

BAM delivers adjusted EBITDA of €350 million in 2022 and proposes dividend of €0.15 per share

Royal BAM Group nv meets its financial outlook for 2022, delivering adjusted EBITDA margin of 4.5 per cent excluding the positive result on the Wayss & Freytag Ingenieurbau transaction. The capital ratio further improved to 21.2 per cent. BAM confirms its earlier announced expectation to pay a dividend over the year 2022 and proposes €0.15 per share. BAM is in good shape to benefit from its strong market positions and structural growth opportunities. Despite the headwinds created by the uncertain macro-economic and geopolitical situation, the Group remains on track with the execution of its strategy and is aiming to deliver a performance towards the 2023 strategic targets.

- Revenue in Netherlands, United Kingdom and Ireland increased by 2%; total revenue declined by 10% to €6.6 billion due to divestments in Belgium and Germany;
- Adjusted EBITDA of €350 million (adjusted EBITDA margin of 5.3%); adjusted EBITDA margin excluding €52 million book profit on Wayss & Freytag was 4.5%;
- Good contribution Dutch residential and further recovery in Dutch civil engineering; in second half-year increased impact of inflation, supply chain issues and project delays on Group result;
- Net result of €180 million (2021: €18 million), reflecting earnings per share of €0.66 (2021: €0.07);
- Liquidity position strong at €0.8 billion, after full repayment of Covid-19 deferred VAT and salary tax payments and effect of divestments; revolving credit facility extended to 2026, now also linked to sustainability targets;
- Capital ratio further improved to 21.2% (year-end 2021: 14.5%);
- Solid order book of €10.0 billion (2021: €13.2 billion), reduced mainly due to divestments (€2.1 billion), UK government review of regional roads development programme (€0.6 billion) and negative impact of exchange rate (€0.3 billion).

Key numbers

<i>(in € million, unless otherwise indicated)</i>	Full-year 2022	Full-year 2021	H2 2022	H2 2021
Revenue	6,618	7,315	3,289	3,686
Adjusted EBITDA ¹	350.2	278.4	168.2	121.3
Adjusted EBITDA ¹ margin	5.3%	3.8%	5.1%	3.3%
Net result attributable to shareholders	179.6	18.1	93.9	-2.0
Dividend <i>(in € per share)</i> ²	0.15	-		
Order book (end of period)	10,038	13,243		
Trade working capital efficiency	-15.8%	-16.9%		
Return on average capital employed	16.8%	5.6%		

¹ Adjusted EBITDA defined as result before interest, tax, depreciation and amortisation, excluding restructuring costs, impairment charges and pension one-offs.

² 2022 proposal.

Ruud Joosten, CEO of Royal BAM Group:

'BAM had a good year in 2022. We met our financial outlook, strengthened our capital position, refinanced our revolving credit facility (RCF) and made early and full repayment of the Covid-19 deferred VAT and salary tax payments. We divested subsidiaries in Belgium and Germany, and we settled several legacy

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projects to further de-risk the portfolio. I am pleased to announce we will propose our shareholders to restart paying a dividend.

BAM had a satisfactory operational performance for the year as a whole. In the Netherlands division, residential activities continued to contribute well. The performance of Dutch civil engineering is steadily improving and the exposure to large single stage lump-sum contracts continues to decline. The contribution of Dutch non-residential construction and the United Kingdom and Ireland division was held back by inflation, supply chain issues and delays at some projects. Our activities in Belgium had a positive contribution. Our joint venture Invesis performed well, including the positive effect of the change in the fair value of hedge instruments.

We made good progress in 2022 with our three-year strategic plan. We implemented a new divisional structure with a lean corporate centre, finalised several major divestments and launched a culture programme. Regarding sustainability, I am proud that BAM has achieved for the fourth consecutive year a place on CDP's prestigious 'A List' for climate change. We consider sustainability as a prime driver for BAM's future business and its ability to create long-term value. In January 2023, the Group presented its new sustainability strategy.

Our order book of €10 billion is at a good level and we continue to focus on contracts with a healthy risk/reward balance. We see attractive market opportunities supported by demand for decarbonisation, critical infrastructure and sustainable buildings, where we have proven market-leading capabilities. Industry-wide pressure within supply chains, cost inflation and retaining staff are ongoing.

