profits	4,225	-33	4,192
Dividend received	-2,850	-	-2,850
Other movements	-	-504	-504
As at 31 December 2015	109,821	4,422	114,243

For information on the deferred tax assets, please refer to the notes to the consolidated balance sheet.

In accordance with the relevant statutory provisions, a list of consolidated and non-consolidated equity interests along with the main building consortiums and other business combinations is filed with the Chamber of Commerce for inspection. This list also shows for which companies a statement of joint and several liability has been issued in accordance with 2 : 403 of the Netherlands Civil Code.

(17) Accounts receivable, prepayments and accrued income

	31-12-2015	31-12-2014
Amounts owed by group companies	59,159	74,636
Other accounts receivable, prepayments and accrued income	5,169	6,705
	64,328	81,341

All accounts receivable and prepayments fall due within one year.

	31-12-2015	31-12-2014
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(18) Current liabilities

Current portion of long-term debt	4,500	2,700
Banks	-	10,877
Suppliers and trade payables	788	1,320
Taxes and social security contributions	1,168	3,211
Accounts payable to group companies	92,496	54,630
Other debts, accruals and deferred income	5,242	5,939
	104,194	78,677

All current liabilities fall due within one year.

(19) Long-term debts

Loans	-	6,300
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Of the medium-term loan of € 13.5 million concluded in 2014, € 4.5 million remains as at year-end 2015, which is stated in full under current liabilities.

Interest of the loan is based on the 3-month EURIBOR with a 6.95% margin.

(20) Provisions

	1-1-2015	Addition	Utilisation	Release	31-12-2015
Deferred tax liabilities	2,715	-	-594	-	2,121
Employee benefits	172	16	-43	-	145
	2,887	16	-637	-	2,266

The provisions can largely be considered as long-term in nature.

For information on these provisions, please refer to the notes to the consolidated balance sheet.

(21) Equity

The authorised capital of the company amounts to € 9 million, which is divided into 1,800,000 ordinary shares of € 5 par each. As at 31 December 2015, 384,517 ordinary shares were issued.

2015	As at		Changes	As at	
	1 January	Profit share		31 December	
Subscribed share capital	1,923	-	-	1,923	
Share premium	32,178	-	-	32,178	
Statutory reserve	12,980	-	-1,780	11,200	
Other reserves	62,153	-7,493	1,780	56,440	
Retained earnings/accumulated losses	-7,493	7,493	3,601	3,601	
Total for 2015	101,741	-	3,601	105,342	

2014	As at		Changes	As at	
	1 January	Profit share		31 December	
Subscribed share capital	1,923	-	-	1,923	
Share premium	32,178	-	-	32,178	
Statutory reserve	11,202	-	1,778	12,980	
Other reserves	86,875	-5,494	-19,228	62,153	
Retained earnings/accumulated losses	-5,494	5,494	-7,493	-7,493	
Total for 2014	126,684	-	-24,943	101,741	

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The full balance of the share premium reserve has been recognised for tax purposes as paid-up capital.

The statutory reserve concerns the retained profits from equity interests which are not at the disposal of the company without the cooperation of third parties. The change in the reporting year was € 1.8 million, which was taken to the other reserves.

The accumulated loss of € 7.5 million for the year 2014 has been taken to the other reserves.

The profit of € 3.6 million for 2015 is stated under retained earnings/accumulated losses.


Remuneration of the board of directors and supervisory directors

The wages, salaries and social security contributions of the directors include € 1,800,177 in remuneration of the board of directors and former directors (2014: € 2,698,492).

Remuneration of the supervisory board amounted to € 140,000 in the year under review (2014: € 140,000).

Off-balance sheet assets and liabilities

Besides the off-balance sheet liabilities, which are explained in the consolidated balance sheet, the company is jointly and severally liable for all debts arising from the legally binding transactions of the majority of its subsidiaries. Please refer to the list filed with the Chamber of Commerce.

Rotterdam, 22 March 2016

Supervisory board

P.C. Klaver, Chairman

M.W. van Sluis, Vice-Chairman

J.P. Drost

J.M.A. van der Lof

D. van Well

Board of Directors

J. Dura, Chairman

L.H. Barg

R.C. Dielwart

T. Winter

OTHER INFORMATION

Independent auditor's report

To: the general meeting of shareholders of Dura Vermeer Groep NV

Report on the consolidated financial statements

We have audited the accompanying financial statements 2015 of Dura Vermeer Groep NV, Rotterdam, as presented on pages 15 to 50 of this report, which comprise the consolidated balance sheet as at 31 December 2015, the consolidated and company profit and loss account for the year then ended and the notes, comprising a summary of the accounting policies and other explanatory information.

The Board of Directors' responsibility

The Board of Directors is responsible for the preparation and fair presentation of these financial statements and for the preparation of the directors' report, both in accordance with Part 9 of Book 2 of the Netherlands Civil Code. Furthermore, the Board of Directors is responsible for such internal control as it determine 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 judgement, 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 Dura Vermeer Groep NV 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 Dura Vermeer Groep NV internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of

accounting estimates made by the Board of Directors, 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 Dura Vermeer Groep NV as at 31 December 2015 and of its result for the year then ended in accordance with Part 9 of Book 2 of the Netherlands Civil Code.

Report on other legal and regulatory requirements

Pursuant to the legal requirements under Section 2:393 sub 5 at e and f of the Netherlands Civil Code, we have no deficiencies to report as a result of our examination whether the Board of Directors' 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 Board of Directors' report, to the extent we can assess, is consistent with the financial statements as required by Section 2:391 sub 4 of the Netherlands Civil Code.

Rotterdam, 22 march 2016

KPMG Accountants N.V.

J.F.G. Morsink RA

PROFIT APPROPRIATION

Provisions in the Articles of Association

Under Article 42(1) of the Articles of Association, the profit is at the disposal of AGM.

Proposed profit appropriation

The loss for 2015 has been recognised under retained earnings/accumulated losses.

It is proposed that the full profit for 2015 be added to the other reserves.

Subsequent events

On 11 March 2016, Dura Vermeer Groep NV increased its share in Asset Rail BV.

On this date they, together with Arcadis, acquired the share package of investment company Egeria.

Following this increase, Dura Vermeer Groep NV holds 60% of the shares in Asset Rail BV.

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