BAM is in good shape to benefit from its strong market positions and structural growth opportunities. Despite the headwinds created by the uncertain macro-economic and geopolitical situation, the Group remains on track with the execution of its strategy and is aiming to deliver a performance towards the 2023 strategic targets. Based on our performance and further improved financial resilience we will propose to our shareholders to pay a dividend over 2022 of €0.15 per share.'

Business review 2022

Income statement

(in € million)	Full-year 2022		Full-year 2021	
	Revenue	Adj. EBITDA	Revenue	Adj. EBITDA
Division Netherlands	2,917	172.5	2,932	139.8
Division United Kingdom and Ireland	3,134	81.6	2,993	89.2
Germany, Belgium and International ¹	569	77.8	1,394	33.1
Inveisit ²		23.5		13.7
Other including eliminations	-2	-5.2	-4	2.6
Total Group	6,618	350.2	7,315	278.4
Adjusted items ³		-5.2		-6.5
Depreciation and amortisation		-116.6		-145.4
Impairments		-15.0		-48.5
Finance result		2.3		-12.2
Result before tax		215.7		65.8
Income tax		-37.9		-48.8
Non-controlling interest		1.9		1.1
Net result attributable to shareholders		179.6		18.1

¹ Adjusted EBITDA 2022 includes €52 million result of the Wayss & Freytag Ingenieurbau transaction.

² Inveisit is BAM's 50 percent equity stake in the joint venture with PGGM; the result includes €16 million of changes in fair value of hedge instruments.

³ Restructuring costs and pension one-off results.

- Effective 1 January 2022, BAM implemented an operating model based on two divisions: one for the Netherlands and one for United Kingdom and Ireland. BAM has divested several businesses since the start of 2021; the remaining businesses are reported in the line item Germany, Belgium and International. Since September 2022, the remaining Belgian activities include BAM Interbuild, BAM FM and Kairos.
- Revenue declined by 10 per cent to €6.6 billion compared to 2021, reflecting the divestment of subsidiaries in Belgium and Germany. The combined revenue of division Netherlands and division United Kingdom and Ireland increased by 2 per cent. The British pound exchange rate had a positive impact of €50 million.
- Adjusted EBITDA increased by 26 per cent to €350 million compared to 2021, based on solid performance of the portfolio, supported by the positive effects of some settlements especially in the first half-year. This result also included the result of €52 million on the Wayss & Freytag transaction. The adjusted EBITDA margin improved to 5.3 per cent (2021: 3.8 per cent). Excluding the book profit on the Ways & Freytag transaction, the adjusted EBITDA margin was 4.5 per cent.
- Net result improved substantially to €180 million (2021: €18 million), resulting in earnings per share of €0.66 (2021: €0.07). Total impairments decreased from €49 million to €15 million and relate to the write-down of equipment, goodwill, property positions and divestments. The line item finance result was

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positive €2 million compared with -€12 million in 2021, primarily reflecting the repayment in 2021 of the revolving credit facility and the subordinated convertible bond. Income tax was lower at €38 million (2021: €49 million) reflecting the absence of a €34 million of one-off non cash tax charges in 2021 that was mainly related to the impact of the change in tax rules in the Netherlands.

- Dividend proposal: BAM's policy is to pay out 30 to 50 per cent of the net result for the year, thereby considering the balance sheet structure supporting the strategic agenda and the interests of the shareholders. BAM proposes to pay a dividend of €0.15 per share, which reflects a pay-out ratio of 32 per cent of net income over the year 2022, excluding the one-off result on the Wayss & Freytag transaction (€52 million). Subject to approval by the Annual General Meeting on 12 April 2023, the shares will trade ex-dividend on 14 April 2023 and dividend will be paid on 8 May 2023 with a scrip alternative. BAM will repurchase shares to offset the dilution for the scrip alternative.
- The order book at year-end 2022 remained solid at €10 billion, with a clear focus on the quality of the order intake. Of this total order book, €5.1 billion is expected to be carried out in 2023. The reduction of €3.2 billion compared to 2021 was driven by -€2.1 billion related to divestments, -€600 million in UK highways, following government review of the regional roads development programme, and the British pound exchange rate effect of -€300 million.
- Outlook 2023: BAM is in good shape to benefit from its strong market positions and structural growth opportunities. Despite the headwinds created by the uncertain macro-economic and geopolitical situation, the Group remains on track with the execution of its strategy and is aiming to deliver a performance towards the 2023 strategic targets.

Division Netherlands

(x € million, unless otherwise indicated)	Full-year 2022		Full-year 2021	
	Revenue	Adj. EBITDA	Revenue	Adj. EBITDA
Construction and Property ¹	1,978	105.5	2,015	144.8
Civil engineering	967	68.1	950	-15.0
Other including eliminations	-28	-1.1	-33	10.0
Total division Netherlands	2,917	172.5	2,932	139.8
Trade working capital efficiency	-14.5%		-16.0%	
Revenue growth	-1%		0%	
Adjusted EBITDA margin	5.9%		4.8%	
Order book	4,366		4,388	
Order book growth	-1%		-2%	

¹ Includes BAM Energie & Water and BAM Telecom.

- Revenue was stable compared to the full-year 2021.
- Adjusted EBITDA increased by 23 per cent to €173 million compared to 2021, reflecting an adjusted EBITDA margin of 5.9 per cent (2021: 4.8 per cent). The contribution of the construction and property activities was still solid, but lower following a very strong full-year 2021. Home sales totalled 2,028 (2021: 2,485). Residential activities continued to contribute well. The performance of non-residential construction disappointed due to inflation, supply chain issues and delays at some projects in the Netherlands and Denmark. The contribution of energy, water and telecom solutions improved substantially. Civil engineering showed a recovery with good operational performance, including good progress with the Afsluitdijk project where Rijkswaterstaat has granted the Level consortium the availability certificate, and supported by the settlement for the sea lock IJmuiden in the first half-year.
- The order book was stable at €4.4 billion, despite a reduction by approximately €200 million for the Brunsbüttel lock project as part of the Wayss & Freytag transaction. BAM continues to be selective in tendering, especially regarding large scale lump-sum projects. Project wins include a contract to replace 400,000 residential water meters and the redevelopment of Berghaus in Amsterdam, which includes 288 homes.
- Market development: The Dutch government is committed to essential investments for energy transition, infrastructure and housing. Demand in BAM's energy, water and telecoms markets remains positive. During 2022, the general business climate and consumer confidence declined while the uncertainty regarding nitrogen legislation persisted. Cost increases and rising interest rates are leading to delays of some project awards. In the housing market, discussions about potential regulations to maximise the increase of rents are creating uncertainty for institutional investors while average house prices and the number of building permits show a declining trend. There is a clear shortage of affordable and sustainable homes and production is highly dependent on the decisions and planning procedures of local and central governments. BAM is well positioned to supply these homes and is investing in innovative solutions for sustainable and affordable homes.

Division United Kingdom and Ireland

(x € million, unless otherwise indicated)

	Full-year 2022		Full-year 2021	
	Revenue	Adj. EBITDA	Revenue	Adj. EBITDA
Construction UK	1,062	35.6	988	28.0
Civil engineering UK	1,243	22.0	1,234	29.9
Ventures UK (including property)	222	13.1	194	13.9
Ireland (construction, property, civil engineering)	669	20.9	633	17.7
Other including eliminations	-62	-10.0	-56	-0.3
Total division United Kingdom and Ireland	3,134	81.6	2,993	89.2
Trade working capital efficiency	-17.8%		-18.3%	
Revenue growth ¹	5%		28%	
Adjusted EBITDA margin	2.6%		3.0%	
Order book ¹	5,402		6,586	
Order book growth	-18%		9%	

¹ The British pound exchange rate had a €50 million positive effect on revenues and a negative effect of €300 million on the order book.

- **Revenue** increased by 5 per cent compared to 2021. In the UK, the activity level in Construction increased. In Ireland, revenues recovered after the impact of the Covid-19 restrictions in 2021. The British pound exchange rate had a €50 million positive effect on revenues.
- **Adjusted EBITDA** was €81 million, reflecting a margin of 2.6 per cent (2021: 3.0 per cent). The contribution of Construction UK improved while Civil engineering UK was impacted by supply chain issues on some larger contracts. The Ventures UK business reported a stable adjusted EBITDA, including the result of property development UK, Ritchies (geotechnical engineering), facilities management, site solutions and EV charging solutions. The result in Ireland included the positive effect for its share of the claim settlement of Museum of the Future.
- The **order book** remained solid at a level of €5.4 billion. This includes the reduction of €600 million in UK highways following government review of regional roads development programme, €300 million negative exchange rate effect and selective tendering. Project wins in 2022 included Parkhead Health Centre in Glasgow, the North Quays Infrastructure Project in Waterford (Ireland), Manchester Airport Group's Major Capital Works and Northern Ireland's Water's Major Project Partnership Framework.
- **Market development:** In the United Kingdom, growth sectors in civil are rail, road and energy, although infrastructure spend may be scrutinised due to macro-economic developments. The longer-term outlook in BAM's key construction markets in the United Kingdom for education, health, offices and leisure remains good, although inflation is causing affordability concerns at the moment. In Ireland, economic conditions are mixed. A clear positive is the commitment from the Irish government to a National Development Plan for 2021-2040 with a proposed capital spend of €165 billion focused on infrastructure.

Germany, Belgium and BAM International

<i>(x € million, unless otherwise indicated)</i>	Full-year 2022		Full-year 2021	
	Revenue	Adj. EBITDA	Revenue	Adj. EBITDA
Germany, Belgium and International ¹	569	77.8	1,394	33.1

¹ Adjusted EBITDA 2022 includes €52 million result of the Wayss & Freytag Ingenieurbau transaction.

- Revenues declined as expected due to the divestments of BAM Deutschland, BAM Galère, BAM Contractors (Belgium) and Wayss & Freytag Ingenieurbau. BAM International made further progress with wind-down.
- Adjusted EBITDA was supported by the settlement of the Museum of the Future (80 per cent BAM International, 20 per cent BAM Contractors, Ireland) and includes the transaction result on the divestment of Wayss & Freytag Ingenieurbau of €52 million. In Germany, BAM still shares responsibility for some projects of BAM Deutschland. Following finalisation of the divestment agenda in September, BAM is continuing with BAM Interbuild and Kairos in Belgium with combined annual revenues of approximately €150 million.
- The order book declined to €270 million (2021: €2.3 billion), due to the effect of divestments (€2.1 billion), and relates to the activities in Belgium.

Invesis

BAM's overall share of the net result of Invesis for the full-year 2022 was €24 million, including positive changes in fair value of hedge instruments of €16 million. In the second quarter, BAM implemented hedge accounting for the Invesis projects and changes in fair values of hedge instruments are now predominantly reported through other comprehensive income in equity. The positive effect on equity of these changes in fair values of hedge instruments was €35 million.

In 2022, Invesis reached financial close on the Egied Van Broeckhoven School in Brussels, which is the first project within a larger Belgium school building programme. With the acquisition of Asanti Datacentres in the United Kingdom, Invesis obtained access to the digital infrastructure market. There is a healthy pipeline of PPP project prospects and active bids at various stages of procurement. End 2022, there were 43 operational projects (2021: 41) with a further 5 under construction (2021: 6), making 48 PPP projects in total (2021: 47), while three projects were handed back to the client.

Investigation Dutch authorities

The Dutch Fiscal Information and Investigation Service (FIOD) and the Dutch Public Prosecutions Office (Openbaar Ministerie) have informed BAM International that it is the subject of an investigation into suspicions relating to potential fraud and corruption at some already completed projects. The timing and possible outcome of the investigation are uncertain. Therefore, the potential adverse financial impact of the outcome of the investigation, if any, cannot be reliably estimated at this time but could possibly be material. BAM is fully cooperating with the investigation and taking appropriate steps in connection with the investigation, including an internal review of the relevant projects. In July 2020, BAM announced its intention to wind down BAM International. Meanwhile all projects of BAM International have been completed.

Strategy execution

Key performance indicators for profit, people and planet

	2022	2021	Target 2023
Adjusted EBITDA margin ¹	4.5%	3.8%	App. 5%
Revenue (€ billion)	6.6	7.3	App. 5.5
Return on average capital employed ²	16.8%	5.6%	> 10%
Trade working capital efficiency ³	-15.8%	-16.9%	< -10%
Capital ratio ⁴	21.2%	14.5%	Towards 20%
Incident Frequency ⁵ BAM	3.7	4.5	< 3.5
CPD A-list	Yes	Yes	Maintain rating
CO2 emission (tonnes/€m; scope 1 and 2)	13.0	14.5	
Construction and office waste (tonnes/€m)	10.0	11.6	

¹ Excluding positive result Wayss & Freytag Ingenieurbau transaction of €52 million, including this transaction the adjusted EBITDA margin is 5.3 per cent

² Rolling year EBIT divided by the average capital employed.

³ The average four quarters' trade working capital divided by rolling year revenue.

⁴ Capital base divided by total assets.

⁵ The total number of industrial accidents leading to absence from work per million hours worked.

BAM made good progress with the strategic agenda set for 2023. In 2022 the profitability further increased, while the balance sheet total reduced and the average capital employed declined. Combined with the improved adjusted EBITDA margin, the return on average capital employed recovered strongly to 16.8 per cent. The capital ratio of BAM improved by 6.7 per cent, as a result of the improved operational performance and also supported by the Wayss & Freytag transaction. The capital ratio is now above the 2023 target of around 20 per cent. Trade working capital efficiency was maintained at a good level of -15.8 per cent (2021: -16.9 per cent), influenced by divestments and market contract terms.

Ensuring a safe working environment is BAM's top priority and the company deeply regrets there were two fatalities in 2022. BAM continues its efforts to increase safety, not only through guidelines and instructions, but especially by giving it consistent management attention and emphasising the behavioural aspects. Lowering the incident frequency remains a top priority.

For the fourth consecutive year, BAM has been commended for its sustainability agenda, achieving a place on CDP's prestigious 'A List' for climate change. BAM continues to invest in decarbonisation initiatives such as the electrification of plant and equipment, and in solutions which support clients in achieving their sustainability targets. In January 2023, the Group presented its new long-term sustainability strategy around six material themes concerning People and Planet, driven by the global challenges regarding climate change and inequality, and related developments concerning legislation, clients and competitors. These themes are aligned with selected United Nations Sustainable Development Goals and include short-, medium- and long-term goals.

Financial review

Cash flow ¹

<i>(in € million)</i>	Full-year 2022	Full-year 2021
Cash flow from operations ²	246	222
Working capital	-466	142
Provisions and pensions	24	-44
Cash flow from operating activities	-196	320
Cash flow from investing activities	-163	-166
Cash flow from financing activities	-93	-661
Increase / decrease in cash position	-452	-507
Cash and cash equivalents beginning period	1,285	1,789
Change in assets and liabilities held for sale	42	-42
Exchange rate differences, other changes	-34	45
Cash and cash equivalents	841	1,285

¹ Based on the IFRS cash flow statement.

² Net result for the period adjusted for depreciation and amortisation, impairment charges and other non-cash elements.

Year-end 2022, cash and cash equivalents totalled €841 million (2021: €1,285 million). The improved operational performance resulted in a strong cash flow from operations. Cash flow from working capital was €466 million negative, due to repayment of the remaining Covid-19 deferred VAT and salary tax payments (€120 million), the effect of divestments (€70 million) and the impact of lower pre-payments on large lump-sum contracts, which is in line with BAM's strategic portfolio management. Also the seasonal, substantial, cash inflow at year-end was lower compared to previous years, partly caused by shorter, legal payment terms.

Cash flow from investing activities totalled €163 million negative, as investments for plant property and equipment increased to €93 million (2021: €65 million). This includes additional investments for sustainable solutions like the electrification of equipment and modular housing. The line item cash flow from investing includes a cash outflow of €66 million for the deconsolidation of divested subsidiaries. This was partly offset by a €42 million positive cash flow in the line change in assets and liabilities held for sale.

Cash flow from financing activities included €14 million for the repurchase of BAM shares, to cover all obligations for all the current share based employee compensation plans up to the year 2025. Exchange rates, primarily the British pound, had a negative effect of €34 million on cash and cash equivalents at the year-end.

Financial position

<i>(in € million)</i>	31 December 2022	31 December 2021
Cash position	841	1,285
Interest-bearing debt	-53	-66
Net (debt) / cash before lease liabilities	788	1,219
Lease liabilities	-174	-215
Net (debt) / cash	614	1,004
Trade working capital	-1,010	-1,346
Shareholders' equity	811	654
Balance sheet total	3,819	4,496
Capital ratio	21.2%	14.5%
Capital employed	1,194	1,273
Return on average capital employed	16.8%	5.6%

At year-end 2022, BAM's net cash position was €788 million (2021: €1,219 million), while interest bearing debt was slightly lower. The decline in lease liabilities by €41 million to €175 million is primarily explained by the effect of divestments in Belgium and Germany.

Trade working capital was €1 billion negative at year-end 2022. The decrease versus 2021 is explained by higher working capital in the divisions and the impact of the completed divestments. Trade working capital efficiency reduced to -15.8 per cent versus -16.9 per cent at the end of 2021.

The increase of shareholders equity by €157 million to €811 million is driven by the net result (€180 million) and increased hedge reserves (€35 million, almost completely related to Invesis). This was partly offset by the translation effect of foreign exchange rates (-€28 million), actuarial losses on pensions (-€19 million) and the repurchase of own shares to cover all obligations for the share based employee compensation plans (-€14 million). The balance sheet total declined by €677 million, mainly due to the divestments and repayment of €120 million Covid-19 deferred VAT and salary tax payments. The increase in equity in combination with the shortening of the balance sheet resulted in a strong improvement of the capital ratio to 21.2 per cent (year-end 2021: 14.5 per cent). The financial performance of the Group and development of capital employed also resulted in a sharp improvement of the return on average capital employed to 16.8 per cent (2021: 5.6 per cent).

Last December, BAM has renewed its committed revolving credit facility (RCF), now also linked to sustainability targets. The new facility of €330 million has a tenor until November 2026 with two one-year extension options and will be used for general corporate purposes. The facility is a refinancing of the former committed revolving credit facility, which was due to expire in March 2024.

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Foreign exchange translation

The closing rate of the pound sterling against the euro changed from 1.19 as at 31 December 2021 to 1.13 as at 31 December 2022. The average exchange rate of the pound sterling versus euro was 1.17 in 2022 compared to 1.16 in 2021.

Risks and uncertainties

As indicated in the annual report for the 2022 financial year, there is a Group-wide focus on risk management in the primary process, in order to improve predictability and performance. The Group's risk management system does not imply avoidance of all risks. Instead it aims to identify opportunities and threats and manage them. More effective risk management will enable BAM to undertake larger commitments in a well-controlled environment. The risks that can have a material impact on the Group's results and its financial position are described in detail in the annual report for the 2022 financial year. Other risks that are either not currently known or currently considered non-material could prove to have an effect (material or otherwise) in due course on the markets, objectives, revenue, results, assets, liquidity or funding of the Group.

Executive Board, Royal BAM Group nv

Ruud Joosten, CEO

Frans den Houter, CFO

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Live audio webcast

Ruud Joosten, CEO, and Frans den Houter, CFO, will host an analysts' meeting at 10.00 a.m. CET on 16 February 2023 to discuss the full-year results 2022, as well as the company's strategic progress. A live audio webcast of this meeting will be made available at the Royal BAM Group website: www.bam.com.

Key dates

23 February 2023	Publication annual report 2022
12 April 2023	Annual General meeting (Bunnik, 2 p.m. CET)
4 May 2023	Trading update first quarter 2023
17 August 2023	Publication half-year results 2023
2 November 2023	Trading update first nine months 2023

Further information

- analysts: Michel Aupers, michel.aupers@bam.com, +31 (0)30 659 89 88;
- press: Bert Ooms, bert.ooms@bam.com, or Arno Pronk, arno.pronk@bam.com, +31 (0)30 659 89 88.

Regulated information

This press release contains information that qualifies or may qualify as inside information within the meaning of Article 7(1) of the EU Market Abuse Regulation.

Forward looking statements

This press release contains 'forward-looking statements', based on currently available plans and forecasts. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future, and BAM cannot guarantee the accuracy and completeness of forward-looking statements.

These risks and uncertainties include, but are not limited to, factors affecting the realisation of ambitions and financial expectations, exceptional income and expense items, operational developments and trading conditions, economic, political and foreign exchange developments and changes to IFRS reporting rules.

BAM's outlook, in line with these forward-looking statements, merely reflects expectations of future results or financial performance and BAM does not make any representation or warranty in that respect. Statements of a forward-looking nature issued by the company must always be assessed in the context of the events, risks and uncertainties of the markets and environments in which BAM operates. These factors could lead to actual results being materially different from those expected, and BAM does not undertake to publicly update or revise any of these forward-looking statements.

Declaration in accordance with the Dutch Financial Supervision Act

In accordance with their statutory obligations under Article 5:25d(2)(c) of the Dutch Financial Supervision Act, the members of the Executive Board declare that, in so far as they are aware:

- the full-year financial report provides a true and fair reflection of the assets and liabilities, the financial position and the result generated by the Company and by companies included in the consolidated accounts; and
- the full-year report by the Executive Board provides a true and fair overview of the information required pursuant to Article 5:25d(8) and (9) of the Dutch Financial Supervision Act.

Bunnik, the Netherlands, 16 February 2023

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1. Consolidated income statement

(x € million) <i>unaudited</i>	Full-year 2022	Full-year 2021
Revenue	6,618.2	7,315.3
Gain on sale of subsidiaries	52.3	-
Raw materials and consumables used	-1,424.9	-1,731.4
Subcontracted work and other external charges	-3,456.4	-3,698.5
Employee benefit expenses	-1,193.2	-1,390.5
Depreciation and amortisation charges	-116.6	-145.4
Impairment charges	-13.5	-34.4
Other operating expenses	-305.0	-275.6
Exchange rate differences	-4.5	2.5
	-6,514.1	-7,273.3
Share of result of investments in associates and joint ventures	58.5	50.1
Share of impairment charges in investments in associates and joint ventures	-1.5	-14.1
	57.0	36.0
Operating result	213.4	78.0
Finance income	8.9	3.9
Finance expense	-6.6	-16.1
Net Result from continuing operations	2.3	-12.2
Result before tax	215.7	65.8
Income tax	-38.0	-48.8
Net result	177.7	17.0
Attributable to:		
Shareholders of the Company	179.6	18.1
Non-controlling interests	-1.9	-1.1
	177.7	17.0
Earnings per share (x €1):		
Basic earnings per share	0.66	0.07
Diluted earnings per share	0.65	0.07

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2. Condensed consolidated statement of comprehensive income

<i>(x € million) unaudited</i>	Full-year 2022	Full-year 2021
Net result for the period	177.7	17.0
<i>Items that may be reclassified to the income statement, net of tax</i>		
Cash flow hedges	0.4	0.3
Fair value movement of cash flow hedges in joint ventures (net)	34.2	-
Exchange rate differences	-27.8	22.0
<i>Items that will not be reclassified to the income statement, net of tax</i>		
Remeasurements of post-employment benefit obligations	-18.8	27.4
Other comprehensive income	-12.0	49.7
Total comprehensive income, net of tax	165.7	66.7
Attributable to:		
Shareholders of the Company	167.6	67.8
Non-controlling interests	-1.9	-1.1
	165.7	66.7

3. Condensed consolidated statement of changes in equity

<i>(x € million) unaudited</i>	Full-year 2022	Full-year 2021
As at 1 January	653.4	584.7
Net result for the period	177.7	17.0
Cash flow hedges	0.4	0.3
Cash flow hedges in joint ventures	34.2	-
Remeasurements of post-employment benefit obligations	-18.8	27.4
Exchange rate differences	-27.8	22.0
Other comprehensive income net of tax	-12.0	49.7
Total comprehensive income	165.7	66.7
Dividends paid (including non-controlling interests)	-	-
Other changes	-10.7	2.0
Total change	155.0	68.7
Position as at period-end	808.5	653.4

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4. Consolidated statement of financial position

(x € million) <i>unaudited</i>	31 December 2022	31 December 2021
Property, plant and equipment	199.6	198.2
Right-of-use assets	170.7	210.0
Intangible assets	325.5	346.4
PPP receivables	13.6	14.7
Investments in associates and joint ventures	327.0	252.9
Other financial assets	77.6	78.1
Employee benefits	72.5	98.4
Deferred tax assets	57.4	86.8
Non-current assets	1,243.9	1,285.5
Inventories	482.1	430.1
Trade and other receivables	1,229.8	1,238.8
Income tax receivable	14.2	3.6
Derivative financial instruments	0.5	0.5
Cash and cash equivalents	841.2	1,284.7
	2,567.8	2,957.7
Assets classified as held for sale	7.7	252.7
Current assets	2,575.5	3,210.4
Total assets	3,819.4	4,495.9
Share capital and premium	839.3	839.3
Reserves	-70.7	-77.5
Retained earnings	42.0	-108.2
Equity attributable to the shareholders of the Company	810.6	653.6
Non-controlling interests	(2.1)	-0.2
Total equity	808.5	653.4
Borrowings	40.7	25.9
Lease liabilities	118.8	146.5
Derivative financial instruments	-	-
Employee benefits	45.6	86.3
Provisions	94.4	117.0
Social security and other taxes	-	110.6
Deferred tax liabilities	18.5	24.4
Non-current liabilities	318.0	510.7
Borrowings	12.0	39.1
Lease liabilities	55.9	69.3
Trade and other payables	2,468.5	2,871.7
Derivative financial instruments	0.0	0.7
Provisions	145.7	93.0
Income tax payable	10.8	10.9
	2,692.9	3,084.7
Liabilities classified as held for sale	-	247.1
Current liabilities	2,692.9	3,331.8
Total equity and liabilities	3,819.4	4,495.9

5. Condensed consolidated statement of cash flows

<i>(x € million) unaudited</i>	Full-year 2022	Full-year 2021
Net result	177.7	17.0
Adjustments for:		
Income tax	37.9	48.8
Depreciation and amortisation charges	116.6	145.4
Impairment charges	15.0	48.5
Result on sale of property, plant and equipment	-10.2	-7.3
Gain on sale of subsidiaries	-52.3	-
Share based payments	3.7	-
Share of result of investments in associates and joint ventures	-58.5	-50.2
Finance income and expense	-2.3	12.2
Interest received	7.3	3.6
Dividends received from investments in associates and joint ventures	36.0	34.8
Changes in provisions and pensions	24.1	-44.3
Changes in working capital (excluding cash and cash equivalents)	-466.3	141.9
Cash flow from operations	-171.3	350.4
Interest paid	-10.9	-25.9
Income tax received / (paid)	-15.2	-0.4
Net cash flow from ordinary operations	-197.4	324.1
Investments in PPP receivables	-0.8	-4.2
Repayments of PPP receivables	2.2	0.3
Net cash flow from operating activities	-196.0	320.2
Investments in non-current assets	-123.5	-110.9
Disposals and repayments of non-current assets	26.0	39.8
Net proceeds from sale of subsidiaries	-65.6	-94.4
Net cash flow from investing activities	-163.1	-165.5
Proceeds from borrowings	39.1	34.9
Repayments of borrowings	-50.6	-609.5
Repayments of principal amount of lease liabilities	-67.4	-87.5
Other financing activities	-14.3	-
Net cash flow from financing activities	-93.2	-662.1
Change in net cash and cash equivalents	-452.3	-507.4
Cash and cash equivalents at beginning of the year	1,284.7	1,788.9
Change in cash and cash equivalents in assets and liabilities held for sale	42.4	-42.3
Exchange rate differences on cash and cash equivalents	-33.6	45.5
Net cash position at period-end	841.2	1,284.7

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6. Figures per ordinary share with par value of €0.10

<i>(x €1, unless indicated otherwise) unaudited</i>	Full-year 2022	Full-year 2021
Net result attributable to shareholders of the company (basic)	0.66	0.07
Net result attributable to shareholders of the company (diluted)	0.65	0.07
Equity attributable to shareholders of the company	3.02	2.39
Highest closing share price	3.44	3.03
Lowest closing share price	1.97	1.61
Closing share price at period-end	2.17	2.69
Number of shares ranking for dividend (x 1,000)	268,120	273,296
Average number of shares (x 1,000)	271,783	273,296

7. Explanatory notes to the full-year 2022 Financial Statements

The financial summaries on pages 13 to 18 inclusive are drawn from the unaudited financial statements of Royal BAM Group nv for 2022 (the 'financial statements'). An unqualified auditor's opinion on these financial statements is expected on 22 February 2023. The financial summaries must be read in conjunction with the unaudited financial statements from which they are derived. The financial statements will be available on the company's website (www.bam.com) in digital format by 23 February 2023 at the latest.